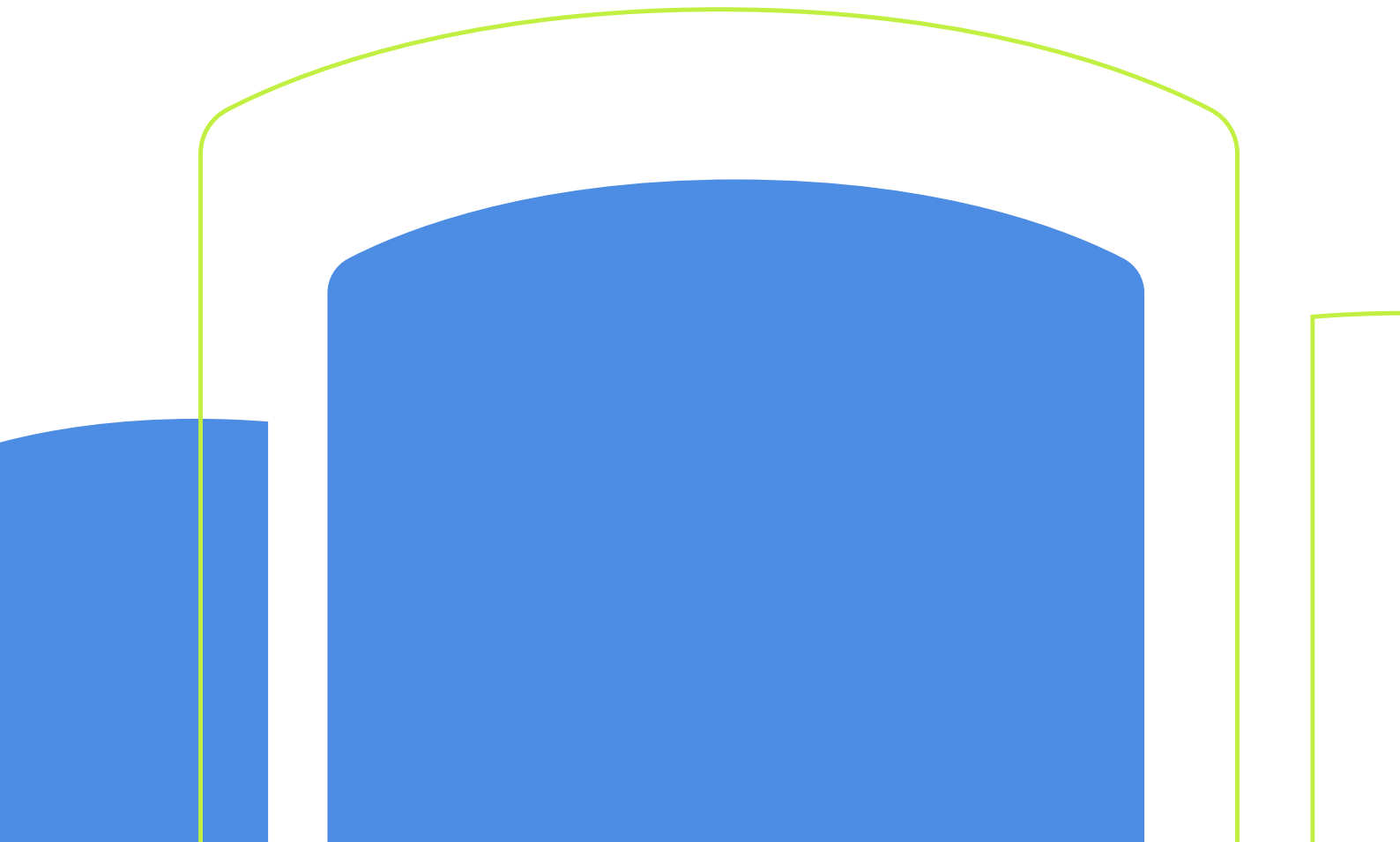


Anti-corruption Guide



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01

Message from Management



In its Code of Ethics, Tepsa has set out the principles and rules that we all need to observe to ensure that our commitment to ethics and responsibility is embodied in our daily operations. These rules include the fight against corruption, towards which Tepsa has no tolerance.

As a matter of fact, corruption constitutes a criminal offence strictly punished in the countries where Tepsa and its subsidiaries operate. The mere appearance of an act of corruption would further damage our reputation and, consequently, the relation of trust that binds us to our business partners and shareholders. Corruption would also bear serious consequences for our operations since it may result in the loss of operating permits and exclusion from certain markets.

The consequences of corruption thus make it clear that committing this act is never in the interest of Tepsa. As it can take numerous forms, fighting against corruption requires a constant vigilance and the ability to recognize situations, which create a corruption risk.

This Anticorruption Guide aims at enabling you to identify such situations and adopt the right behaviour. It supplements the Code of Ethics by declining our commitment to the fight against corruption into practical rules, enabling you to identify risky situations and providing practical cases showing the behaviour to adopt when facing such situations.

In case of questions on the topics covered by this Guide, please contact your Compliance Contact Person, who must be your contact point for all compliance subjects. The whistleblowing platform is also available if you wish to report a breach of this Guide.

I count on you to abide by the rules of this Guide and thus ensure that our activities continue to be performed in full honesty, transparency and integrity.

Bruno Hayem, General Manager of RT Invest being the Chairman itself of Tepsa Infra

02

Preamble

Why this guide?



The reputation of Tepsa depends on each subsidiary and employee.

Tepsa operates in several countries via Subsidiaries bound by different regulations. The purpose of this Guide is to set out the common framework for preventing corruption that applies to all employees of Tepsa Infra and its subsidiaries (these companies being referred to as « Tepsa » in this Guide).

This Guide helps you to comply with Tepsa's anti-corruption commitment:

- by drawing your attention to situations that could lead to a corruption risk; and
- by providing answers to address these situations and tools to prevent risks.

Who is it for?



This Guide is for all employees and subsidiaries worldwide.

Subsidiary and/or site Directors and managers are responsible for its proper dissemination, understanding and application. They have a central role to play in guiding their teams in accordance with Tepsa's principles and values. They promote dialog to encourage employees to share any concerns they may have. This Guide is the reference tool to help them in this process. Tepsa also expects all its business partners (service providers, suppliers, agents, subcontractors, and JV partners) to comply with standards that are at least as stringent as those of this Guide in their relations with a Tepsa entity.

How to use it?



This Guide is the cornerstone of our internal rules and procedures for preventing corruption.

It facilitates the understanding of sensitive or abnormal situations and provides advice to identify and reject unacceptable practices. However, it is not intended to predict or respond to all possible situations.

Each of Tepsa's entities must take ownership of the rules detailed in this Guide and apply them in their activities. The purpose of the practical fact sheets and procedures is to flesh out this Guide of operational use. If there is a discrepancy between the content of this Guide and the local standard, you must apply the most rigorous measure.

03

Understand What is corruption

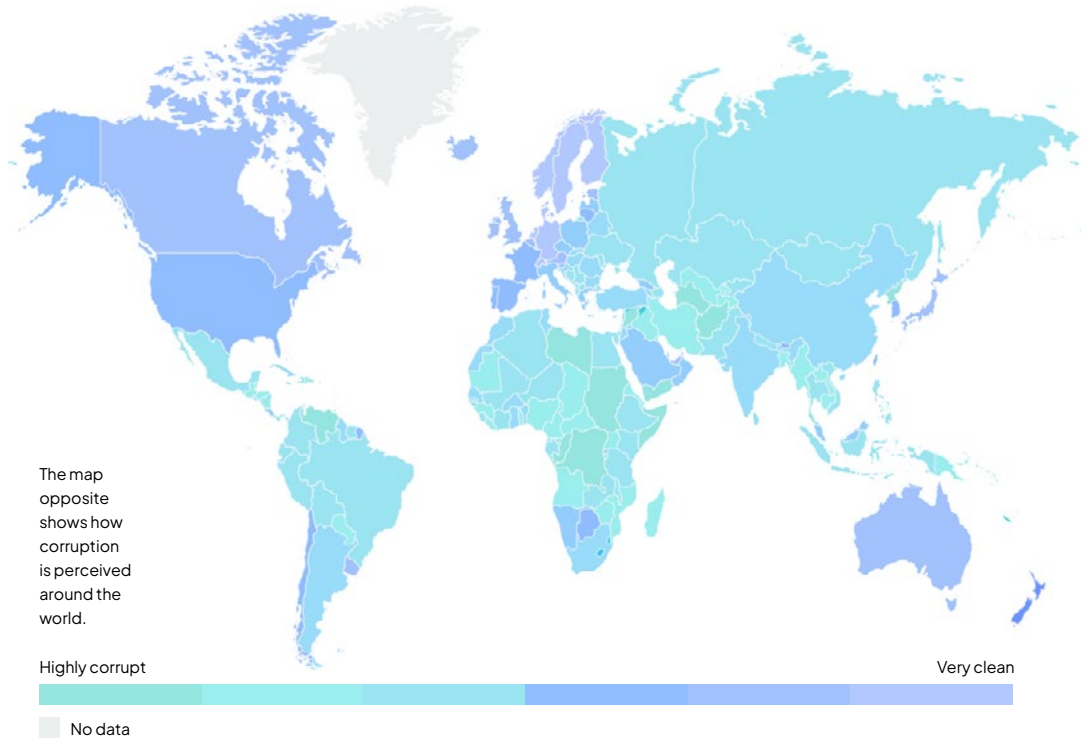
- 1/ A Worldwide phenomenon
- 2/ What is corruption?
- 3/ What is an undue advantage?
- 4/ What is influence peddling?
- 5/ Regulations around the world



A Worldwide Phenomenon

Challenges

Corruption undermines countries' development and contributes to their instability. It seriously harms the economy because it distorts competition, disturbing the efficiency of international trade. It is a scourge that affects all countries, more or less widely.



More than 1,000 billion usd

The World Bank estimates that more than \$1 trillion are paid in bribes across the globe each year.

Corruption jeopardizes the interests of Tepsa and poses significant risks to the company, its subsidiaries and its employees:

- Fines
- Imprisonment
- Dismissal
- Withdrawal of investors
- Questioning the strategy
- Reputational damage
- Internal crisis management costs

So it's everyone's concern!

You must refrain from any act likely to constitute an act of corruption of any kind whatsoever. To do this, you must be able to detect risky situations, ask yourself whether the proposal is likely to be unlawful, and take appropriate measures to avoid finding yourself in a situation where there is corruption.

As stated in its Code of Ethics, Tepsa does not tolerate any form of corruption.

2 / What is corruption?

Corruption is an act that involves

- Giving, proposing, promising, soliciting or accepting, directly or indirectly, an undue advantage (favorable treatment, favorable decision or failure to act, etc.);
- The intention of influencing someone's behavior.

Corruption is a dishonest behavior involving at least two actors

- **The persons who offers** or gives the undue advantage in return for a favor (the corrupting party);
- **The person who accepts** or requests the undue advantage in return for a favor (the corrupted party).

If you are offered an undue advantage or if you are the victim of extortion –i.e. you are subject to threats, violence or coercion from a third party seeking to obtain an undue advantage in return for a favor –you must talk to your line manager or to your Compliance Contact Person as soon as possible.

FIND OUT

Differences in perception may exist between countries. However, remember that Tepsa's rules apply everywhere we operate.

Corruption can take various forms which are all subjects to sanctions

Public

Involves a public official

Private

Involves private sector individuals only

Direct

Benefit offered or received directly

Indirect

Benefit proposed or received via a third party (intermediary, agent, partner, etc.)

Active

The corrupting party offers or agrees to give an undue advantage

Passive

The corrupted party accepts or requests an unfair advantage



A benefit granted or received as part of a quid pro quo arrangement in violation of the law or contractual or professional obligations is an act of corruption.

3 /

What is an undue advantage?

An undue (or unjustified) advantage may be a gift, money, an invitation to an expensive meal, tickets to a prestigious sporting or cultural event, a donation to an association or political party, free accommodation, a reduction in a scale price, the cancellation of a debt or obligation, contract renewal, etc.

The amount does not matter

- Large or small, it may nevertheless be classified as an undue advantage.
- Corruption can extend to any individual and can take various forms: For example it may involve hiring, including internships, by a relative of a person having made or being required to make a decision in your favor.

Facilitation payments

Unjustified or unofficial payments, however small, made to a public official to guarantee or speed up administrative procedures falling within their remit and to which the payer is legally entitled (customs clearance of goods, obtaining a visa, issuing a license, police checks on public roads, etc.) are PROHIBITED. These are called facilitation payments.

By way of exception, this type of payment MAY BE ACCEPTED if there is an imminent risk of personal harm, such as physical or psychological threats against you or one of your relatives (for example a threat with a weapon, an unplanned request for vaccination under hazardous hygiene conditions upon entering a region). You must then report it as quickly as possible to your line manager or your Compliance Contact Person.



Did you know?

In 2016, a US bank paid close to \$300 million for giving internships to the children of Chinese dignitaries in the hope of winning contracts with the Chinese State.

4% OF AN ORGANIZATION'S ANNUAL INCOME

Amount of facilitation payments estimated by the European Bank for Reconstruction and Development (EBRD). A very high cost!

4 / What is influence peddling?

Influence peddling can be equated to a form of indirect corruption and is therefore prohibited.

It entails corrupting an individual (private or public) so that he or she uses his or her influence to cause a third party to make a decision in favor of the corrupting party.

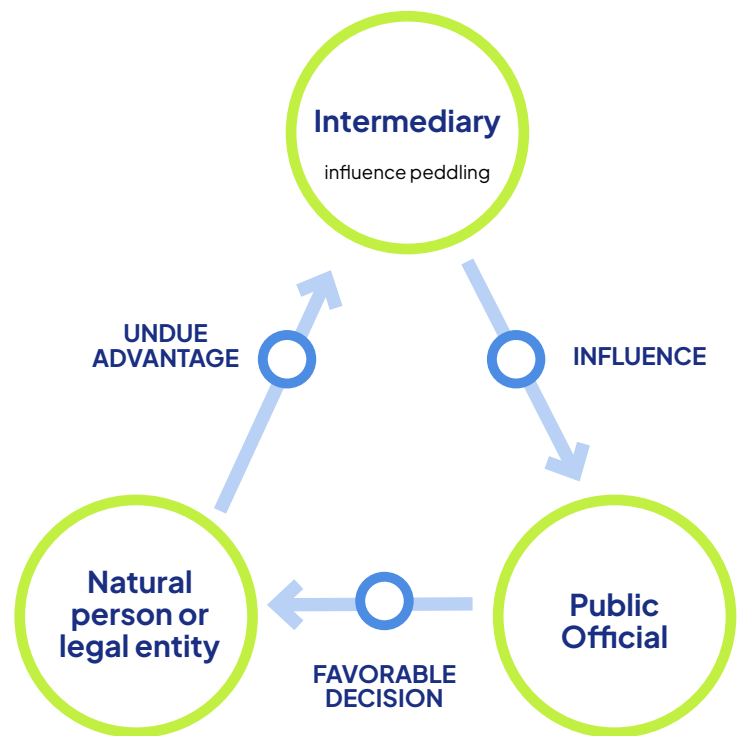
Influence peddling involves at least three actors:

- **THE PERSON PROVIDING** benefits (the corrupting party);
- **THE PERSON WHO USES** the credit he/she possesses due to his/her position (the intermediary);
- **THE PERSON** authorized to make the decision, usually a public official (the corrupted party).

Certain legal systems (for example in France and Spain) make a distinction between the offenses of corruption and influence peddling.

Others, such as those in the US or UK, do not make this distinction.

Remember: this is a form of corruption and this type of behavior is therefore completely prohibited.



Example

An employee of SuperOil provides free LPG to a member of the Municipal Council.

In exchange, the Council member uses their influence to ensure that SuperOil's offer to supply LPG to the municipal pool is selected by the director.

5 /

Regulations around the world

International conventions such as the 1997 OECD Anti-Bribery Convention or the 2003 United Nations Convention against Corruption ratified by 190 countries (Meridian Convention) establish a common base.

In each country, laws define corruption and provide for sanctions to be applied by local authorities.

There are anti-corruption laws with extraterritorial scope, such as the UK Bribery Act or the Foreign Corrupt Practices Act (US). These allow the authorities of these countries to sanction acts of corruption committed by persons and companies outside their borders. In addition, France adopted a law in 2016 requiring French companies and their worldwide subsidiaries to implement a robust corruption prevention system. Each of Tepsa entities must therefore comply with these various laws in addition to local law, wherever it is located.



Corruption is sanctioned by criminal fines payable by the company and/ or the individuals responsible for the offense, and also by imprisonment.

This Guide does not cover all local regulations. If there is a discrepancy between the content of this Guide and the local standard, you must apply the most rigorous measure.



Find out

See the appendix for the main legislation, offenses and sanctions.

04

Preventing Risks: Rules and Advice

Some situations you may encounter are more liable to risk as they can lead to a decision being unduly influenced.

The following sections provide details to help you identify these situations, and some rules and recommendations for dealing with them.

This Guide does not cover every situation that you may encounter. The cases presented and the related advice are examples and are not exhaustive.

- 1/ Offering or receiving a gift or an invitation
- 2/ Interacting with public officials: risk of corruption or influence peddling
- 3/ Interacting with public officials: facilitation payment
- 4/ Assessing risks in relationships with third parties in general
- 5/ Make a donation, carry out patronage or sponsorship actions
- 6/ Managing conflicts of interest
- 7/ Summary table

1/

Offering or receiving a gift or an invitation

Offering or receiving a gift or invitation is not in itself an illegal act when these are given or received with no expectation of something in return. However, depending on the circumstances, they may affect judgments and influence transactions and decisions, which may generate the following risks: conflicts of interest, corruption, and suspicion towards Tepsa.

So you have to be vigilant.



Find out

See the *Gifts & invitations: Do the Right Thing! Fact sheet*



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

You have just launched a tender to purchase a large volume of personal protective equipment.

One of the competing suppliers is offering you and your family tickets for the next Bolshoi ballet performance at the opera.

What should you do?

IN PRACTICE

Given the context (the critical period during which the supplier hopes to win the contact), it appears that this offer is intended to influence your final choice in favor of the third party. Also, the value of the gift seems high.

YOU MUST THEREFORE

REJECT this offer

Also, when offering a gift, make sure beforehand that it does not contravene the rules that apply to the recipient.

WATCH POINTS

- Legality of the gift or invitation
- Value of the gift or invitation
- Context of the gift or invitation
- Frequency of the gift or invitation

In all circumstances, you must comply with the rules set out in the Gifts & Invitations fact sheet.

PROHIBITED PRACTICE

Gifts and invitations to public officials remember: gifts/invitations offered to or received from a public official (or one of their relatives) are, in principle, prohibited. As an exception, symbolic gifts or professional invitations (for example working lunch, professional event, inauguration or site visit) may be authorized by management, subject to compliance with the strict conditions detailed in the Gifts & Invitations fact sheet and the thresholds set by your entity.

GUIDANCE

The dividing line between acceptable and unacceptable can sometimes be thin, and each situation is unique.

Your decision making should be guided by common sense and professionalism.

You are also asked to record gifts and invitations received or offered in the register provided for this purpose.

THE TEST

- Does this gift put me in an uncomfortable position?
- Would it bother me if my manager, colleagues or others were aware of gifts I make or receive?

2 /

Risk of corruption or influence peddling

It is common and normal to be in contact with public officials as part of our everyday business. A « public official » refers to any person holding a position of public authority, in charge of a public service mission or having an elected mandate or his or her relatives. A corruption risk is likely to arise at any time when a person in a position of authority or with decision-making powers, which is generally the case for a public official, decides to unduly request payments.



Find out

See the fact sheet: [Interacting with Public Officials](#).



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

You are responding to a call for tenders issued by an administration. The public official in charge of the tender guarantees that your company will be awarded the contract if, in return, you hire their son.

What should you do?

IN PRACTICE

Any solicitation must be unequivocally rejected.

YOU SHOULD THEREFORE

Not consider the request

and report the incident to your Compliance **Contact Person** and your line manager immediately.

Working alongside your line manager, the following actions may be considered when faced with a solicitation:

- Explain to the public official that Tepsa's ethical rules do not permit a positive response to their request;
- Remember that such an act could expose the person making the request, you, and the company, to severe sanctions, in particular criminal sanctions;
- Ask the person making the request to do so officially and in writing, stating their identity, which should discourage them.

Remember

- Nobody can authorize you to make an illegal payment (except if there is a risk to your person during a facilitation payment request).
- You may not be subject to any sanction, demotion or other adverse consequence for refusing to pay or receive bribes, even if the refusal may result in a loss of transaction for Tepsa.

WATCH POINTS

The following requests should be of particular concern:

- Usual payment terms: in cash, with a third party, in a bank account domiciled in a country other than the country where the service provider is domiciled; etc.
- Repeated and/or disproportionate requests for hospitality (luxury travel, fine dining, etc.);
- A request for an additional unpaid service for the public official.

3/

Interacting with public officials

Facilitation payment

The unofficial payment of a small amount to a public official offering to speed up a routine action to which you are entitled and which is part of their job is a facilitation payment. This constitutes an act of corruption.



Find out

See the *Fact sheet: Interacting with public officials*



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

You are submitting a construction permit request for the extension of the storage facility that you operate. The agent tells you that the administration currently has to deal with numerous requests; however, if you agree to the unofficial payment of a certain amount of money, he could speed up the examination of your request.

What should you do?

IN PRACTICE

Even if the amounts involved are small, this is still corruption. These payments are illegal in most countries and are prohibited at Tepsa:

Reject the request politely but firmly, explaining that Tepsa's Code of Ethics and regulations prohibit such practices.

Even if the amounts involved are small, this is still corruption. These payments are illegal in most countries and are prohibited at Tepsa.

You must reject the request by explaining that Tepsa's Code of Ethics and regulations prohibit such practices. Keep a record of your rejection, whenever possible, and report the incident internally as quickly as possible

BY WAY OF EXCEPTION

this type of payment MAY BE ACCEPTED if there is an imminent risk of personal harm, such as physical or psychological threats against you or one of your relatives (for example threat with a weapon, an unplanned request for vaccination under hazardous hygiene conditions upon entering a region). You must then report it as quickly as possible to your line manager or your Compliance Contact Person.

WATCH POINTS

The level of risk is greater:

- In a country where corruption is endemic;
- In a country where civil servants are poorly paid;
- When the irregularity highlighted by the public official in support of his or her request for a kickback is suspicious (for example an inspector requires a supporting document that is not required by the regulations to process the case).

Resist illegal solicitations

The International Chamber of Commerce, the NGO Transparency International, the Global Compact and the World Economic Forum have created the tool called Resisting Extortion and Solicitation in International Transactions (RESIST). It presents 22 specific cases and practical recommendations for resisting illegal solicitation.

4 /

Assessing risks in relationships with third parties in general

Business relationships with third parties are one of the main corruption risks for companies. Legislation in many countries stipulates that a company can be held liable for acts of corruption arising for its business partners if it knew or should have known that the third party may commit acts of corruption. To avoid entering into a relationship with a third party likely to use prohibited practices, due diligence must be carried out to assess and address the risks.



Find out

See the Third-Party Assessment Procedures.



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

Your company is doing very well. It has therefore decided to expand its operations by entering into new commercial contracts. Your mission is to research and enter into new business relationships.

You have identified a promising partnership with a nationally recognized partner. The initial links have been established, but you are still hesitant.

What ethical steps should be taken before entering into this relationship?

IN PRACTICE

Follow internal procedures to document the relationship.

You should be alert to several indicators, including:

- The country in which the service is performed or in which the envisaged third party is registered, if it is considered at risk (example: Transparency International's Corruption Perception Index);
- The history of the third party: is there a history of corruption or suspected corruption?

Other unethical behaviors;

- Are there close links between the third party and the public authorities?

To initiate a full assessment, follow the steps described in the Third-Party Assessment Procedures.

These procedures define the level of assessment required according to the categories of third parties and the warning signs identified. The decision to enter into a relationship with the third party will be based on the results of this assessment. If necessary, this decision may be subject to corrective measures to reduce the risks identified.

In addition, all contracts must include ethical and anti-corruption clauses (templates are provided in the Compliance Clauses Governance Instruction).

WATCH POINTS

- Prior assessment measures must be implemented for all acquisition transactions and joint ventures (JV).
- The use of an intermediary is not prohibited, but this must not under any circumstances be a vehicle for corrupting a third party. Great caution must be exercised when using an intermediary, in particular by assessing the risk it represents, by applying the Third-Party Assessment Procedures, and by monitoring the relationship.
- In addition to issues relating to corruption, any project or transaction relating to a country, entity or individual subject to restrictive measures (international economic or financial sanctions) requires special vigilance and due diligence.

Our stakeholders (banks, investors, customers, business partners, etc.) also carry out this type of assessment for their third parties.

Any inappropriate behavior or allegation of inappropriate behavior by a single Tepsa employee is likely to seriously and permanently damage the reputation of Tepsa and the growth of each of its subsidiaries.

We therefore expect exemplary behavior from every one of you. If in doubt, don't go it alone!

5/

Make a donation, carry out patronage or sponsorship actions

As part of our desire to be fully integrated into the regions in which we operate and to contribute to their development, Tepsa companies support non-profit projects in fields of general interest.

No donation or sponsorship may be offered, promised or made if it is intended to influence an official action or to secure an undue advantage. The destination of the sums or donations granted therefore require specific monitoring.



Find out

See the Donations Procedure



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

A non-profit association approaches you to obtain grants. It presents itself as recently created, with premises that are located close to the company where you work. Its aim is to help young children with access to schooling. In this case, the non-profit association seems to be local and its actions directed towards the education sector. At first glance, it seems that it could receive a donation.

What should you do?

IN PRACTICE

Before any decision regarding a grant, donation or sponsorship, follow the internal procedures and document the operation.

Any proposed sponsorship or charitable donation must:

- be submitted in advance to the local Compliance Contact Person, who will liaise with the General Management;
- be subject to due diligence (in particular the reputation of the non-profit association and its managers and the context of the donation award);
- be formalized in writing that clearly states the beneficiary entity, the entity awarding the gift or sponsorship, and the purpose of the gift or sponsorship.

CHOOSING THE BENEFICIARY

To choose the beneficiary of donation, follow these recommendations:

- The non-profit association must operate in a field of general interest;
- The non-profit association must preferably be local, (located close to the subsidiary) and able to provide guarantees of its sound management. This facilitates the relationship and involvement of employees with the non-profit association;
- The partnership must comply with tepsa's code of ethics and the applicable procedures.

WATCH POINTS

You should ask yourself the following questions:

- Does the grant aim to be part of a quid pro quo arrangement? The answer should be no. A grant should always be awarded with no underlying illicit intent.
- Is the disbursement legal? It must be legal in both countries: that of the person or entity giving the donation and that of the person or entity receiving it.
- Are the non-profit association and its managers linked in any way to your entity?
- Was the contribution solicited by a public official or is there commercial pressure to make such a contribution?

Donations and contributions can only be granted if all of these answers are compliant.

In case a link exists between the non-profit association or its managers and your entity, the circumstance should be indicated to the Compliance Contact Person so that the risk can be addressed.

PROHIBITED PRACTICE

Contributions with political aims are not permitted. Any funding intended for a political party, a political association or one of its members or candidates must be rejected. This type of funding is always prohibited, regardless of its form.

6/

Managing conflicts of interest

A conflict of interest refers to any situation where the personal interest of an employee conflicts or could conflict with those of Tepsa, which may impact the objectivity of a professional decision. Conflicts of interest are not illegal as such. However, they can damage our reputation or even create an environment that encourages acts of corruption.



Find out

See the Understanding and Managing Conflicts of Interest fact sheet



You are not alone

If in doubt, discuss this with your manager, your entity's Compliance Contact Person or Tepsa's Compliance Contact Person.

Case Study

You work at the Sales Department at the headquarters of a Tepsa company and you get along very well with your superior. One of your friends asks you for a favor. His son, a business school student, is looking for a graduate internship in sales. Your friend does not know about your relationship with your supervisor. However, he asks if you could get his son an internship through your colleagues.

Is this possible?

IN PRACTICE

An applicant with links to an employee, customer or supplier should not be automatically rejected. However, the normal hiring process must be followed so that hiring is not likely to constitute a favor in exchange for an expected or desired advantage. This includes a prior interview, ensuring the prospective intern has the skills required for the task, a declaration to HR of the link between the intern and the employee, etc. Finally, if the applicant is hired, measures to mitigate the conflict of interest risk must be implemented as long as the risk exists.

How can an employee identify a potential conflict of interest?

- Identification: follow the internal procedures: an analysis grid is provided to help you assess the situation and discuss it with your manager.
- Handling: once the apparent or proven conflict of interest has been identified:
 - Inform your line manager and draft a conflict of interest declaration to keep a record of it;
 - Follow the prescribed measures.

Remember

It is always preferable to prevent a conflict of interest situation.

The mere appearance of a conflict of interest may be interpreted as an actual conflict of interest and may unnecessarily jeopardize a decision.

A conflict of interest declaration will never be penalized if it is communicated on time.

If in doubt, or if you think that a conflict of interest situation will occur; discuss it as soon as possible with your manager or your Compliance Contact Person!

WATCH POINTS

One of your relatives works for a Tepsa customer, supplier or competitor. This is of course not prohibited in itself, but you are asked to keep an especially close eye on things.

7 /

Summary table

Remember

That regulated practices are only possible subject to compliance with the detailed conditions and must not under any circumstance be used for corruption purposes.

Bribes It is prohibited to receive or give a bribe to an individual to obtain any advantage in an unjustified way. Generally speaking, any illegal payment, regardless of its form and amount, is prohibited. [Find out more](#)

Influence Peddling This is a form of indirect corruption and hence prohibited. [Find out more](#)

Facilitation Payments By way of exception, this type of payment may be accepted if there is a risk of personal harm, such as physical or psychological threats against you or one of your relatives (for example threat with a weapon, an unplanned request for vaccination under hazardous hygiene conditions upon entering a region). In this case, you must inform your line manager or Compliance Contact Person as soon as possible. [Find out more](#)

Gifts and Invitations to Public Officials By way of exception, the offer or acceptance of symbolic gifts or professional invitations (for example working lunch, professional event, inauguration or site visit) may be authorized in strict compliance with the cumulative conditions set out in the Gifts & Invitations: Do the Right thing! Fact sheet. [Find out more](#)

Gifts and Invitations to Private Individuals Tolerated, subject to strict compliance with cumulative conditions set out in the Gifts & Invitations: Do the Right Thing! Fact sheets. [Find out more](#)

Contributions with Political Aims The funding of political parties and political associations is prohibited. This prohibition applies to any direct or indirect contribution, in any form whatsoever, to any party, movement, committee, political or trade union organization, their representatives and any candidates. [Find out more](#)

Donations, Patronage, Sponsorship Authorized, subject to compliance with the Donations Procedure. [Find out more](#)

Conflicts of Interest To prevent any apparent or proven conflict of interest, be transparent and follow the reporting procedures in place. Refer to the Understanding and Managing Conflicts of Interest fact sheet. [Find out more](#)

05

Implementing Our system

The effectiveness of our corruption prevention rules is based on a comprehensive system: organization, training, monitoring and reporting tools as well as sanctions in the event of non-compliance.

- 1/ Players
- 2/ Tools
- 3/ Sanctions
- 4/ Resources



Players

Policy Management

Tepsa Management is responsible for the anti-corruption policy.

Management has set up a Compliance Team, within the Legal Department, which is tasked with the design and rollout of the program.

Your Contacts

- Tepsa's Compliance Team: compliance@tepsa.com
- Your local Compliance Contact Person

The role of the entities

The effective implementation of the anti-corruption compliance program requires the active support of the Directors of subsidiaries and establishments. They are responsible for ensuring that the rules set out in this guide are properly applied to their operations. Each entity must also assess the corruption risks it faces depending on the country in which it operates, its actives and its business partners.

This assessment is carried out in accordance with the methodology set out by the Tepsa Compliance Team, and is regularly updated to adapt the prevention system. Implementing the anti-corruption compliance program in the entities relies in particular on accounting processes and controls that guarantee the compliance of the accounts and ensure that they are not used to hide inappropriate payments.

Compliance

Tepsa's Compliance Team is responsible for designing the anti-corruption compliance program and managing its rollout across all Tepsa entities. It is supported by the Compliance Contact Persons of the subsidiaries and joint ventures, appointed by their respective General Management. Their task is to ensure the proper understanding and application of Tepsa's anti-corruption policy in all entities within their scope, working alongside the General Management of each subsidiary or establishment. These are your main contacts for all compliance issues.

Tepsa's Compliance Team ensures the effective application of the anti-corruption compliance program, in particular through performance indicator feedback. It ensures that the program is regularly updated in line with regulatory or contextual changes, the results of the risk mapping, and any incidents detected. Subsidiaries are regularly audited, with the support of the departments concerned, to ensure the proper implementation of the corruption prevention program.

2 / Tools

Training and Communication

Regular training is organized in various formats to enable you to understand the principles of Tepsa's Code of Ethics, anti-corruption policies and compliance program. It also helps you to acquire and master the necessary instincts to correctly assess corruption risks in the performance of your job in order to spot inappropriate behavior.

Administrative and accounting traceability

Administrative and accounting traceability in the way that various acts and payments are recorded must be accurate and sufficiently detailed to avoid being perceived as concealing inappropriate facts.

Remember the following are strictly prohibited:

- The false, misleading or incomplete recording of transactions involving assets;
- Undisclosed or unregistered funds or accounts;
- Agreeing to any request to create false documents for any reason.

It is vital that the documentation shows the appropriateness of the services in question and the fact that the corresponding payments are justified.

It is vital that corresponding documentation is stored on a long-term basis so that it can be presented at any time.

Alert system

Tepsa's Integrity Line

If you are faced with a breach of compliance rules, it is important to report it. This allows us to take the necessary measures. To do this, speak first to your line manager, your Compliance Contact Person or employee representative where appropriate. If escalation is the preferred option, the Tepsa's Integrity Line alert system offers users enhanced protection in the event of a report being issued. Its use remains optional.

In practice, you can submit your report by logging into the secure internet platform. The rules relating to the operation of the whistle blowing system and the guarantees offered in connection with its use are set out in a specific document, the "Tepsa Professional Alert Procedure", which can be accessed anonymously on the platform's home page.

Each employee has a role to play in implementing the anti-corruption program. Protecting our integrity and reputation is essential and contributes to our economic growth.

Find out

Go to the Secure Platform

3 / Sanctions

Disciplinary regime & sanctions

Failure to comply with applicable laws and Tepsa's corruption prevention system may result in disciplinary action, up to and including dismissal. It may also lead to legal proceedings against Tepsa, its managers and employees. Tepsa strives to protect the personal data to which it has access, in particular that of its employees and stakeholders. Implementing the anti-corruption compliance program entails data processing. As for the other processing implemented within Tepsa, this complies with the applicable confidentiality and data protection rules, and in particular the General Data Protection Regulation (GDPR).

The rules of this guide are mandatory

Under no circumstances may the belief that you are acting in Tepsa's interest justify breaking them.

Examples of legal sanctions



FRANCE

Individuals:

10 years' imprisonment and a fine of up to €1 million (or up to twice the amount of the proceeds of the offense)

Legal entities:

Up to five times the amount of the fine for individuals. With additional penalties



NETHERLANDS

Individuals:

6 years' imprisonment and/or a fine of up to 90 000 euros

Legal entities:

Fine of up to 900 000 euros or up to 10% of the entity's revenue



SPAIN

Individuals:

6 years' imprisonment or a fine of a daily rate ranging from 2 to 400 euros imposed for up to 24 months

Legal entities:

Up to five times the amount of the proceeds of the offense



USA

Individuals:

5 years' imprisonment and/or a fine of up to \$100,000 (or up to twice the amount of the proceeds of the offense)

Legal entities:

Fine of up to \$2 million or up to twice the amount of the proceeds of the offense

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Resources

Internal Resources

- Tepsa's Code of Ethics
- Third-Party Assessment Procedures
- Donations Procedure
- Fact sheets:
 - Gifts & invitations: Do the Right Thing!
 - Interacting with Public Officials
 - Understanding and Managing Conflicts of Interest
- Professional Alert Procedure
- Compliance clauses governance instruction

External Resources

- Principles of the United Nations Global Compact



- OECD Guidelines for Multinational Enterprise



- Global Compact France RESIST tool



- Corruption Perceptions Index (Transparency International)



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