



Code of conduct





CEO's message



Alejandro Forbes
CEO of Groupe CAT

Over the next few years, CAT aims to become the undisputed leader in its industry. To achieve this, our group has built its development around 6 essential values, each driven by principles of action and behaviour implemented by its directors and employees.

These values are the foundation of the mutual trust that must exist between the company, its clients, its suppliers and its shareholders as well as between its members of staff. Amongst these values, ethics plays a prominent role.

Ethics must shape our work and our reputation. Our numbers are continuously growing and we are present in an ever increasing number of countries, it is thus essential that this value we share be formalised in a document to assert our responsibilities.

This document must guide our actions, inspire our choices and make our values an integral part of our daily actions. We must act in accordance with the code of conduct, which is a guarantee of our integrity.

I am counting on each of you to respect and convey this code. It is with strong values and ethics that we will be an exemplary company, a group that inspires confidence and respect.

SHARING OUR COMPANY CULTURE



VISION

Become the undisputed leader of our industry

MISSION

Building sustainable and healthy growth for everyone

VALUES



RESULT & PROFIT ORIENTED

Think added-value and results to secure the company's development and longevity



CUSTOMER SATISFACTION

Respect our quality / service commitments in order to develop long-lasting relationships with all of our customers



COMMITMENT

Commit daily in a determined, enthusiastic way, to successfully perform our tasks and meet the company's objectives



ETHICS

Be honest, truthful, respectful, and team-oriented



INNOVATION

Anticipate tomorrow's challenges using our creativity and proactiveness, in order to always be one step ahead in our line of business



EVOLUTION

Be engaged in our own professional development to reach a place where we blossom and reach our full potential



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A socially responsible group



A socially responsible group

RESPECT FOR THE LAW

Groupe CAT complies with all applicable legal rules in the countries in which it is based, as well as in the countries in which it operates.

It counts on the responsibility of its employees, who must know or if not find out about and abide by the laws, regulations and obligations linked to their tasks and activities within the framework of their professional missions.

It works to obtain all the local and international certifications (ISO, AEO...) which reflect the quality of its commitment.

Groupe CAT prohibits the use of child labour and forced labour.

If in doubt, the employee must talk to their superior.

RESPECT FOR THE ENVIRONMENT

Groupe CAT undertakes to continuously improve the management of its environmental impacts. It makes every effort to implement natural resources management, reduce greenhouse gas emissions and limit its ecological footprint.

It takes into consideration and respects cultural and community diversities. It participates in local economic development.

ADHERENCE TO THE UNITED NATIONS GLOBAL COMPACT

In developing its corporate social responsibility policy, Groupe CAT decided to adopt the initiatives of the United Nations Global Compact.

The mission of the United Nations Global Compact is to mobilise a worldwide movement of businesses and long-term stakeholders to create a sustainable and ethic world through adherence to 10 principles on human rights, international labour standards, environment, and anti-corruption:

HUMAN RIGHTS

Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights.

Principle 2: Businesses should make sure that they are not complicit in human rights abuses.

LABOUR

Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining.

Principle 4: Businesses should uphold the elimination of all forms of forced and compulsory labour.

Principle 5: Businesses should uphold the effective abolition of child labour.

Principle 6: Businesses should uphold the elimination of discrimination in respect of employment and occupation.

ENVIRONMENT

Principle 7: Businesses should support an open minded approach to environmental challenges.

Principle 8: Businesses should undertake initiatives to promote greater environmental responsibility.

Principle 9: Businesses should encourage the development and diffusion of environmentally friendly technologies.

ANTI-CORRUPTION

Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

A group open to its partners



A group open to its partners

CUSTOMERS

Groupe CAT supplies its clients with quality, innovative products and services looking to provide the best performance in every situation. Its service offering is built around the needs and problems of its customers. It treats its customers honestly and fairly, in total transparency and in compliance with the effective contractual terms.

SUPPLIERS AND SUB-CONTRACTORS

Groupe CAT ensures that the interests of each are taken into consideration and that balanced economic relations are founded in total transparency and in compliance with the contractual terms established whatever the resources of the suppliers and sub-contractors.

It expects its suppliers and sub-contractors to observe ethical principles equivalent to its own.

CORRUPTION AND INFLUENCE TRAFFICKING

Groupe CAT does not allow any corruption or influence trafficking in any form whatsoever, in particular bribes or any other illegal payment, to civil servants, members of government or any other public agent, including any public or private entity of any kind. By agent and/or intermediary is meant any third party it may call on to negotiate a partnership, a public contract, or any other business relationship.

Corruption

Définition : Corruption means any attempt to offer, grant, receive or solicit, directly or indirectly, any asset or benefit for the purpose of unduly influencing the actions of a third party (natural person or legal entity).

EXAMPLES OF FORMS OF CORRUPTION

«under the table», bribe, kickback, illicit payment:

Sum of money or gift offered or received clandestinely, to or from a person in order to obtain any benefit illegally or illicitly.

fraud (falsification of data, of invoices):

means any action or omission, including any false statement that intentionally or unintentionally misleads or attempts to mislead a third party (natural person or legal entity) in order to obtain an undue benefit, financial or othe-

wise, or to avoid an obligation.

Extortion (obtaining money by coercion or force):

means inflicting damage or harm, or threatening to do so, directly or indirectly, on a third party (natural person or legal entity) or the their property for the purpose of unduly influencing their actions.

Favouritism (or nepotism, ie., favouring family or relatives):

means a person in authority (elected official, senior civil servant, notable, business executive, etc.) distributing honours, benefits or jobs to members of his family, friends or relatives, rather than to the persons entitled to them or to individuals who are more competent (promotion, hiring). Favouritism is therefore an abuse of influence and authority which creates injustice by discarding «non-family members». It is similar to cronyism, or even Mafia practices.

embezzlement or misappropriation (theft of public resources by civil servants):

Offence committed by a representative of the public authority or by a person tasked with a public service mission who, knowingly, receives, requires or orders to be received monies they are not entitled to.

Collusion :

means any arrangement between two or more parties to achieve a dishonest purpose, including to unduly influence the actions of a third party.

Influence trafficking:

Définition : Influence trafficking means accepting offers or promises or receiving gifts in order to, in return, obtain or attempt to obtain a favour or benefit of any kind from the public authority: an honour, contract, job, favourable arbitration, confidential information, etc.

The notion of influence trafficking is close to that of corruption. The difference lies in the fact that influence trafficking requires the presence of an intermediary between the potential beneficiary and the public authority, who will use their influence to obtain the desired decision. Influence can be exerted in various ways.

- networking,
- political position, cronyism,
- family links,
- financial power, subordinate relationships, etc.

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WHISTLEBLOWING

An internal whistleblowing mechanism has been put in place in the form of a procedure designed to permit the gathering of reports from employees or external individuals who have a connection with Groupe CAT, relating to the existence of behaviours or situations contrary to the code of conduct. This mechanism is described in the whistleblowing procedure which is available on the Groupe CAT website. The whistleblower:

- must be an individual, not a legal entity/corporation
- must act in a disinterested manner
- must act in good faith
- must have personal knowledge of the information
- must not reveal information covered by business secrecy, medical confidentiality, or attorney-client privilege principles

The use of the internal whistleblowing mechanism is optional. An employee who refrains from using the whistleblowing mechanism would not suffer any adverse consequences. Although whistleblowers have to identify themselves, their identity is treated with the utmost confidentiality.

The data and information are sent by the whistleblower to the person designated by Groupe CAT. Any person tasked with gathering and/or handling a whistleblower's disclosure promises to adhere to a more stringent duty of confidentiality and not use the data and information for wrong or unethical purposes.

After reviewing the whistleblower's disclosure, and appropriate investigations, the designated person informs the senior management concerned who decide what follow-up steps to take for any confirmed failings or shortcomings disclosed, such as imposing disciplinary measures or reporting them to the administrative or judicial authorities.

Misuse of the mechanism by a whistleblower can expose them to disciplinary sanctions and/or legal action.

BEHAVIOURS TO ADOPT:

- Refuse to accept or grant bribes or personal benefits.
- Resist all forms of pressure and speak to your line manager about it.

- Warn your line manager of any attempted corruption, request for illicit payment, or other form of corruption.
- Use the whistleblowing mechanism to report any act of corruption.
- Verify the nature and integrity of any third party with whom Groupe CAT works (notably via the due diligence questionnaires before being sent to the business partners).

Example 1

Q : When on a business trip, a local police officer requests your documents to check your identity and your visa. On the pretext that there is a document or stamp missing, he will not allow you through unless you pay a small cash sum. What should you do?

A : You checked that all your papers were in order for your journey before leaving. If this sum does not correspond to a legitimate tax, you must refuse to pay.

Example 2

Q : A consultant, to whom you have entrusted the mission of opening a branch for a company of Groupe CAT, requests the payment of a sum in order to speed up the process. What should you do?

A : You must ask the consultant the precise purpose of this sum which must correspond to a service. Additionally you must demand a proper invoice. If this request is illicit, you must refuse.

CONFLICT OF INTEREST

Any employee may be confronted with situations in which their personal interest (or those of the members of their family) may conflict with the interests of Groupe CAT.

By conflict of interest we mean notably holding any financial or any other interest in the organisation of a competitor, client or supplier or the fact that relatives work for this type of organisation. Once an employee exercises functions within Groupe CAT that enable them to have an influence on the relationship with this organisation, the golden rule is to inform their superior of any potential conflict of interest.

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Example 1

Q : My job is to select a supplier for the Company. One of the companies considered is owned by my brother- in-law. Do I need to take any precautions?

A : In this situation, the fact that the business, possible future supplier of the Company, is owned by your brother- in-law creates a potential conflict - with your responsibility of selecting the best supplier for CAT. You must consult your manager who will give you instructions on all the precautions you need to take. Where possible, the best solution is not to take part in the selection process.

Example 2

Q : My partner works for a company which is one of our clients but does not deal with CAT. I work in sales and have had no contact with this client up until now. I have just been asked to manage this company's account. What should I do?

A : Talk to your manager about your partner's job because in your new function you will have a power of decision regarding this client. If your manager still wishes to entrust you with this client's account, ask for written confirmation.

GIFTS AND INVITATIONS

Groupe CAT aims to ensure that any business decisions are only made on the basis of proper business criteria (competitiveness, performance and quality of services and products) and not on the basis of any hidden advantages.

It is recognised that in numerous business cultures, quality business relations can lead to the exchange of symbolic gifts. Invitations and gifts offered or received must remain within acceptable limits and cannot be exchanged if the real intention is to influence a business decision. In no circumstances can a sum of money be accepted or offered in any form whatsoever, including gift vouchers. If in doubt, the employee should speak to their line manager.

Such invitations or gifts may be tolerated to the extent that they are:

- Reasonable and in good faith.
- Directly connected with the promotion of the company's products or services or contracts.

In all cases, make sure that they cannot be considered gifts made for the purpose of inappropriately influencing a decision.

In no circumstances can a sum of money be accepted or offered in any form whatsoever, including gift vouchers. If in doubt, the employee should speak to their line manager.

Example 1

Q: Can I offer a client of CAT tickets to a sports event which I cannot attend?

A: Someone from CAT must be present and in a position to exercise their professional activity during this event. The same rule applies when you are invited by a supplier. You can only accept an invitation if it is reasonable and habitual considering your professional activity and that the supplier is also present.

Example 2

Q: Within the framework of my professional activities I organise numerous trips and meetings. The management of the hotel where I often book rooms for CAT employees offered me an all expenses paid weekend for my parents' wedding anniversary. It is very kind of them. Can I accept?

A: No. Even if you are not personally going to benefit from the gift, accepting the offer makes it difficult to remain impartial when you make future bookings on behalf of CAT. The mere appearance of a conflict of interests is unacceptable; you must politely decline the offer and clearly state the reasons.

Example 3

Q: A supplier has just personally offered me an exceptional discount of 15% on its products. Can I accept?

A: You can only accept if the same discount is granted for all CAT employees.

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MEDIA RELATIONS

Groupe CAT ensures the accurateness of its information, its advertisements and its public declarations. They are all subject to internal authorisation and validation before they may be circulated. Any external communication related to Groupe CAT is issued by the group communications department only.

A committed group and employees



A committed group and employees

GOVERNANCE

Groupe CAT exercises its activities in compliance with mutual principles and rules of good governance. It communicates reliable, validated and transparent financial information.

THE GROUP AND ITS EMPLOYEES

Groupe CAT undertakes to protect the health and physical integrity of its staff, ensure motivating working conditions and guarantees the safety of the facilities and goods by controlling its logistics chain. The integration of risks linked to health and safety is achieved in collaboration with the competent bodies and committees.

It strives to set up human resources policies which promote the development of skills and qualifications.

It refuses any form of discrimination or harassment of its employees.

It respects the rights of its employees to form or join a union or workers' organisation of their choice and to take part in group negotiations in the frame of effective regulations. It respects the role and the responsibilities of the social partners and undertakes to communicate and negotiate with them in accordance with the law.

EMPLOYEE RELATIONS

Each employee must be loyal to Groupe CAT and their colleagues. They ensure the quality of their relations with their colleagues and refrain from any discrimination. They must show respect, politeness and team spirit, with all the entities of Groupe CAT.

ROLE OF THE MANAGERS

The managers should be a prime example of how to behave. They ensure that everyone under their authority is aware of the code of conduct and apply it in the same way as all of Groupe CAT's policies.

They must take the time to talk about this code and reinforce the importance of ethics with employees through their attitude and their acts. They must never encourage or order results to be obtained at the expense of ethical conduct.

If an employee is unsure what to do in a specific situation, it is essential for the manager to remain open and attentive. If the manager cannot provide an answer with certainty, they must refer the question to a superior before giving the appropriate answer. If an employee raises a problem which may need looking into in more detail by virtue of the code of conduct, the manager must contact their superior.

CONFIDENTIALITY OF INFORMATION / INTELLECTUAL PROPERTY

Groupe CAT undertakes to protect all the personal information of its employees and observe the constraints dictated by the different bodies according to the country. Only employees whose function explicitly involves the processing of such information have access.

Each employee must preserve the confidentiality of the professional information to which they have access due to their activity with which they have been entrusted, and must refrain from looking for information to which they do not have official access.

Indeed, each employee must ensure the protection of confidential, sensitive or private information regarding or belonging to each entity of the Group, its clients and suppliers. It must not be disclosed, by any means, except if required by the public authorities (in which case the employee must talk to their superior) or it must be authorised within the context of a project or contract.

Each employee must also respect the intellectual and industrial property rights and in general the company's business secrets (patents, products, studies, technical and strategic projects, industrial data, business and financial plan, confidential documents...) which they know about and the confidentiality of projects in which they are involved and during which they will have access to this protected information. If in doubt, the employee must talk to their superior.

A committed group and employees

Example 1

Q: The other day, I accompanied a potential supplier to a meeting. I asked him to wait for the meeting room to be opened and whilst he was waiting he had access to documents from a competitor which were lying on the communal printer in the corridor.

A: We must all take the necessary measures to protect the confidentiality of information, even at work, for example by recovering our documents from the communal photocopier, tidying our desk in the evening before leaving, locking up our documents, regularly changing our password and being careful when we use cordless phones. You never know in advance who may be in the vicinity.

Example 2

Q: I have just received by accident an email with a document showing the salaries of several other employees. Can I communicate it to my colleagues?

A: No. You and your colleagues have no reason, within the context of your work, to have this information. You must delete this email and inform the sender of the error. Divulging this information to other employees is a serious violation of the Code.

USE OF COMMUNICATION RESOURCES

The means of communication supplied by Groupe CAT (telephone, voice mail, email, internet...) are the property of Groupe CAT and must be used for professional purposes.

It is strictly forbidden to use them for reprehensible purposes.

RESPECT FOR THE COMPANY'S ASSETS

The goods and supplies made available by Groupe CAT are the property of Groupe CAT and must be used with care and according to the code of proper use:

- Protect and correctly maintain the Personal Protective Equipment (PPE).

- Avoid the deterioration of the facilities (warehouses, parks, furniture, computer or office equipment...)
- Comply with the rules of expenditure. Employee expenses must be drawn up in compliance with the accounting rules and for professional purposes only.

If in doubt, the employee must talk to their superior.

Example 1

Q: I need to repaint my garden railings and cut the hedges, can I use the work clothes supplied by my employer to protect me?

A: Your PPE is strictly for professional use only; you must not use them for any domestic work.

Example 2

Q: I would like to discuss a question with a colleague in a friendlier atmosphere than the office. Can I invite them to lunch and have my expenses reimbursed?

A: It is not authorised to invite colleagues to lunch paid for by the company.

Example 3

Q: I need tools to maintain my own car. Can I borrow the company's tools?

A: No, they are the company's property and the material cannot leave the premises for personal use.

Building sustainable and healthy growth
for everyone

