

ANTI-CORRUPTION CODE OF CONDUCT



ANTI-CORRUPTION CODE



INTEGRITY OF BUSINESS RELATIONSHIPS

“ We require our suppliers to act with integrity and loyalty, and to respect our ethical commitments. We conduct regular audits in this regard ”

We want our partnerships to be legal, ethical, and mutually beneficial. We expect our partners to be as committed to human rights as we are and to respect the principles of the Universal Declaration of Human Rights, the fundamental Conventions of the International Labour Organization (ILO) and, insofar as these texts are applicable to them in the fight against corruption, the OECD Convention and the Sapin 2 Law.

- We are particularly vigilant on the prohibition of child labor and forced labor as well as compliance with local regulations on remuneration, working hours, safety and environmental compliance, the fight against corruption, influence peddling and other forms of breaches of probity.
- We have set up a specific anti-corruption procedure relating to the validation of our suppliers' productions (Appendix 1). It supervises the interactions of our field teams with the Group's suppliers of finished products and raw materials.
- It is the responsibility of each employee of the Group to select his or her partners on an objective basis, without favoritism or discrimination, by applying a rigorous selection process. No person shall seek, accept, offer or grant personal benefits for the purpose of benefiting from a privilege or granting a privilege in the negotiation, granting or performance of a contract.

“ We pursue sincere and long-lasting relationships with our customers: ethical business practices are the foundation of this ”



We believe that loyalty, **mutual respect and integrity between partners**, customers, suppliers, and other stakeholders are the foundation of long-term, quality and mutually beneficial relationships, and we are committed to delivering on our commitments and promises. We respect the intellectual property and confidential information of our customer-distributors. We refuse to use any unethical method to obtain this type of information.

- Specifically, we do not form a cartel with our competitors, we prohibit any practice of price fixing, market sharing or bid rigging. Similarly, we are careful not to exchange sensitive business data with competitors.

“ We make accounting records in accordance with accounting standards recognized and validated by independent auditors and pay all taxes, duties and charges due in the countries where we operate. ”

- We ensure that the accounting and tax declarations we submit to the authorities are exhaustive and reflect the reality of each subsidiary. Our internal control system ensures the quality and reliability of the information communicated.
- Our external auditors certify the Group's financial statements every year.



ANTI-CORRUPTION RULES

“ We strongly prohibit all forms of corruption when dealings with our business and institutional partners and with the administration. No financial or in-kind gratuity may be given for the purpose of obtaining an advantage or may be received for the benefit of any business or person. ”

Corruption

Bribery is conduct when a person (public official or private person) offers, requests or accepts, directly or through an intermediary, a gift, an offer or a promise of any kind, gifts or advantages whatsoever with a view to performing, delaying or omitting to perform an act that is directly or indirectly within the scope of his or her duties in order to obtain or retain a commercial or financial advantage, or influencing a decision.

There are two types of corruption:

- Active Bribery is when the person who corrupts is initiating the bribery.**
- Passive Bribery is when the act of bribery is initiated by the person who is corrupted, i.e. when the corrupted person asks for a bribe in exchange of performing or not performing an act.**

Influence peddling

Influence peddling refers to the fact that a person monetizes his or her quality or influence, real or supposed, to influence a decision that will be made by a third party. It involves three actors: the beneficiary (the one who provides benefits or donations), the intermediary (the one who uses the credit he or she has by virtue of his or her position) and the target person who holds the decision-making power (public authority or administration, magistrate, expert, etc.).

For the purposes of the Code, the term "corruption" refers to corruption in all its forms as well as influence peddling.



Gifts & Invitations



Employees should be attentive to gifts and hospitality, which, if they contribute to establishing cordial business relations, can be seen as a means of influencing a decision. They can thus be perceived as a passive (received) or an active (offered) act of corruption. **Thus, gifts or invitations with a value other than symbolic are prohibited.** If there is any doubt about the value or appropriateness of a gift, we must refer to our line manager or to the Group Management.

Exemple :

1/ During a trip to Asia, a major supplier offers to invite the buyer in charge of the negotiation to dinner at the end of the day of visit and discussion. Should he accept?

➤ Yes, if the invitation includes all members of the MMG delegation. Refusing this hospitality could be interpreted as an affront by the supplier.

2/ A client offers a salesperson the opportunity to enjoy an all-expenses-paid weekend with his/her spouse in a 5* resort hotel on the sidelines of an event for his/her own teams. Can he/she accept?

➤ No, the invitation seems excessive and includes a family member who has no connection to the activity.

We do not give any gifts **other than those of a token value to our clients and do not give or offer any gratuities for the purpose of obtaining or keeping a deal.** Gifts and hospitality given or received must meet certain conditions:

- Comply with applicable law and regulations
- Not entail any obligation, consideration or undue advantage,
- not create a conflict of interest,
- Be reasonable, limited in amount
- Remain Casual
- Be done in full transparency



Facilitation payments and relation to political parties



We formally prohibit facilitation payments that could be requested by public officials, especially abroad (e.g. Customs)

In general, we prohibit the granting of any **direct or indirect gratuity** to an official of the administration, a public person or a private intermediary with the aim of obtaining a favorable intervention.

The financing of political activities or parties by the company is strictly prohibited.

Example: An application for a visa/validation with the administration of a foreign country has been in process for more than 2 months. The payment of \$200 to an official of this administration would speed up the procedure by moving the application "to the top of the pile" and obtaining the visa/validation within 8 days.

- Such a facilitation payment is strictly prohibited within the Group.

Donations, charities, patronage, sponsorship

The Group's social commitment is in line with its values and its donations or partnerships follow the Group's policies in this field.



- Through patronage or sponsorship, particularly of athletes, the Millet Mountain Group wishes to provide financial or material support to committed people/associations who share the group's values and thus contribute to the influence of its brands in their field of expression. Sponsorship initiatives are submitted to official partnerships and contracts subjected to validation by the Group's Management. As are donations.



Conflicts of interest



Conflicts of interest arise from any situation in which the personal or family interests of an employee would be in conflict with the interests of the Group. If such circumstances arise, all employees concerned must inform their manager and HR representative.

Example : As part of a service provider selection process, the manager in charge of selecting and signing the service contract calls on a service provider who is a member of his family or whose management member is one of his close relatives. The manager is therefore in a conflict of interest and must inform his line manager. The latter will decide on the preventive measures to be put in place, such as organizing a collegial governance of the contract or removing the manager from the key phases of selection and/or commercial negotiation.

Whistleblowing platform

We provide our employees and stakeholders with a reporting system via the email address **ethics@milletmountaingroup.com**. The Group is committed to protecting whistleblowers as well as any person who issues a report in good faith and disinterestedly (e.g. crime, misdemeanour, corruption offence, harassment, etc.). No sanction can be taken against the whistleblower as a result of his or her reporting.

An error made in good faith will not result in any disciplinary action, however, intentionally abusive denunciations or denunciations marked by an intention to harm will be subject to sanctions or legal remedies if necessary.

Penalties for violations of this Code

Failure to comply with these rules engages the sole responsibility of the employee who violates them and exposes him/her to disciplinary sanctions, provided for in the applicable legal texts (Labor Code, internal work regulations, etc.), without prejudice to the civil and/or criminal and/or administrative actions that the company intends to take.

