



CODE OF CONDUCT IN RELATIONS WITH SUPPLIERS

To meet the profound changes taking place in the energy landscape, the ENGIE Group has reaffirmed its ambition: to be the world leader in the transition to Zero Carbon for its customers, local authorities and companies.

On the basis of this commitment, our Group will make every effort to comply with the rules and principles of action outlined in its ethics, compliance and data privacy policies and guidelines, particularly in the Code of Ethics and Surveillance Plan. All those acting on behalf of the Group must be fully aware of these requirements and must undertake to apply these business practices in their professional activities and to respect them.

The Group's Procurement Policy describes ENGIE's requirements and commitments in the context of its relations with suppliers, with the aim of offering competitive and sustainable solutions and providing a safe working environment, while respecting the Group's principles of ethical conduct.

To support the implementation of our ethical standards, we are pleased to present this Supplier Relations Code of Conduct. This code details the 7 principles we follow in our relationship with suppliers and how the ethics procedure should be applied in practice. Suppliers are also called upon to comply with these principles throughout their value chain and to guarantee their compliance with their own suppliers. This Supplier Relations Code of Conduct is intended for all Group employees who work directly and indirectly with suppliers, including requisitioners, buyers, purchasing partners, users, managers and project leaders.

We must all ensure that our suppliers are aware of and comply with the Code of Ethics and Monitoring Plan. Their conduct must be consistent and aligned with the ENGIE Group's commitments. Ethics is fully incorporated into the Group's vision, strategy and management, so it must be present in the business practices carried out daily by each and every one of us.

We trust in your commitment and exemplary behaviour.

Original copy signed by Xavier Hubert, Group Ethics,
Compliance & Privacy Officer

and Aurélia Tremblaye, Group Corporate Procurement
Manager

Table of contents

PRINCIPLE 1: Comply with the laws, regulations, external standards, internal procedures and Group's commitments	3
PRINCIPLE 2: Treat suppliers fairly, transparently and impartially	3
PRINCIPLE 3: Ensure that mutual commitments are respected.....	4
PRINCIPLE 4: Protect personal data and the confidentiality of all information exchanged.....	4
PRINCIPLE 5: Promote awareness and fulfil the Group's commitments to standards ethical and privacy , sustainable development and social responsibility	5
PRINCIPLE 6: Avoid any conflict of interest that could jeopardise decision-making objective and independent	6
PRINCIPLE 7: Report any situation that does not comply with these rules	7

PRINCIPLE 1: Comply with the Group's laws, regulations, external standards, internal procedures and commitments

- Anyone able to influence the purchasing process (requisitioners, buyers, purchasing partners, users, managers, project leaders, etc.) must act in accordance with the relevant rules, regulations and standards governing their professional activities.
- All parties involved must comply with national and international regulations relating to human rights, fair competition, data protection, combating corruption and fraud, environmental protection, international sanctions and export control/dual-use issues.
- ILO (International Labour Organisation) Conventions relating to fundamental workers' rights (prohibition of child and forced labour, non-discrimination and freedom of association), workers' safety and well-being, fair working conditions (pay and working hours) must be observed. Suppliers must treat their employees with fairness and dignity. If the law and regulations do not specify a minimum wage, suppliers must endeavour to pay fair wages that meet or exceed the value of basic living needs.

The [Code of Ethics and the Monitoring Plan](#) define the general rules and principles and are applicable throughout the Group.

PRINCIPLE 2: Treat suppliers fairly, transparently and impartially

- Our suppliers must be selected according to an ethical, transparent, open, fair and complete process. The Group ensures that offers are competitive, for sustainable and innovative solutions, and that relationships are based on mutual trust, requiring suppliers to respect ENGIE's social and environmental commitments.
- The criteria governing the selection of suppliers and the award of contracts must be objective (in technical, qualitative, contractual, ethical, data privacy, compliance commitments, cost and corporate social responsibility aspects).
- All parties involved must be informed about how the selection process will be conducted, as well as the details of the contract to be awarded (commitments, products, planning and responsibilities).

September 2021

- The objectives of all relevant parties must be clear, shared and comply with applicable principles and relevant legislation.
- Information regarding a selection process must be communicated in the same way and within the same timeframe to all participating suppliers.
- Commitments should only be made on the basis of verified and reliable information.
- The negotiation of purchasing conditions with a supplier must remain free, objective, neutral and totally dissociated from sales activities, when that supplier is also a customer (no reciprocal commitments).

PRINCIPLE 3: Ensure that mutual commitments are respected

- Any contract entered into must cover all the responsibilities and mutual commitments assumed by the parties.
- All parties involved must fulfil their obligations in good faith and in a constructive spirit, taking due account of the expectations of their partners.
- Requisitioners, buyers, procurement managers, finance staff and accountants must ensure that payment conditions are met and that fair competition is guaranteed.
- In the event of a dispute, amicable solutions should be sought to resolve the matter quickly and objectively and, failing that, the case should be submitted to the Group's mediator.

PRINCIPLE 4: Protect personal data and the confidentiality of all information exchanged

- Relationships with our suppliers often include access to trade secrets, knowledge of suppliers and personal data. In this regard, employees must exercise the utmost care and ensure compliance with the relevant internal rules.
- Suppliers' confidential information and the information exchanged during the request for proposal phase (RFP and RFI) is their property and must be handled in accordance with this.
- Personal data collected by suppliers and ENGIE to obtain contract performance must be processed in compliance with all data protection laws, including the GDPR (General Data Protection Regulation), where applicable.

September 2021

- The monitoring information obtained by our teams is the property of ENGIE and must be treated with the required level of confidentiality. Employees must follow the Group's rules for managing confidential data.
- Such information constitutes intellectual capital belonging to both suppliers and ENGIE. Any party with access to this information must ensure that it is kept confidential.
- Any failure to fulfil this obligation could jeopardise the interests of an individual supplier or the Group as a whole and could result in a loss of competitive advantage.

PRINCÍPIO 5: Promote awareness and fulfil the Group's commitments regarding ethical and privacy standards, sustainable development and social responsibility

- Relationships with suppliers must not give rise to situations that could jeopardise the Group's commitments.
- All buyers must ensure that any potential supplier is informed and familiarised with the principles of ethics, compliance and data privacy, especially ENGIE's Code of Ethics and Compliance Plan, which can be consulted on the Group's website (www.engie.com) and the requirements they entail.
- When selecting suppliers, buyers assess or include in their overall assessment all elements relating to respect for ethics, compliance, human rights, sustainable development, personal data protection and corporate social responsibility, as well as the impact of their activities on the climate.
- Buyers must only contract suppliers with sufficient guarantees to process personal data, implementing appropriate technical and organisational measures (high security standards, staff awareness and training, and data governance).
- Buyers must ask selected suppliers to accept ENGIE's ethics, environmental and social responsibility clause.
- No form of corruption, child labour, illegal or forced labour will be tolerated by ENGIE in activities carried out for it or on its behalf. ENGIE will not tolerate any behaviour that could discriminate against, intimidate, harass, disturb or interfere with anyone working for or on behalf of it. All parties have a role to play in ensuring that any workplace (office, construction site, among others) is free of harassment and discrimination. Suppliers must ensure that their subcontractors, employees and collaborators comply with this policy.

- In the event of a personal data breach, ENGIE expects all necessary collaboration from suppliers to mitigate the possible adverse effects of the incident and restore the integrity and security of personal data.
- Any supplier who fails to respect these principles and regulations will be excluded from commercial dealings with ENGIE.

PRINCIPLE 6: Avoid any conflict of interest that could jeopardise objective and independent decision-making

- All parties involved in the procurement process are particularly exposed to pressures and requests.
- All employees who have a degree of influence over purchasing decisions must always guarantee their impartiality.
- Employees must remove themselves from any situation in which a secondary interest other than that stipulated by the Group could influence their professional conduct.
- Employees must prohibit all forms of corruption and fraud.
- Gifts that are in keeping with the customary courtesy of each country, as well as invitations from suppliers to collective events of a professional nature, are possible provided that they strictly respect the conditions for awarding or granting defined by the Group's "Gifts and Hospitality" Policy and respect the value determined by local limits.
- Such gifts and invitations must be declared in the "Gifts and Hospitality" tool and be subject, where applicable, to prior authorisation, as defined by the Group's "Gifts and Hospitality" Policy.
- Finally, no employee should accept or solicit gifts, favours or invitations for themselves or anyone else, from people or organisations with which they have a direct or indirect business relationship.

PRINCIPLE 7: Report any situation that does not comply with these rules

- The procurement process requires great rigour to protect the Group and its reputation.
- The pursuit of financial results can never justify a deviation in behaviour.
- Any individual seeking an opinion, advice or wishing to report a problem can contact their line manager or the Ethics and Compliance Officer at their organisation.
- When there is any doubt as to the course of action to be taken, or when the behaviour shown or the means used appear to be in breach of the principles and procedures set out in this code of conduct, employees are encouraged to alert the company via their manager or Ethics & Compliance staff, or by sending an email to: ethics@engie.com . Suppliers are also invited to report any ethical incidents involving ENGIE using the same e-mail address: ethics@engie.com

For more information on ENGIE's ethics documents and processes, go to:

<https://www.engie.com/en/group/ethics-and-compliance> (Group)

The 7 principles in supplier relations

1 - Comply with the laws, regulations, external procedures and commitments of the Group

2 - Treat suppliers fairly, transparently and impartially

3 - Ensure that the commitments are respected

4 - Protect personal data and the confidentiality of all information exchanged

5 - Promote awareness and fulfil the Group's commitments regarding ethical and privacy standards, sustainable development and social responsibility

6 - Avoid any conflict of interest that could jeopardise objective and independent decision-making and prohibit any act of corruption

7 - Report any situation that is not in line with these rules