



# CODE OF ETHICS

October 2014



# AN ESSENTIAL OBLIGATION...

In its 2014-2016 strategy, the Apave Group set out its ambitions for its various activities. In particular, it wants to strengthen the reputation it has established since its foundation nearly 150 years ago, through its national and international contracts, with public and private sector players, local authorities, industry and services, by continuing to offer a range of services recognised for their professionalism, quality and ethical standards.

Wherever it works, Apave's aim is to give impeccable service in terms of manpower, methods and resources, backed up by a full and effective Quality System. And, on top of this, through a set of binding rules applicable across the whole Group, applying to all its employees, contracts, suppliers and subcontractors, to offer all its partners the most comprehensive assurance possible regarding the integrity, independence and impartiality with which Apave undertakes all of its business activities.

That is the purpose of this Code of Ethics. Things which appeared natural and obvious before the Group was structured, due to our size and markets, could be threatened by our expansion, both in terms of quality and quantity, and therefore require us now to formalise a number of practices so that those things can be built into our daily practices.

A Group Ethics Manager, supported by a network of Ethics Managers, has been appointed to ensure the code of ethics is circulated and properly enforced.

This Code must be brought to the attention of all our employees, by means of initial and regular information sessions, delivered under the auspices of the Group General Management and the managers of all the Group's subsidiaries. It must be applied everywhere and in all situations, and its implementation shall be the subject of regular evaluation. Any incident in its enforcement shall be subject to analysis and appropriate - particularly preventive - action. It will be subject to revision whenever necessary, and its effectiveness will be assessed regularly in the light of results seen.

This is an essential obligation for our future.

Rémi Sohier  
**Managing Director, Apave Group**

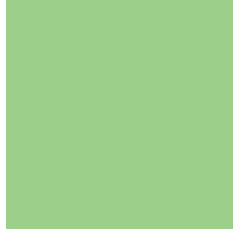




## APAVE COMMITS TO THE VALUES IT HAS ALWAYS UPHELD.

Apave intends to maintain and promote a number of fundamental principles it has held since its foundation across all structures within the Group :

- **Integrity and independence** : in our behaviour and actions we are honest and fair, as much towards all our customers and partners as towards all our employees, whoever they are and whatever their background or nationality.
- **Respect for the law and the individual** : we comply with all laws and regulations in force wherever we work, and we do so according to a general and absolute principle of respect for others, transparency, tolerance, readiness to listen, and respect for our commitments.
- **Competence and responsibility** : the services we offer are perfectly suited to the contracts agreed with our customers, based on our staff's tried and tested know-how, and respect for confidentiality. At stake is our reputation and the trust placed in us, both essential assets, particularly in our work as a third party.
- **Social and environmental responsibility** : we are committed, in all our activities, to showing respect for human dignity, social conventions and the environment.



## ETHICAL AND OPERATIONAL RULES

In all our work, whatever kind it may be, whether commercial, technical, administrative, etc. We have to uphold the criteria of independence, impartiality, integrity and confidentiality, which lie at the very heart of the relationship of trust which exists between us and our customers, suppliers and partners. That obligation applies to everyone, and particularly to the various line managers, who must incorporate those various criteria into their daily management practices.

**Observing these rules must therefore help to :**

- Prevent corruption.
- Control the risks associated with conflicts of interest.
- Establish favourable conditions for fair competition, in respect of both our suppliers and our customers.
- Prevent the results, reports etc. established during our assignments from being subject to commercial, financial or other pressures, or influenced by external persons or organisations.
- Maintain a rigorous independence in respect of designers, suppliers, installers, users, etc.
- Guarantee the confidentiality of the information to which we have access and, in particular, to respect ownership rights.
- Encourage a spirit of teamwork and dialogue, essential to the smooth running of the business, particularly in the interests of our customers and partners.

- Ensure this Code of Ethics is respected: each of us is able to report any lapse of which they are aware, within an appropriate time-frame for effective action to be taken, and to encourage the use of that information.

## **All Group personnel, whoever they are, and whatever the circumstances, have a duty to:**

### **Prevent corruption**

- Maintain impeccable behaviour and conduct in all circumstances in terms of rejecting all forms of corruption, whether instigated with the aim of securing undue contracts or advantages for the company or for themselves, or obtaining personal advantage (such as bribes).
- Not to sign any document, nor to commit themselves by any means, whether in writing, orally or in any other way, even indirectly, regarding activities which may be perceived as active or passive corruption.
- Not to offer any reward, gift, invitation, travel etc. in such a way as to obtain an undue advantage for themselves or the company, such as a contract or qualification, for example.
- To refuse any reward, gift, invitation or travel for themselves or for a close relative, on the part of a customer, a supplier or third party which could be liable to influence our purchasing behaviour, integrity and/or findings and reports.
- Corporate gifts in particular, whether given or received, must not exceed a

reasonable value. Should that value be exceeded, the recipient is to inform the relevant Ethics Manager (see below), and the case may be dealt with as appropriate.

- Refrain from seeking the services of a supplier or subcontractor in which they themselves or a close relative holds a stake or significant interest, without the express permission of the Managing Director of the Group structure concerned, who shall in turn inform the appropriate Ethics Manager (see below).

### **Encourage fair competition**

- Not to enter into any quid pro quo relationship with our competitors in terms of special offers, prices, sharing of markets, business sectors or territory etc., except in cases where such a practice is legal.
- Not to seek to obtain by illegal or unfair means any information about our competitors, nor to circulate dishonest information about them with the aim of denigrating them.

### **Conduct our operations in an ethical and responsible manner.**

- Not to put any pressure on workers in such a way as to influence their integrity.
- Not to commit themselves personally, or Apave, to an activity which is incompatible with its independence of judgement and integrity.

- Not to carry out, in person, and when it is directly associated with the operation, as an associate or in return for payment, any work as designer, manufacturer, supplier, installer or user concerning the objects of the inspection.
- To refuse to offer any inspection service where there is incompatibility with their impartiality.
- To signal any conflict of interest arising from their personal relationships.
- To avoid any favouritism in respect of a particular manufacturer, supplier or service provider, particularly in the context of the services we deliver to our customers.
- To treat all customers without any discrimination, regardless of their organisation or the volume of their business with the Group.
- Not to bring any pressure to bear on another employee within the Group entrusted with delivering a service, in such a way as to affect their impartiality, particularly because of personal interests in the object of the service.
- To refrain from communicating findings, documents or information gleaned from customers to persons outside the company without the customers' formal agreement, except where required by a competent Authority or court procedure.
- Not to give interviews within the context of their professional activities, or offer opinions on questions put to them by media representatives, unless expressly authorised to do so by the General Management of the organisation to which they belong.
- Identify their contact person, particularly during contact on site or over the telephone, before communicating results or information which may be binding upon the Apave organisation to which they belong, and quickly to confirm in writing those points which could potentially render us legally accountable.
- In the case of a conflict situation, regardless of its nature, during operations on a customer's, prospect's or partner's site etc. (aggression, improper comments, commercial or physical threats etc.), to avoid making any statements which could aggravate or complicate the situation, remembering our objectives and reporting it as soon as possible to line management.
- Not to entrust or lend to third parties from outside the Group staff:
  - Their equipment, IT and documentary resources, except under the terms of a contractual agreement.
  - Their safety and personal protection equipment, except in cases of force majeure.



## Encouraging respectful working relationships among staff

- Do away with any kind of discrimination concerning gender, race or nationality, personal opinion, or union or extra-professional allegiances.
- Assess and deal with employees placed under their responsibility solely on the basis of their competence, behaviour and professional results.
- Refrain from any form of harassment or intimidation under all circumstances.
- Reject any kind of attack on human dignity, or slavery, forced labour,

human trafficking, and particularly child labour, etc. Whether as an individual or as part of any kind of organisation.





## ENFORCEMENT AND ALERTING ARRANGEMENTS

**A Group Ethics Officer is appointed by the Group Managing Director, and is directly answerable to him/her. Their general role is to ensure that this Code is properly implemented across the Group as a whole, by means of assessments and audits, calling on a network of ethics managers (see below) to support the work, and to intervene as many times as necessary in the case of breaches. The Managing Director is responsible for ensuring their work is carried out effectively, and regularly assesses the content and results.**

In addition, ethics managers, who make up a network coordinated by the Group Ethics Officer, are appointed within the Group. Their role is to pass on the work done by the Group Ethics Officer to the employees as a whole.

1. They are appointed by the Chairman of each of the first-line subsidiaries, in consultation with the Group Ethics Officer.
2. The Chairman of each of the first-line subsidiaries shall ensure, once that person is appointed, that each of the employees of that subsidiary, along with its dependent organisations (branches, sub-subsidiaries etc.) knows the name of the Ethics Manager responsible for their section, along with arrangements for contacting them confidentially.
3. The Group Managing Director shall do the same where the parent company is concerned.



## Direct access to Ethics Managers for all Group personnel

Generally speaking, any ethical failing, when identified in the following fields : finance, accounts, banking and action on corruption / anti-competitive practices / discrimination and harassment in the workplace / health and safety at work, environmental protection, wherever it may occur in the Group, shall be reported as soon as possible by the employee finding it to their Ethics Manager, in accordance with the instructions below and according to its seriousness.

They may also, when they deem it necessary, contact the Group Ethics Officer directly. To this end, an e-mail address will be set up, with confidential access by the Group Ethics Officer alone, and circulated among the Group's entire workforce.

When requested by the employee, the ethics manager shall ensure that the alert is processed anonymously and in confidence(1).

1. An alert raised by someone wishing to remain anonymous may be processed if the seriousness of the facts mentioned is established and the factual elements are sufficiently detailed. The processing of that alert must then proceed subject to specific precautions, such as a prior examination by its initial recipient of the appropriateness of circulating it through existing arrangements. Whatever the circumstances, non-disclosure of the identity of the person identified as raising the alert is guaranteed.

It is understood that such alerts shall be processed in accordance with the Single Authorisation for automated processing of personal data introduced with the CNIL's professional alert arrangements n° AU-004.

The use of a professional alert remains optional, and must be used solely for the fields mentioned above. Abuse of the procedure may render the originator liable to disciplinary measures and legal action. However, where it is used in good faith, even if the facts turn out to be inaccurate or do not lead to any further action, then the originator shall not be liable to any disciplinary measures.

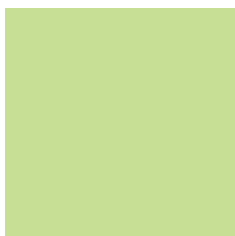
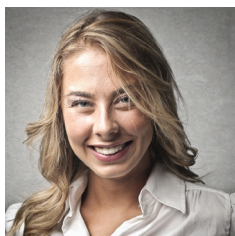
The Ethics Manager and Group Ethics Officer shall ensure that they only deal with and record objective information directly connected with and strictly necessary for verifying the alert. Data collected as part of the alert process shall be stored in accordance with applicable laws and regulations. The person who is the subject of the alert will be informed when the information about it is recorded, and informed of their option to object to its processing and, as for any person identified within the context of the alert, their right to access such information and correct or remove it when it is inaccurate, incomplete, ambiguous or out of date.

The Group Ethics Officer may contact any Group employee, at all levels of hierarchy, along with any customer, supplier or partner, on any issue connected with adherence to this Code of Ethics, without any need to justify their actions to anyone, nor even to provide information, except to the Group General Manager. The Group Ethics Officer shall take every step to ensure that the required level of confidentiality is maintained. They shall analyse the situation in relation to this Code of Ethics, and each time they consider it to be justified, they shall launch a suitable inquiry, or have such an inquiry launched, drawing on the network of Ethics Managers.

Depending on the circumstances, and on behalf of the Group General Manager, they shall inform that network directly, and, if appropriate, may contact any employee of

the structure(s) concerned to :

- Cause any ongoing violation to cease.
- Have any possible damages assessed.
- Suggest or request the planning of necessary actions, both corrective and preventive.
- Confirm their implementation, or have it confirmed by others.



**Your ethics manager**

Tel..... E-mail.....

**Group ethics Manager**

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