The Akiem group Ethics Charter

akiem
Rail beyond bounds

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Foreword

This Ethics Charter presents the values and ethical principles that are essential to the Akiem group. These values have allowed us to ensure our success since the creation of the group and to inspire trust. Going forward, let us behave as “One Together” and prepare to reach a new step in our development.

Integrity has been key to guarantee sustainable business over time. Success cannot be built up on the basis of corruption, fraud or non-compliance with laws and regulations.

By respecting people, the environment and equality, the Akiem group has always adhered to its strong business values and ethical principles.

Our values are:

1. Expertise and innovation
2. Commitment
3. Closeness to customers
4. Sustainable development

Our ethical principles are:

5. Respect
6. Integrity

The Ethics Charter applies to all of us, throughout all our group entities, wherever we work and whatever we do, whether we are a managing director or an operative, newly appointed or highly experienced.

The Ethics Charter is our reference document and is to be applied in our business relations with our customers and providers.

Read this Charter carefully. Pass it on. Respect it and make sure it is respected around you.

Fabien Rochefort
President of the group

AKIEM EXECUTIVE COMMITTEE MEMBERS

Fabien Rochefort
CEO

Renato De Lussu
Chief Financial Director

Jennifer Till
Human Resources Director

Simon-Pierre Trezeguet
Human Resources Director

Mathieu Brémont
Managing Director,
Passenger Trains Leasing

François De Larambergue
Managing Director,
Maintenance & Services

Sophie Rizzo-Mansuy
Chief of Staff

Nathalie André
IT Director

Maxandre Garzino-Fréchot
Purchasing Director

Clémence Dubois
Chief Legal Officer &
Corporate Secretary

Respecting people, society and the environment

Values, behaviour and culture

- Conduct business with integrity. Integrity means being honest vis-à-vis ourselves and others; integrity also formally rejects any form of fraud, corruption, favouritism, or influence peddling.
- Respect our partners, promote dialogue with our providers and customers.
- Respect employees: strongly condemn all forms of discrimination or inequality.
- Underline our economic, social and environmental performance.
- Ability to build together.

Health, safety, security and dignity

- A key priority for all of us but also for any person on our premises is to take care of health, security and dignity.
- Our goal is to achieve "zero accidents" for both employees and operations.
- As an active contributor to the European railway industry, we promote "The European Railway Safety Culture Declaration" across our organisation. Safety culture refers to the interaction between the requirements of the Safety Management System, how people make sense of them, based on their attitudes, values and beliefs, and what they actually do, as seen in decisions and behaviours. A positive safety culture is characterised by a collective commitment by management and individuals to always act safely, in particular when confronted with competing goals.
- The group requires that all employees take the strictest account of and apply all procedures and instructions laid down in respect to health and safety.

Social and Environmental Responsibility

As a major player in its markets, the Akiem group is committed to conducting its business responsibly.

- Corporate social responsibility means the group's will grow its products and services by always defining policies that contribute to building sustainable relationships, taking into account the environment and promoting economic development and local employment.
- The group demonstrates social responsibility by promoting gender equality and diversity through various supportive actions, by promoting personal and professional development throughout a person's career, offering training, opportunities and advancement.
- Sustainable development means reducing our environmental footprint, ensuring compliance with environmental regulations, being fully transparent about our performance in this respect, promoting the circular economy, conserving biodiversity, reducing our greenhouse gas emissions and energy consumption, developing the use of renewable energies, and intending to contribute to the 21st century's energy transition.
- Taking care to ensure that employees have a good working environment and conditions that respect work-life balance.

Confidentiality, Information and communication systems

- Requirements of business confidentiality apply to all communication means, including informal talks, physical documents, event recordings and social media; company email accounts, mobile/smartphones and internet access are intended for professional use.
- Any communication deemed to have sexual, racist or xenophobic connotations, and, more generally, to be against the law, or to be vulgar, obscene or threatening, is prohibited and may lead to disciplinary measures, even dismissal. This includes, but is not restricted to, messages and jokes of a sexual nature, inappropriate proposals, and ethnic or racial slurs.
- Our market footprint and our technical expertise are part of our assets: security, confidentiality and integrity of all this information is to be preserved, whether it relates to products, services, data or technologies but also customers, employees, providers or suppliers, and business partners.

Compliance
to laws and regulations

The group carries out its activities with due regard for the applicable laws and regulations in force, in particular respect for human rights.

Extreme vigilance is required on:

Compliance with competition and anti-trust laws

Employees must:

- Allow free and undistorted competition to operate and support level playing fields.
- Never participate, directly or indirectly, in anti-competitive commercial practices.
- Never communicate with rivals with respect to a customer's call for tenders or rig the outcome of such a procedure.
- Should they be a witness of disloyal practice, they must promptly inform their management or the legal department of their entity.

Fighting corruption and fraud and finance-related crime

- Definition of corruption: an act of corruption is defined as any direct or indirect action, whether monetary or of a different nature, intended to influence in any way an individual or an organisation in the performance of his/her functions, be it in the public or the private sectors, with a view to obtaining undue advantage. Such undue advantage might be, for example, the taking of a favourable decision awarding an unjustified privilege but could also be non-application of an unfavourable decision, such as suspending a rightful administrative sanction. Giving any kind of advantage to a person who, under the same conditions as described above, requests it, is also deemed to be an act of corruption. Corruption is a criminal offense.
- Definition of fraud: deliberately misleading someone in order to obtain an illegitimate benefit or to elude a legal obligation. Fraudulent action therefore presumes intentional behaviour and a means of concealing the offense. In practice, fraud may be an act or an omission. Most commonly, it involves misappropriation of funds, theft of products or misuse of equipment, and may include falsification of documents. Fraud involving several persons is collusion.

Preventing conflicts of interest

- A conflict of interest starts when a personal interest opposes the interest that we are in charge of defending.
- In the company context, these are situations in which an employee has a personal or private interest – economic, financial, political, family, professional, religious, etc. – that could influence or could seem to influence his/her behaviour and decisions in the course of his/her duties.

  There are four main types of situation:
  - Conflict between mandates or roles
  - Family interests
  - Acting on his/her own behalf
  - Gifts and invitations.

Whatever the situation is, it is necessary to:

- Identify the positions or situations at risk
- Encourage people to self-declare their at-risk situations
- Manage conflicts of interest and stop them when not manageable.

Other risks to compliance are to be taken care of, in particular:

- Money laundering: this consists in concealing or converting money derived from illegal activities such as drug trafficking, terrorism, corruption or trade in any item that is prohibited by law and introducing that money into the legitimate channels of the economy. It is a criminal offense.
- Violation of international sanctions, blacklists and embargoes: applicable international law and regulations regarding the control of imports and exports must be complied with. Employees must ensure business is carried out in strict compliance with the regimes of economic and financial sanctions imposed either multilaterally by the United Nations or the European Union, or unilaterally by certain states (the US, for example, on the US dollar). Specific sanctions may also be imposed on certain countries (embargoes) or on certain specifically designated entities (sanctions on companies) or persons (individual sanctions). These sanctions may take different forms, such as restrictions or prohibitions concerning:
  - Import or export operations with the countries sanctioned
  - Investments in the countries sanctioned
  - Financial transactions and negotiations involving a country sanctioned
  - Travel to countries under sanctions.
- Business confidentiality: as a leader in its market, the Akiem group must comply with all domestic or regional business regulations; in particular disclosing non-public information on the Akiem group or its partners is prohibited as it may result in breaching confidentiality and business agreements.

Respecting our Ethics Charter

Our organisation for promoting compliance with our Ethics Charter[1]

- At least once a year, the group reports on its ethics framework and ensures the matter is on the agenda of the group Executive Management Committee, which then provides an account of its discussions to the Security, Audit and Compliance Committee (and to the Supervisory Committee if required).

Right to whistleblowing and whistleblower protection

- The Akiem group has set up a dedicated whistleblowing framework.
- Any employee of the Akiem group can report any act or fact that would violate the law or the the Akiem group Ethics Charter or is likely to negatively impact the group's business or reputation.
- On a non-exhaustive basis, whistleblowing could be related to failures of honesty (fraud, corruption, financial or accounting wrongdoing, theft, breach of confidence, etc.); damage to the environment, to people's safety or to human rights (dangerous situation, forced labour, harassment, discrimination, etc.); or abusive use or misuse of the wealth and communication means of the Akiem group.
- The whistleblower's identity is kept anonymous unless she/he formally agrees to waive the confidentiality of her/his identity for the purpose of the investigation.
- Whistleblowers acting in good faith are granted protection against retaliation. It is essential that whistleblowers act in a selfless manner and not as a means of being defamatory. On the other hand, alerts raised with malicious intent, notably to harm the reputation either of a physical person or a company, can lead to disciplinary sanctions and may involve the civil and criminal responsibility of the author.
- The Legal Department will take proceedings in cases where anonymous whistleblowing reveals cases of serious risk to the safety of customers, employees or equipment, or evidence is proven of serious acts of corruption, internal fraud, misuse of group assets, illegal use of interests, influence peddling, favouritism, etc.

1. The French version will be the reference for the French entities. The German version will be the reference for all German entities. The same principle of local language will apply equally to all significant group entities. For the other entities, the English version will be the reference.

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