

# **Code of conduct relating to the risks of corruption, influence peddling and collusion at crédit Mutuel Arkéa**

## **Definition and prohibited behaviours**

The Code of Conduct constitutes one of the 8 pillars of the anti-corruption plan enshrined in the so-called "Sapin 2" law. .

The use of corruption cannot constitute a current practice in the company's affairs, in its relations with its private or public partners, or in its relations with clients.

No employee may, in the performance of his duties, engage, at his own initiative or under the influence of a third party, in behaviours likely to be qualified:

- Active bribery, consisting in offering or granting any advantage whatsoever (commercial offer, promise, gifts...) to a person (direct beneficiary or not) so that he performs or refrains from performing an act in the course of his duties, or whose functions are likely to facilitate the accomplishment of it, or as a reward for the performance or non-performance of such an act;
- of passive bribery, consisting in performing or refraining from performing an act in exchange for a consideration;
- of influence peddling, consisting in monetizing one's status as an employee or the influence, real or supposed, that this confers on them, to influence a decision that will be taken by a third party;
- collusion, that is to say, an illicit agreement with one or more other persons for the purpose of harming a third party by defrauding its rights.

## **Illustration of behaviours to avoid**

May in particular constitute unlawful conduct involving corruption and/or trading in influence and/or collusion:

- The disclosure of confidential and privileged information (insider dealing, information sharing);
- Fraud, embezzlement (internal fraud or collusion, theft of securities, credit granted for personal purposes, etc.);
- Voluntary non-compliance with a delegation, limit or authorization (conflict of interest, abuse of authority);
- The lack of compliance with rules on the fight against money laundering and terrorist financing;
- Conflict of interest situations (recruitments, internships, partnerships...);
- The granting or receipt of undue advantages in connection with public or private clients or persons exercising a public/private function (commercial partnership, purchase conditional on a reciprocal contractual commitment by the supplier, cooperation agreements, acquisition...);
- Facilitation payments (small sums granted, directly or indirectly, to a public official for the diligent accomplishment of an administrative procedure or to streamline a bureaucratic process, for example by speeding up an authorization or decision, the principle of which is established);
- Gifts, invitations, donations, inappropriate funding to a third party, including political parties.

Such practices are inappropriate and therefore prohibited when they constitute an attempt to influence and/or occur, in particular:

- **in the context of a call for tenders or contractual negotiations with a partner, upcoming or ongoing;**
- **outside the usual business relationship.**



As examples, it is forbidden for an employee:

- to communicate technical information on a company project to a supplier or to renew a contract in return for an invitation to attend a sports event with the family, all expenses paid;
- to hire a relative of a business partner in order to secure contracts and ensure the maintenance of good business relations with them;
- to place disproportionate orders for supplies, without justified need, with a company run by a family member.

Employees may not accept gifts or invitations from third parties (clients, suppliers, intermediaries...), in the exercise of their duties, except in compliance with the framework defined by the company in terms of combating corruption and influence peddling.

Each employee must thus assess the reasonableness of any gift or invitation offered to him, taking into account in particular its value, its nature (illegal or likely to harm the image or reputation of the person receiving it or that of their employer, for example due to the place in which the event takes place) as well as the frequency with which a benefit is offered to them by the same person.

In case of doubt about the legitimacy or appropriateness of accepting a gift or an invitation, he must communicate with his line manager and/or with the compliance manager of his structure.

Each employee must systematically refuse:

- Gifts in cash in any form (cash, transfers, checks...);
- Gifts or invitations that are expensive and/or likely to influence and/or embarrass him in the context of the business relationship, for whatever reason;
- Gifts or invitations received during a call for tenders or contract renewal period.

Each employee must also:

- inform their direct line manager before accepting an invitation to a training or seminar
- declare to his direct hierarchical manager certain material gifts of a limited amount and systematically refuse gifts whose value exceeds the threshold set by internal procedures;
- seek the agreement of his/her direct line manager before accepting an invitation to a recreational event (for example: sporting or cultural event) or a mixed one (event combining, for example, training and a recreational or entertainment event).



These steps must be carried out by the employees using the dedicated forms made available to them and which are systematically sent in copy to the Compliance Officer.

All employees must apply the same discernment in issuing gifts and invitations to external partners (clients, suppliers, intermediaries...) as the one to whom they themselves are required as beneficiaries. (the gift must not be expensive, ostentatious, illegal, or likely to embarrass or influence...). He must also comply with the procedures in force within the company.

The employees must bring to the attention of the Compliance Officer, by means of the dedicated form made available to them, any proven or simply potential situation of conflict of interest, or that could be perceived as such, to which they would be likely to be exposed as part of their activity.

Conflict of interest means any professional situation in which an employee's discretion or decision-making power may be influenced or impaired, in its independence or integrity, by considerations of a personal nature or by the power of pressure emanating from a third party.

Conflict of interest may also be defined as a situation which arises when the independent, impartial and objective performance of an employee's duties is liable to be influenced by another public or private interest distinct from that which he must defend in his duties.

There is a conflict of interest when the interests of an employee come, are likely to come or seem to come into conflict in some way with the interests of the company, and/or its customers and/or partners.

For example, there may be conflicts of interest in the following (non-exhaustive) situations:

- When an employee participating in the selection process of third party partners (intermediary, supplier, service provider) to whom the company submits a call for tenders, has a relative who is employed by one of the bidding parties, or if this employee has a financial interest in said third party;
- When an employee regularly receives gifts from a third-party partner as part of the latter's commercial relationship with the company;
- When an employee engages in personal activities outside his/her professional environment that are likely to undermine his/her independence or allow the disclosure to third parties of privileged information to which he/she has access as part of his/her professional duties.

## **Penalties**

The violation of the detailed requirements above may result in the employee being subject to any disciplinary sanctions provided for by the Internal Regulations, the scale of which varies according to the seriousness of the behaviour considered as culpable.

The violation of these prescriptions can also lead to:

- a questioning of his civil liability;
- the payment of damages;
- criminal penalties.

## **Reporting**

### **Internal alert system**

Employees may report conduct or situations contrary to the regulations and/or this Code of Conduct, which they would find exist within the company, by means of the professional warning system made available to them.

In addition to the usual channels for reporting malfunctions (hierarchy, internal control, staff representative institutions), the professional alert system allows employees to contribute to the control of the risk of non-compliance and to fight against corruption within the company.

Employees are free to exercise or not their right of alert as part of their professional activity.

The right of alert may be exercised, in particular anonymously, within the framework of professional activity on facts about which the employees have had knowledge, directly or indirectly.

May be the subject of a report or disclosure, actions concerning a crime, an offence, a threat to or harm to the general interest, a violation or an attempt to conceal a violation of an international commitment or European Union law, of the law or the regulation.

Employees exercise this right without direct financial consideration and in good faith.

No employee may be sanctioned, dismissed or subject to a discriminatory measure, direct or indirect, for having made a report or disclosure in accordance with the above provisions.



Similarly, no employee can be penalized if they decide not to use their right of alert.

The professional alert can be brought to the attention of the Compliance Manager using the dedicated form made available to employees.

The confidentiality of information communicated in the context of an alert, in particular the identity of the author of the alert, any facilitators, natural or legal persons linked to the whistleblower and any person implicated, must be respected.

Any employee implicated in an alert is presumed innocent until the allegations against him are established.

## **Statement**

By declaration of December 9, 2021, the Chairman of the Board of Crédit Mutuel Arkéa, for the Board, and the Chief Executive Officer, for the Executive Committee, in line with the social responsibility issues of Crédit Mutuel Arkéa, reaffirmed their commitment to the fight against corruption and trading in influence and the principle of zero tolerance with regard to corruption.

Read the statement :

[https://www.cm-arkea.com/banque/assurance/credit/upload/docs/application/pdf/2021-12/declaration\\_anti-corruption.pdf](https://www.cm-arkea.com/banque/assurance/credit/upload/docs/application/pdf/2021-12/declaration_anti-corruption.pdf)

\*\*\*\*\*