

Anti-Corruption Code of Conduct

Preamble

LISI, because of the values it upholds, has always been committed to fighting all forms of corruption or influences peddling that are harmful to its business. Through the Loi Sapin 2, French legislation now formalizes this approach, which has already been undertaken by our Group. The following Code of Conduct results from this process.

Framework and fields of application

This Code applies to all LISI employees and/or subsidiaries in the course of their professional activities. It will, if necessary, be transcribed according to the applicable laws and regulations of the country where the Group subsidiary is located through a general Group policy.

LISI ensures that all third parties with whom it interacts are aware of anti-corruption rules. Control and evaluation procedures are designed to detect non-compliance with these rules.

This Code comes into effect immediately. A list of Frequently Asked Questions is appended to this Code of Conduct which illustrates situations that may be related to acts of corruption or influence peddling. They cannot be exhaustive: it is therefore incumbent on everyone to report any non-compliant situation that we may face. In case of doubt about the legality or the appropriateness of a situation, it is possible to turn to the contacts which are indicated in the paragraphs "Questions on How to behave" and "Whistleblowing System".

A - Principles

Definition of corruption

Corruption consists of soliciting or accepting, directly or indirectly, for oneself or for others, offers, promises, gifts, presents or any other benefits.

It also includes performing an act within the framework of one's function, mission or mandate or facilitating it through one's function, mission or mandate, in exchange or in consideration for some form of personal benefit or benefit for the company.



One's intention is key. But the mere fact of accepting solicitations or offers is also an act of corruption.

Influence peddling

Influence peddling consists of using one's capacity or influence, whether real or alleged, in exchange for money, other things of value or favors to influence a decision that will be made by a third party.

Bribery

A bribe is a form of corruption. It is often materialized by envelopes with cash or transfers to hidden accounts. It can also be in the form of a valuable object given as a present, such as a trip or other luxury item.

Gifts and entertainment

Gifts and entertainment used as a means of influencing a decision are considered acts of corruption.

If there are opportunities to make or receive gifts and/or entertainment, the following principles should be followed:

- there should be no consideration;
- there should be full transparency with regards to one's management;
- accept only promotional gifts of reasonable value;
- accept entertainment of reasonable value only for a clearly professional reason over a short period of time and for which accommodation and transport costs are covered by LISI;
- offer gifts and / or entertainment after the approval from the line managers, who will have checked the allocated budget beforehand, and after securing the necessary approvals from General Management.

If gifts, other than promotional ones of reasonable value, are offered and refusal can be perceived as an insult, then it is possible to accept them. In this case, they become the property of LISI and must be handed over to one's line management. Management will abide by the principle of sharing gifts received with all employees in an equitable manner.



In addition, if in accordance with national practices, presentations or ceremonies may be authorized as long as acceptance of these presents does not violate any legislation.

In case of doubt regarding the value or the desirability of a gift, one should refer the matter to one's management.

Donations

Gifts or donations are usually benefits for charitable, humanitarian or political purposes.

Donations can only be made if LISI receives nothing in consideration for them. Similarly, gifts and donations should not reward or be perceived as rewarding a consideration. Donations to political parties are prohibited.

Patronage and sponsoring

Patronage and sponsorship are carried out to promote the image of the company without direct consideration. They should not be used or perceived as being used to receive an undue benefit in consideration or to unduly influence public or private decisions that would benefit LISI.

Facilitation payments

Facilitation payments are payments meant to facilitate certain administrative procedures. This type of payment that grants consideration is strictly prohibited.

Conflicts of interest

A conflict of interest arises when one's personal interests are directly conflicted with the interests of LISI and/or its subsidiaries, and one is a decision-maker or has a direct influence on the decision of the management deed.

Business relations

Any commercial transaction generating payment against the delivery of a product or a service must be materialized by an invoice. No documents should be forged. No misleading or artificial data should be entered into LISI's accounting records. This Code of Conduct must be mentioned in the terms and conditions of sale or purchase included in any contract. Supplier charters and/or policies should also mention the existence of this Code of Conduct directly or indirectly through the description of the CSR policy adopted by LISI.

B- Implementation

Planned training

Different training modules, depending on the degree of risk exposure to corruption, will be organized for the employees concerned.

Questions on how to behave

The LISI Group asks each employee to act professionally in full transparency in his/her interest as well as that of the company. Any employee who is wondering what to do should refer the matter to his/her supervisor or the local Human Resources Manager. He/She can also inform them of his/her questions regarding the interpretation of this Code of Conduct.

Whistleblowing system:

A tool dedicated to reports of non-compliant practices is available on the LISI website under the Ethics theme.

Whistleblowing will be processed by the Compliance Committee. This system is the subject of a detailed procedure available on the LISI website. The procedures for collecting and processing reports are described there.

Protection against retaliation

Any employee who reports in good faith a potential breach of this Code is protected by law against all forms of retaliation.

Data Protection

According to the data protection regulations, any person identified as part of an alert procedure may exercise his/her right of access to his/her data. This person may request to modify or delete his/her personal data.

Penalties for breach of the Code of Conduct

The Loi Sapin 2 incriminates (active = the corrupter or passive = the corrupted) corruption:

- up to 5 years in prison and EUR 500,000 fine for the offending employee
- up to EUR 2.5 million fine for LISI if its liability is recognized.

Implementation: responsibility and supervision

This Code may be revised to take into account any necessary adjustments. Periodic audits may be conducted by management to verify compliance of LISI's and its subsidiaries' practices.

DOCUMENTS, ADDRESSES AND USEFUL LINKS:

- List "Frequently Asked Questions" illustrating situations that may be related to acts of corruption or influence peddling available on the LISI website appended to the Code of Conduct
- Whistleblowing can be entered on the LISI website under the Ethics theme
- LISI's policies are detailed in the internal control manual available on the intranet: IntraLink
- The Group Code of Conduct is available in printable version on the LISI website
- The whistleblowing system procedure is on the LISI website.