CODE OF ETHICS

Shaping a World of Trust

BUREAU VERITAS

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FOREWORDS

ALDO CARDOSO
Chairman of the Board

Bureau Veritas has a long history of delivering its services all around the world over the years and has developed a unique culture based on shared behaviors and practices. Since 1828, Bureau Veritas has grown as a truly global business built upon a solid and long-standing reputation, in terms of integrity and impartiality, which is probably its most important asset.

The Code of Ethics is the reference document to inspire Bureau Veritas choices and to guide day-to-day actions. Since its first issue it has been approved and is fully supported by Bureau Veritas Board of Directors.

DIDIER MICHAUD-DANIEL
Chief Executive Officer

Bureau Veritas is a "Business to Business to Society" service company, contributing to transforming the world we live in.

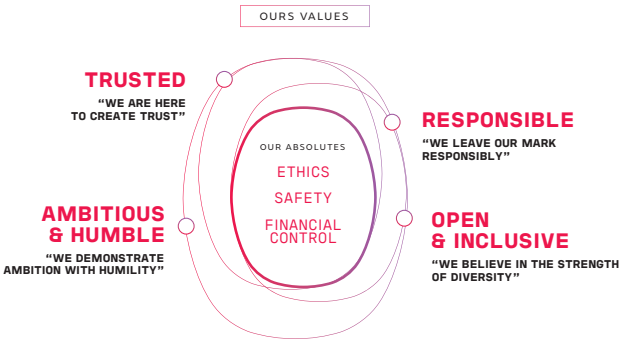
Since its foundation in 1828, the success of our Group has been based on a culture of integrity and ethics both within the organization and with third parties. Our clients place a high value on integrity, impartiality and independence, which are at the forefront of the daily concerns of all Bureau Veritas employees. Indeed, today, the reputation of the integrity of the services of Bureau Veritas has become one of its major selling points of which every Bureau Veritas employee should be proud.

The value that we provide to our clients is trust and the trust that we inspire in our clients and stakeholders is the key to our success as an organization and as individuals.

For this reason, since 2003 Bureau Veritas has chosen to adopt and implement a Code of Ethics that enshrines the integrity that our profession stands for. Since 2012, Ethics is one of the Group's three absolutes.

Our ethics' principles address technical and business professional conduct in relation to the following areas: Integrity, Conflict of interest, Confidentiality and Data protection, Anticorruption, Fair Business Conduct, Health and Safety and Fair Labour.

"Ethics is at the heart of Bureau Veritas"



The Code of Ethics aims to help to understand what is expected of each Bureau Veritas employee by setting out key principles and through practical day-to-day examples. It is a guide to the way we should think, behave and interact with people around the world every day.

It is vital that every Bureau Veritas employee acts in compliance with the Code of Ethics. We are all responsible for making compliance a vital part of our business process and future success, in order to preserve and enhance the reputation of Bureau Veritas as a socially responsible company.

I count on your support and involvement on this.

You should always remember that the ethical principles set out in this document are not optional: you must respect them, you set the example: Bureau Veritas reputation, the trust of all our stakeholders, depend on each of us.

You will be evaluated not only on what you do but also on how you do it!

BÉATRICE PLACE-FAGET
Group Compliance Officer

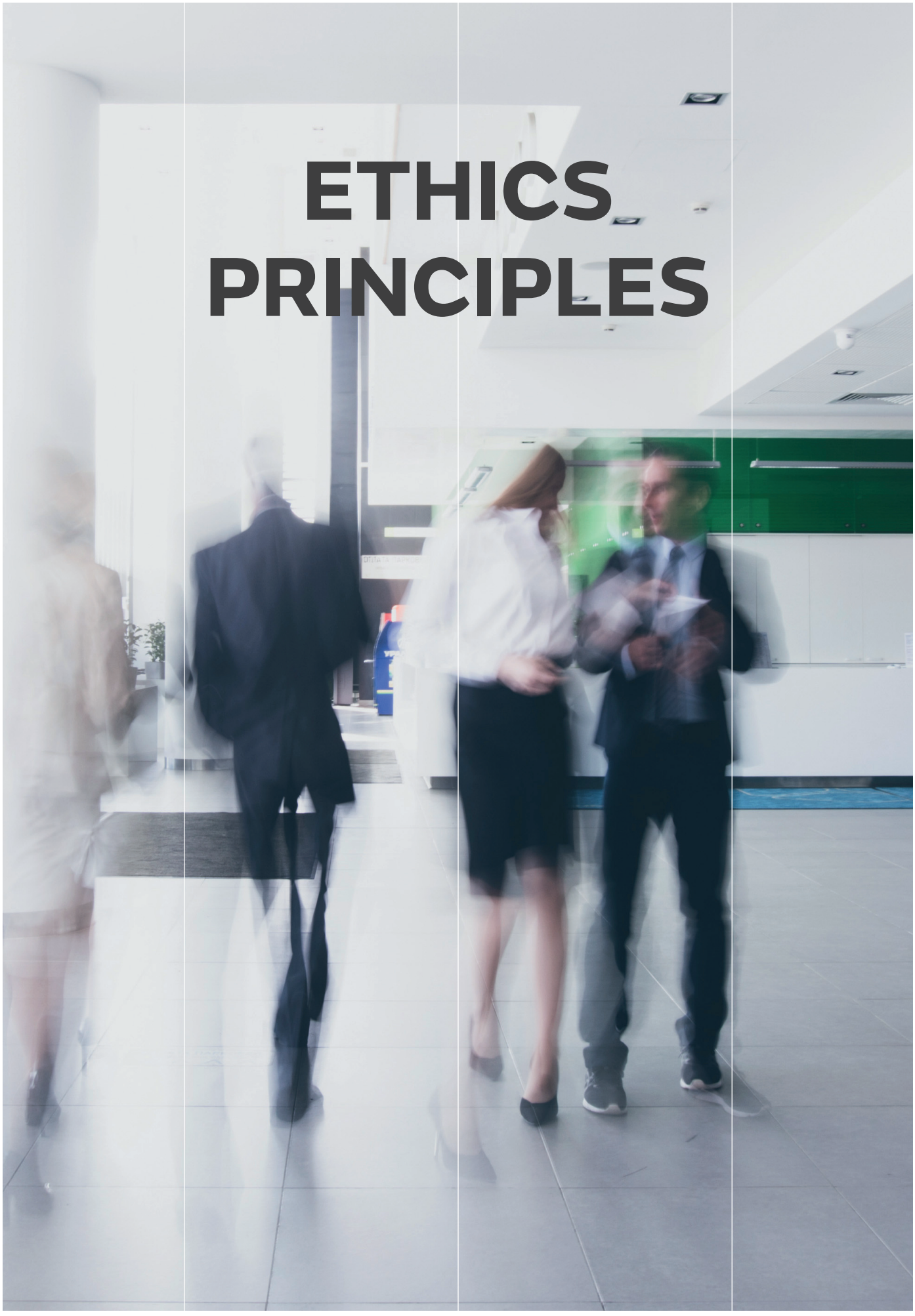
This 6th version of the Code of Ethics (hereinafter the "Code") has been published to keep the Code and its related internal policies and procedures current with best practices, lessons learned and applicable laws and regulations around the world as an international company. It incorporates the requirements of the Compliance legislation in the world including the French law on transparency, fighting corruption and modernizing economic life (known as Sapin II Law) and also the fourth edition of the IFIA/TIC Council Compliance Code.

The Code of Ethics, as part of the Compliance program, is a living and shared document that covers subjects that are essential to Bureau Veritas. The objectives of the Code are to remind and reinforce our common fundamental Ethics Principles (I) and to explain in a clear and practical way our Ethics Rules (II) by giving real life scenarios based upon the results of our corruption risk mapping and referring to the applicable Group internal policies and procedures to provide clear directions to employees in the areas of their daily business activities where questions could arise with respect to Group ethical standards.

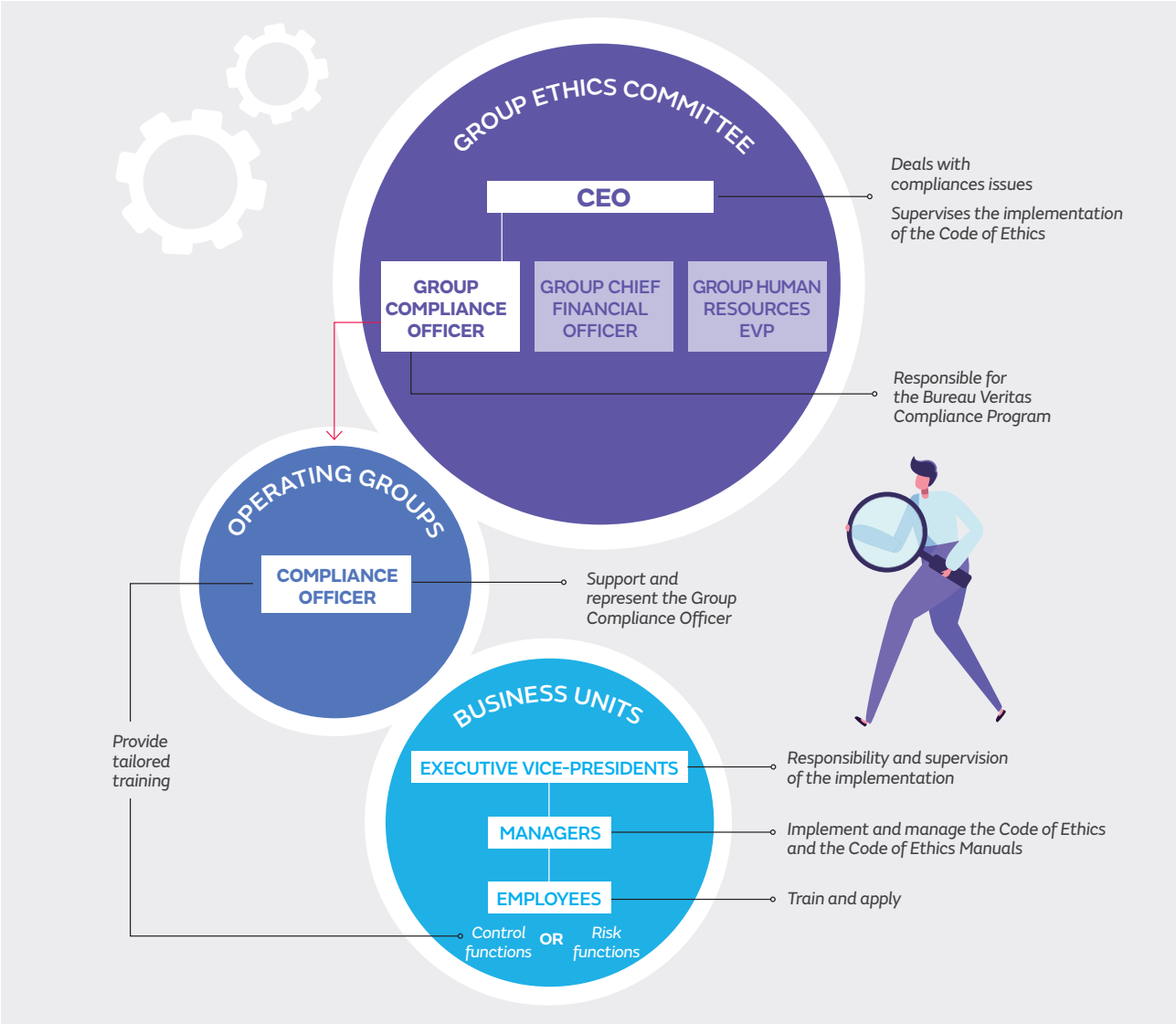
We should all keep in mind that any violation of the Code of Ethics principles or rules is a serious matter which could have damaging consequences (whether for individuals or for all of Bureau Veritas) and may also adversely affect the reputation of Bureau Veritas.

Take the time to read carefully, learn and implement the Code of Ethics in your day-to-day activities and seek immediate assistance from your direct line manager, your Compliance Officer or from the Group Compliance Officer when you have any concern or question about the application of the Code of Ethics.

ETHICS PRINCIPLES



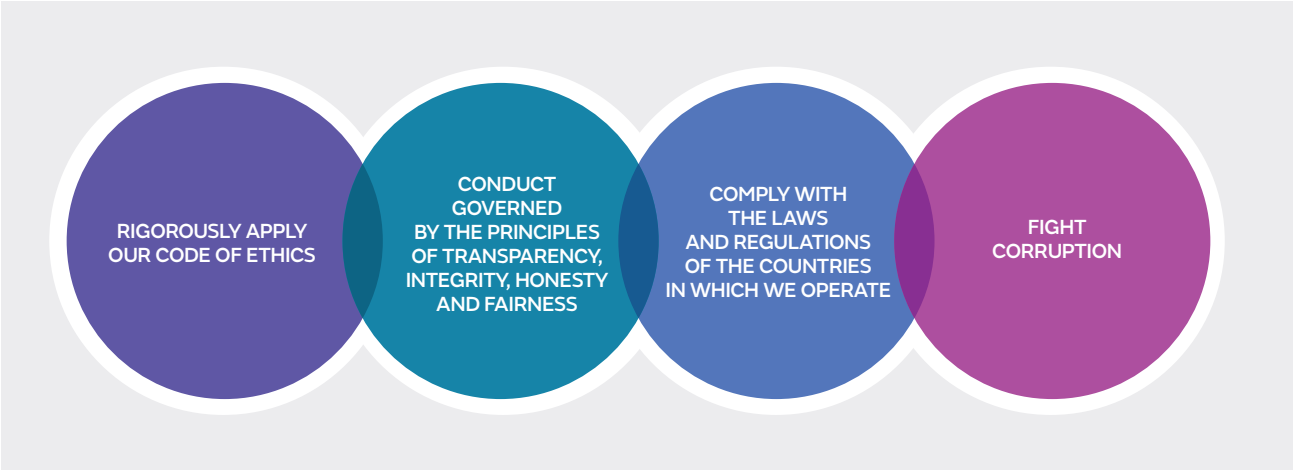
ETHICS GOVERNANCE AND ORGANIZATION



The **Bureau Veritas "Group Compliance Officer"**, appointed by the Chief Executive Officer, is responsible for Bureau Veritas' Compliance Program. He/she is a member of the **Group Ethics Committee**, which also includes the Chief Executive Officer, the Group Chief Financial Officer and the Group Human Resources EVP. The Group Ethics Committee deals with Compliance issues within Bureau Veritas and supervises the implementation of the Code of Ethics. The Group Compliance Officer also draws upon a **network of Compliance Officers,** who represent the Compliance function in Bureau Veritas' various Operating Groups. Each Business Unit manager is responsible for the implementation and management of the Code of Ethics and the Code of Ethics Manual (hereinafter "the Manual") in his/her area of responsibility under the supervision of his/her Executive Vice President.

To that end, each manager is responsible for ensuring that all employees are familiar with and apply the Code of Ethics and the Manual, notably by providing them with a copy of the Code of Ethics, by training them, by informing them of their duties resulting from the Code of Ethics and the Manual in simple, practical and concrete terms, and by ensuring that they understand that any violation of this Code of Ethics would constitute a serious violation of the employee's duties, subject to the disciplinary sanctions set forth in Bureau Veritas' applicable local staff policies and procedures. Additional tailored training is provided by the Compliance Officers to employees in high-risk functions and geographies and those in control functions.

ETHICS KEY PRINCIPLES



RIGOROUSLY APPLY OUR CODE OF ETHICS

Our development and our growth are also built on our core principles, which apply, without exception, to all Bureau Veritas directors, officers, employees and business partners (including our intermediaries, joint venture partners, sub-contractors, agents and suppliers). We also take steps to evaluate and mitigate potential compliance risks presented by our client relationships.

"We are all responsible for compliance."

The application of our Code of Ethics ensures our proper conduct in our day-to-day business. Each Bureau Veritas manager and employee must know and apply our Code of Ethics.

OUR CONDUCT MUST ALWAYS BE GOVERNED BY THE PRINCIPLES OF INTEGRITY, TRANSPARENCY, HONESTY AND FAIRNESS

"No business objective justifies a deviation from the rules."

Many activities are not the subject of laws, regulations or other mandatory requirements. In such cases, principles of integrity, transparency, honesty and fairness will conduct and influence our course of action, whenever laws or regulations do not clearly state what we should do. It is the responsibility of each Bureau Veritas employee to examine each situation against this standard.

No employee may act in a manner which infringes our principles or rules of our Code of Ethics, or which involves committing a violation of any applicable laws or regulations, on the grounds that it is in the interests of Bureau Veritas to do so.

No performance objectives should be imposed or accepted if they can be achieved only by compromising these laws or regulations.

WE ARE COMMITTED TO FULLY COMPLY WITH THE LAWS AND REGULATIONS OF THE COUNTRIES IN WHICH WE OPERATE

The reputation of Bureau Veritas for integrity is built on its respect for, and compliance with, those laws, regulations or similar mandatory requirements, that apply to the conduct of its business.

"Never act in a manner which may tarnish the reputation of Bureau Veritas, or which could involve Bureau Veritas in unlawful practices or raise doubts about its ethical integrity."

It is the personal responsibility of each Bureau Veritas employee to comply fully with the laws and regulations of the countries in which he/she performs a service.

Activities which could involve Bureau Veritas in unlawful practices are prohibited. Indeed, compliance with our Code of Ethics requires ethical principles that go beyond simply meeting the minimum requirements set by law or regulation. If you perceive a conflict between applicable laws or regulations and the Code of Ethics (or its principles and rules of application), you should immediately contact the Group Compliance Officer to obtain guidance on the appropriate course of action.

FIGHTING CORRUPTION

Bureau Veritas is fully committed to fighting all forms of corruption (including influence peddling) in every country in which it operates.

"Be committed to eradicate all forms of bribery and corruption."

In particular, all Directors, officers, and employees of Bureau Veritas are strictly prohibited from giving or accepting bribes, including by:

- Promising, offering or providing, whether directly or indirectly, anything of value to any person in order to induce the individual to misuse his/her position to provide a benefit for Bureau Veritas (for example, a contract award or favorable government decision), or as a reward for already having done so. A thing of value may include any monetary payment, gift, hospitality, donation, favor, service, or other benefit;
- Soliciting or accepting, whether directly or indirectly, in the course of our duties, anything of value provided by a person seeking to obtain an improper benefit or advantage (for example, a favorable test result in connection with a testing, inspection, or certification process, or a contract to provide goods or services to Bureau Veritas).

The promise, offer, solicitation, payment or acceptance of any bribe is a violation of Bureau Veritas policy, may be a criminal offence, and will lead to appropriate disciplinary action (including where appropriate a termination of employment).

We also prohibit influence peddling, a form of corruption that involves providing a benefit to a third party in exchange for exerting influence over a government official (regardless of whether the government official receives any benefit or is aware of the arrangement) to obtain an improper benefit, or as a reward for already having done so. All Bureau Veritas officers, Directors, employees, and business partners are prohibited from entering into arrangements that would violate this prohibition.

"We are all responsible for compliance."

IMPLEMENTATION OF THE CODE OF ETHICS

DOCUMENTATION

The following documentation shall apply to all Bureau Veritas employees, Directors and officers:

- This Code of Ethics, intended as a guide for making the right choice;
- All corresponding Bureau Veritas internal procedures contained in the Code of Ethics Manual (hereinafter the "Manual"), available on SharePoint, comprising the anti-corruption policies and procedures;
- Any other internal local or technical rules relating to ethics matters notably (i) health and safety, (ii) disciplinary sanctions or (iii) moral and sexual harassment.

The Code of Ethics is the heart of the Bureau Veritas Compliance Program:

SCOPE

The Code of Ethics applies without exception, to all Bureau Veritas employees, Directors, officers, and agents, everywhere in the world, at all levels of the organization. They must ensure that their day-to-day decisions are made in compliance with laws, with the requirements of the Code of Ethics and must also strictly apply and comply with the Code of Ethics Manual of Internal Policies and Procedures.

Our Business Partners (including intermediaries, joint venture partners, sub-contractors and suppliers) are also required to comply with our Code of Ethics, which we communicate to them through our Business Partner Code of Conduct. It is the responsibility of the Bureau Veritas employee principally responsible for each Business Partner relationship to ensure that the Business Partner is aware of the Business Partner Code of Conduct and expressly agrees to comply with it. We must also take steps to evaluate and mitigate potential compliance risks presented by our client relationships and in our Merger and Acquisitions process.

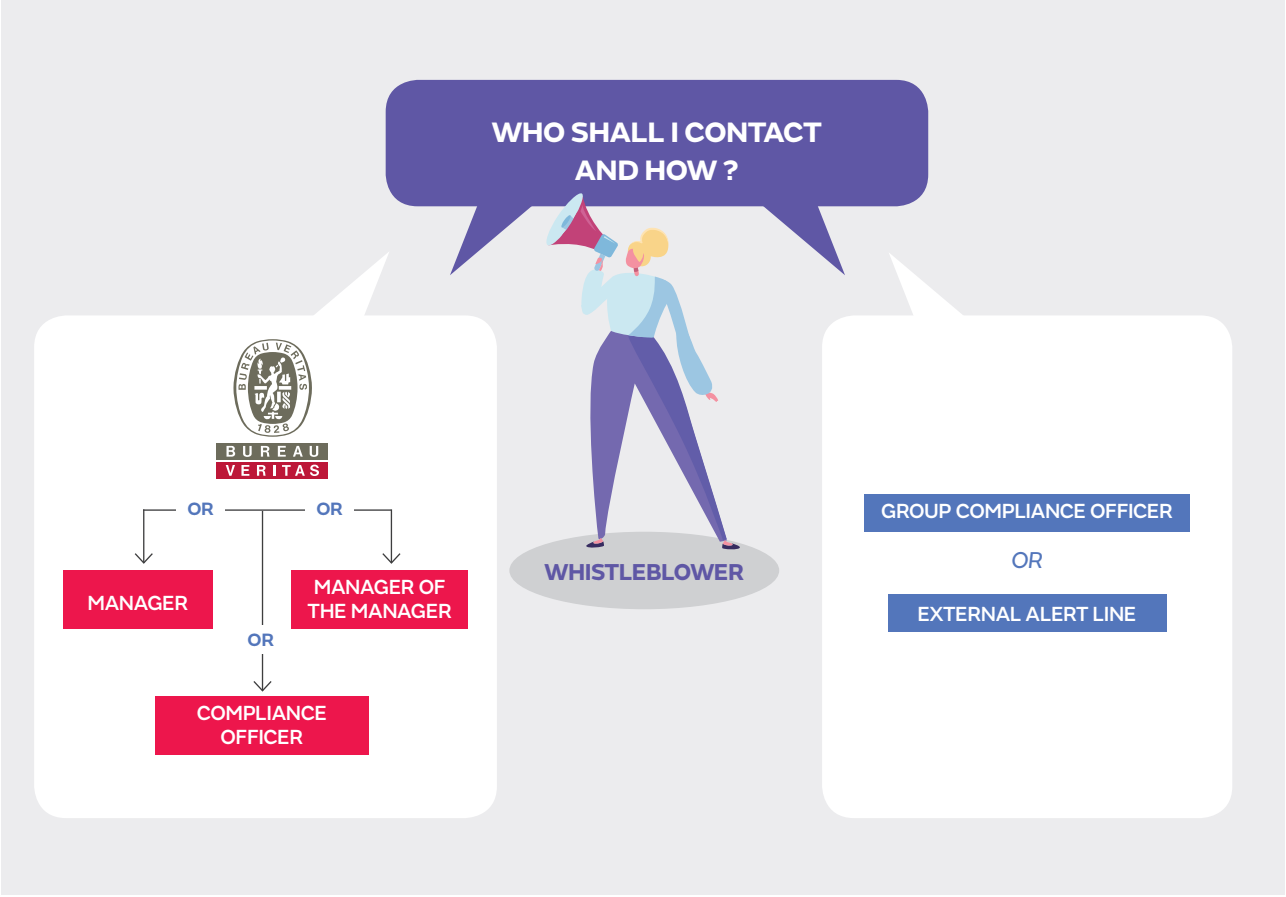
COMPLIANCE WITH THE CODE OF ETHICS

A personal declaration of compliance with the Code of Ethics is a component of "My Performance" process for Managers, in addition to the Annual Compliance Declaration process.

Any Bureau Veritas employee who fails to comply with the Code of Ethics shall be subject to disciplinary measures which may include the termination of his/her contract of employment. In all cases, the individual suspected of having committed a violation shall have the right to be heard and to defend himself or herself before a disciplinary measure is imposed.

For any questions or concerns regarding the implementation or interpretation of the Code of Ethics, any employee is free to contact the local person in charge of Compliance, the Group Compliance Officer, or to seek advice from his/her direct line manager. Upon request, the question must be handled with confidentiality and anonymity shall be preserved as far as is reasonably practicable and to the extent required by applicable law. Enquiries, complaints or feedback from external interested parties relating to the Code of Ethics should be sent to the Group.

BUREAU VERITAS WHISTLEBLOWER PROGRAM



If a Bureau Veritas employee believes in good faith that a rule or one of the principles laid down in the Code of Ethics or in the Manual has been or is about to be violated, he/she should inform his/her manager who shall inform the Group Compliance Officer, or the manager of his/her manager who shall inform the Group Compliance Officer, or an internal auditor who shall inform the Group Compliance Officer or directly to the Group Compliance Officer.

Bureau Veritas employees may choose on a voluntary basis and as an alternative to normal reporting channels, to report certain violations or alleged violations of the Code of Ethics, Manual, or applicable laws and regulations, through the "Bureau Veritas Whistleblower Program":

Either through the dedicated external Alert line (Expolink)
www.expolink.co.uk/bureauveritas-bureauveritas@expolink.co.uk

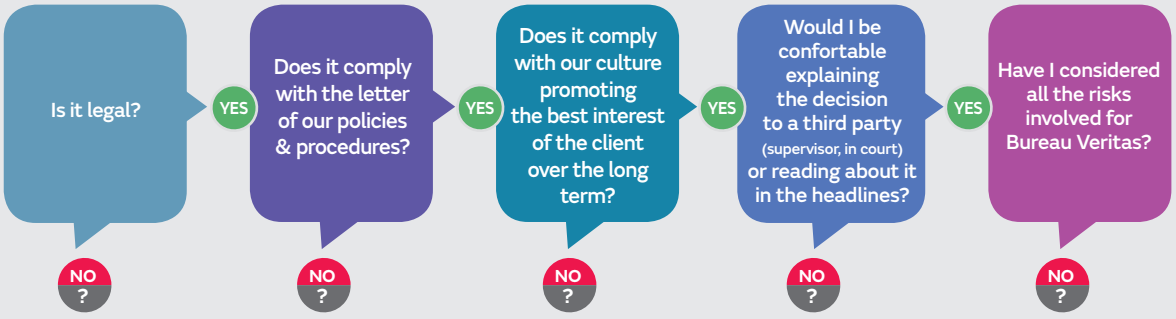
Or directly to the Group Compliance Officer
40/52 Boulevard du Parc 92200 Neuilly-sur-Seine - France
Tel.: +33 1 55 24 76 08
Email: compliance.officer@bureauveritas.com

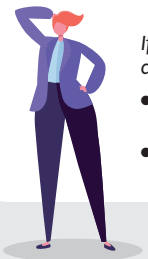
Reports received through the Bureau Veritas Whistleblower Program will be monitored and processed under the supervision of the Group Compliance Officer. In compliance with applicable French data privacy laws and regulations, the Bureau Veritas Whistleblower Program is as follows:

- it may be used to report serious breaches under legal or regulatory requirements, ethical rules or rules of professional conduct as well as internal policies notably in the following areas: Corruption matters including influence peddling Accounting & financial matters, Anti-competitive practices, Health and Safety at the work place, Environment, discrimination and harassment at the work place;
- only objective information, either with a direct link to these specific types of actual or alleged types of violations or that is strictly necessary for the verification of the reported facts, will be considered in evaluating reports received;
- anonymous reporting is possible unless prohibited by local laws, but not encouraged. The identification of the Whistleblower, however, will be disclosed only within the Whistleblower Program and otherwise will be kept confidential. Giving your name when making a report will enable the Company to help protect you against reprisals and to request additional information from you;
- Persons alleged of committing violations will be informed of the accusations against them, although not of the name of the whistleblower, once Bureau Veritas has investigated the allegations and taken measures to prevent the destruction of relevant evidence; and
- The preservation of reports made through the Alert line will be handled in accordance with applicable laws or regulations.

No sanctions or other forms of retaliation may be inflicted upon a Bureau Veritas employee for reporting an infraction in good faith. However, anyone who takes part in a prohibited activity may be subject to resulting disciplinary measures, even if he or she is the one to report it. His/her anonymity shall be protected as far as it is reasonably practicable and to the extent required under applicable law.

WHEN YOU NEED TO TAKE A DECISION WHICH INCLUDES ETHICAL ASPECTS, YOU SHOULD ASK YOURSELF SEVERAL QUESTIONS:





If the answer to one of these questions is no, or if you are unsure about it, please seek guidance from an appropriate authority:

- *Ask for help from your line manager, or relevant teams (your Manager, the Manager of your Manager or the Compliance Officer).*
- *Escalate to the Group Compliance Officer or the External Alert Line.*

WHAT TO DO IN CASE OF CONCERN?

Should a problem arise, here are some tips to help you:

1

Clarify your involvement and your concern by answering the following questions:

- What is the concern?
- In what way are you involved?
- What are the principles/rules infringed?
- Who has infringed the principles/rules identified?
- Who identified this infraction?
- Was it a long time ago?
- Was a remedy already found for that problem?
- Where did this infraction occur?

2

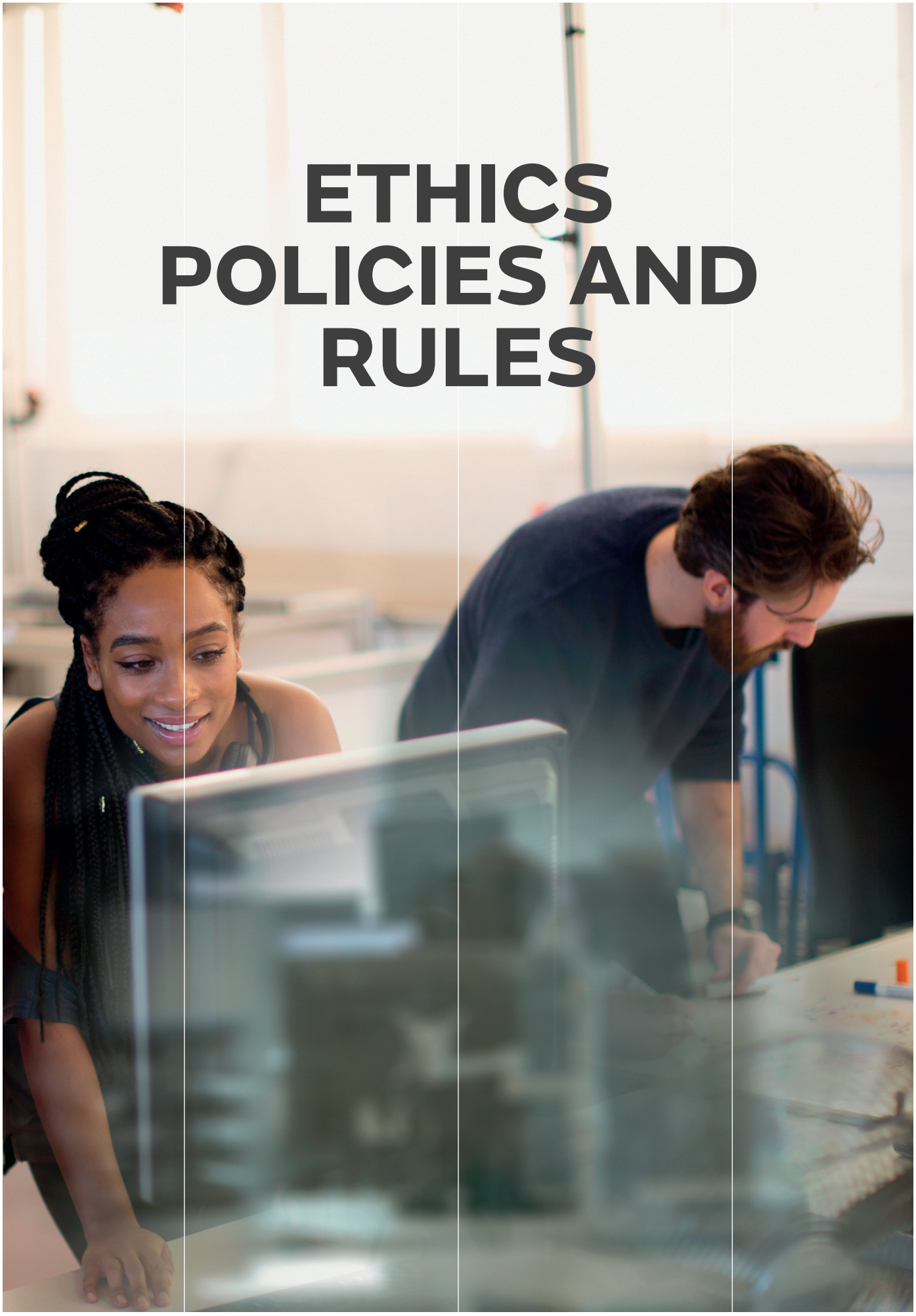
Then, identify how to deal with the identified concern:

- Never ignore the existence of a problem, even if you are unsure whether you should be concerned about the problem or whether it relates specifically to your job responsibilities.
- Discuss the problem with the contact person with whom you feel most comfortable among the contacts mentioned below:
  - Your direct line manager is normally your main contact for Code of Ethics related matters;
  - Your Compliance Officer;
  - Your Human Resources representative;
  - The Group Compliance Officer.

If faced with uncertainty about what to do you must always:

- Stop for a moment;
- Consult the applicable documentation;
- And if necessary speak with your direct line manager, or, (if you prefer), request help from either, the local person in charge of Compliance or the Group Compliance Officer, whom you are free to contact at any time.

ETHICS POLICIES AND RULES



BEING FAIR: Integrity

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INTEGRITY OF OUR SERVICES

Our work must be carried out in a professional, independent and impartial manner

We must avoid situations in which our professionalism, independence or impartiality may be compromised. We are committed to examining and dealing with such situations openly and transparently.

Our work shall be carried out honestly in a professional, independent and impartial manner, with no influence tolerated with respect to any deviation from either our own approved methods and procedures or the reporting of accurate results or findings.

Our reports, test results and certificates must accurately state the actual findings, professional opinion or results obtained. Through our processes and controls, we ensure the integrity of our services.

WE MUST

- Report data, test results and other material facts in good faith.
- Only issue reports and certificates that correctly present the actual findings, professional opinions or results obtained.
- Avoid situations in which our professionalism, independence or impartiality may be compromised.
- Be committed to examining and dealing with such situations openly and transparently.
- Make clear to everybody that, when tolerances in results exist, we intend to use them or that they have been used.

WE MUST NOT

- Change assessment results by using a method which does not correspond to Bureau Veritas or to generally applicable standard methods.
- Change the findings in the report issued by Bureau Veritas at the client's request to preserve the relationship with the client.
- Bow to any pressure, influence, or inducement to change our results or findings.
- Report data, test results and other material facts in bad faith and improperly change them.

EXAMPLES OF POTENTIAL UNETHICAL BEHAVIORS DURING INSPECTIONS:

- Misrepresentation of data.
- Intentionally taking incomplete or fraudulent samples.
- Bribery/kickbacks (a payment made to, or received from a party, made for the purpose of improperly securing favorable treatment).
- Not taking all temperatures properly (e.g.: taking one temperature and assuming the others are the same – if the temperature is off just a couple of degrees it could drastically affect total volume).
- Not regauging (e.g.: skipping second (verification) gauging – carrying over a gauge or not re-gauging because it was only a few hours ago can lead to huge discrepancies).
- Using others data or results.
- Imply that 100% of items have been inspected if work was sample based.
- Taking all the samples from the same tank or compartment (what if you are dealing with different products or different qualities?).
- Not taking samples properly (e.g.: grabbing a top sample instead of a upper/middle/lower – a top sample may not be a good representation of the entire product because tank or compartment may be stratified).

EXAMPLES OF POTENTIAL UNETHICAL BEHAVIORS IN LABORATORIES:

- Fabrication of data (e.g.: Deletion of data – removal of existing data/ Data creation).
- Misrepresenting quality control samples.
- Not following SOPs (Standard Operating Procedures) or industry standards.
- Modifying samples to alter characteristics.
- Manipulating analytical results.
- Substituting samples, files, data.
- Falsifying records of analytical equipment readings.
- Cherry-picking results.

WHAT TO DO IN REAL SCENARIO?

A Bureau Veritas inspector is responsible for inspecting a cargo of coal. One major client, a trader, puts a lot of pressure on him/her not to take into account two samples out of twenty of the coal cargo, as the results of taking into account those two samples have the effect of lowering the overall quality rating of the cargo and therefore of its value.

Bureau Veritas procedures require that all twenty samples must be taken into account in the final results. But the trader tells him/her that no one else will know if the two samples were not taken into account and no one else would be affected if he accepted the trader's request.

Should the inspector agree to do what his client asked him/her to do?

NO

But Bureau Veritas technical procedures must be used and applied at all times. These technical procedures are there to ensure the integrity of our services. Of course, no client enjoys being told "No", so this must be done tactfully and by a person at the right level of Bureau Veritas.

In such situation the Management is there to give necessary support in all difficult situations.

REFERENCE DOCUMENTS

Code of Ethics Manual of internal Policies and procedure: Policy 321

INTEGRITY OF DOCUMENTS AND INFORMATION SUPPLIED

Each Bureau Veritas employee is personally responsible for all the information he/she provides and for all the documents he/she produces, such as, but not limited, to reports, test results and certificates.

WE MUST

- Ensure that all information and documents supplied and communicated including through IT systems, internally, or, externally to clients contain reliable, truthful and complete information. This also applies, among other things, to information and documents in respect of human resources, finance, legal, tax and also documents submitted to governmental or regulatory authorities.
- Keep records to document your findings and conclusions.
- Only generate records specifically required by law or regulations (unless there is a clear business purpose).
- Have accurate and complete records, especially those used for official purposes.
- Discard records in accordance with Company records retention policies.
- Learn to write in a concise and precise manner and to write only what is required and which you can explain if the information became public.

WE MUST NOT

- Destroy records related to litigation, potential claims or an investigation.
- Bow to any pressure, influence, or inducement to change our documents.
- Report data and other material facts in bad faith and improperly change them.

WHAT TO DO IN REAL SCENARIO?

We are hiring a consultant to do some work on our computers.

There is a chance that he/she may see some electronic files containing confidential information.

Do I need to do something?

YES

You need to have him/her sign a Confidentiality Agreement.

It is often sufficient, in cases where a firm of consultants is concerned, to enter into a confidentiality agreement with the firm as long as it undertakes to ensure its employees also respect the confidentiality obligations. Even where there is a confidentiality agreement in place, we must avoid unnecessary disclosure of confidential information.

In case of doubt or for obtaining the Group template contact your Legal department.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 311

INTEGRITY AND INTERNAL CONTROL OF FINANCIAL AND ACCOUNTING INFORMATION

All financial and accounting information must be duly and correctly recorded in Bureau Veritas' books and accounts and may in no case be the subject of incomplete, erroneous or fraudulent treatment.

All entries must be justified by the appropriate items of proof, in good faith. Accounts must never be used to conceal bribery, influence peddling, or other improper transactions.

All documents must be stored in accordance with the applicable laws and Bureau Veritas policies.

Internal controls are in place to ensure the quality and reliability of financial and accounting information and to ensure that the Company's books and records are not used to conceal improper transactions.

Each Bureau Veritas business unit or department manager is responsible for internal control in conformity with Bureau Veritas procedures.

WE MUST

- Duly and correctly record all financial and accounting information in Bureau Veritas' books and accounts.
- Justify all entries by the appropriate items of proof, in good faith.
- Ensure that data recorded in the reporting system, in particular at half year and for the end of year closure, are in line with the information due to be published, with the results of the period and with the financial position at the end of the period.
- Store documents in accordance with the applicable laws and Bureau Veritas policies.

WE MUST NOT

- Record incomplete, erroneous or fraudulent data in Bureau Veritas' books and accounts.
- Use accounts to conceal bribery, influence peddling, or other improper transactions.

WHAT TO DO IN REAL SCENARIO?

I would like to offer a gift to a Client.

Is it authorized? What should I do?
How should the related entries be booked?

The Bureau Veritas rules are clear. Before offering a gift above 150 euros, you must obtain the approval from the Group Compliance Officer.

In case of doubt, contact your Compliance Officer.

For booking entries, refer to the chart of accounts MAG 241 in order to book the entries in the corresponding dedicated accounts.

I need to pay a supplier today, but my accountant in charge of the payment batch preparation and the invoice booking is not here today. Nevertheless, I have access to prepare the payment, approve it, and book it. In this way, my payment won't be overdue.

Should I do it?

NO

You must respect a segregation of duties: people in charge of payment batch preparation and invoice booking must not be involved in the payment approval process.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 322 and 323

CONFLICT OF INTEREST

“Avoid any situation which may result in a conflict of interest.”

It is vital for Bureau Veritas employees to be independent and to report any commitment or link which may create a potential conflict of interest.

A personal conflict of interest is a situation in which Bureau Veritas’ interests differ from the personal interests of one of its officers, Directors, or employees (or of any person with whom an officer, Director, or employee is in a close personal or business relationship).

We should avoid such situations of conflict of interest or the appearance of conflicts of interest in our business transactions and services by taking into account specific requirements and by applying dedicated internal procedures. We regulate all situations which may generate such conflicts. This includes outright prohibition in certain cases, and prior verification, notification or authorisation in other cases.

WE MUST

- Avoid situations which may influence our judgment even if we think our judgment is not influenced.
- Avoid any potential conflict of interest between professional and personal matters.
- Consider your own situation from the point of view of an external party to avoid the appearance of a conflict of interests.
- Check what to do by applying Bureau Veritas internal quality procedures when providing services to a Bureau Veritas affiliated or associated company.
- Avoid conflicts of interest with any related entity in which we have a financial or commercial interest and to which it is required to provide services.
- Avoid conflict of interest between our companies and/or Operating group engaged in different activities but which may be providing services to either the same client or each other.
- Obtain the prior approval of the person to whom you report before offering or influencing an offer for a job to a family member or to a person with whom you have a close personal relationship.

WE MUST NOT

- Employ or conduct any company business with any member of our family or with an individual or an organization with which you or your family is associated in any way.
- Solicit or accept, whether directly or indirectly, a personal gain granted to you as a Bureau Veritas employee (other than modest gifts and hospitality in accordance with the principles articulated in our Gifts and Hospitality Policy).
- Solicit or accept any benefit gratuity favor or services for you or your friends or relatives which is granted to or performed for you by reason of your employment with a Group company, except for gifts or entertainment customary in the regular course of business activities as set forth in the Code of Ethics manual of internal policies and procedures.
- Accept appointments as Director, officer, or executive or any similar position with any business organization outside the Group without having first obtained the approval of the person to whom you report.
- Acquire, directly or through relatives, friends or intermediaries, an interest in a competitor, supplier or client (or to fail to disclose such existing interests), except as set forth in Bureau Veritas’ internal procedures.
- Use any goods or resources of the company that employs you, for your own personal use, except if such use has been formally authorized.

In case of doubt, Stop and raise your concern to your direct line manager or if preferred to other point of contact indicated at the beginning of this Code. All declarations will be kept confidential and treated with discretion and respect.

WHAT TO DO IN REAL SCENARIO?

Can I accept an appointment while being or remaining an Employee of Bureau Veritas outside of Bureau Veritas?

Before you accept any appointment outside the Group, you should obtain approval of the person to whom you report. However you should avoid any situation which may result in a conflict of interest.

Can an employee hold a position with a competitor or a client or acquire an interest in their share capital?

NO, subject to very few exceptions to be checked with your Compliance officer.

You should avoid any situation which may result in a conflict of interest.

Can an employee be involved in the design, manufacturing, supply, use or maintenance of objects to be inspected by Bureau Veritas and to be involved in the inspection of such objects?

NO, whatever the case.

You should avoid any situation which may result in a conflict of interest.

REFERENCE DOCUMENTS

Code of Ethics Manual of internal Policies and procedure: Policies 342 and 343

EXAMPLES OF SITUATIONS THAT WE REGULATE:

- To offer or to influence an offer of a job to a family member or to a person with whom you have a close personal relationship, without first having obtained the approval of the person to whom you report.
- To have a family or a close personal relationship with a person who is in your reporting line without having informed in writing both the person to whom you report and your Human Resources leader.
- To have a family or close personal relationship with a person associated with a Bureau Veritas business partner, client, or competitor (in any case within the area of business in which you work), without having informed in writing both the person to whom you report and your Human Resources leader.
- To solicit or accept, whether directly or indirectly, a personal gain granted to you as a Bureau Veritas employee (other than modest gifts and hospitality in accordance with the principles articulated in our Gifts and Hospitality Policy).
- To accept appointments outside of Bureau Veritas while employed by Bureau Veritas, without first having obtained the approval of the person to whom you report.
- To acquire, directly or through relatives, friends or intermediaries, an interest in a competitor, supplier or client (or to fail to disclose such existing interests), except as set forth in Bureau Veritas' internal procedures.
- To use any goods or resources of the company that employs you, for your own personal use.

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ANTICORRUPTION POLICY

We categorically reject all forms of bribery, corruption, and influence peddling, and we are committed to full compliance with all applicable laws and prohibitions of such behavior.

Bureau Veritas is fully committed to fighting all forms of corruption including bribery and influence peddling in every country in which it operates and to complying with relevant local and international laws in all jurisdictions within which Bureau Veritas is established or performs services.

Bureau Veritas has a zero tolerance policy toward bribery and corrupt conduct in any form. Bribes, kickbacks, influence peddling, and any other improper inducements or arrangements involving public officials, clients, suppliers, or any other counterparties are strictly prohibited. This prohibition includes "facilitation" payments, although not bribery per se (i.e., small payments made to ensure that a government official performs official duties) and political contributions. Through policies, procedures, and practices such as training and related guidance Bureau Veritas seeks to avoid corruption in the organization. The promise, offer, solicitation, payment or acceptance of any bribe is a violation of Bureau Veritas policy, may be a criminal offence, and will lead to appropriate disciplinary action (including where appropriate a termination of employment).

Lobbying can be defined as an activity intended to influence a public decision. In some countries such as France the representation of interest is defined by law with specific criteria, must be declared and is subject to strict ethical rules. Any lobbying activity carried out on behalf of the Group must be transparent, in accordance with applicable law and approved by the Group Compliance Officer.

WE MUST

- Fight and categorically reject all forms of corruption.
- Apply relevant local and international antibribery laws in all jurisdictions within which we are established.
- Respect Bureau Veritas internal procedures notably by requiring prior approval from the Group Compliance Officer for specific regulated situation described herein after.
- Refuse to issue or pay invoices not corresponding to real services rendered.
- Refuse to make payments in cash or to a bank account not in the name of the beneficiary or numbered bank account.
- Accompany each gift offered by a statement of the identity of the beneficiary and a proper voucher.
- Book accurately the payment of any gift or hospitality and prohibit off the book accounts.
- Prohibit the offer or acceptance of a bribe in any form, including kickbacks on any portion of a contract payment.
- Prohibit the use of any routes or channels for provision of improper benefits to, or receipt of improper benefits from, clients, agents, contractors, suppliers, employees of any such party, or government officials.
- Prohibit influence peddling, a form of corruption that involves providing a benefit to a third party in exchange for exerting influence over a government official (regardless of whether the government official receives any benefit or is aware of the arrangement) to obtain an improper benefit, or as a reward for already having done so. All Bureau Veritas officers, Directors, employees, and business partners are prohibited from entering into arrangements that would violate this prohibition.
- Report any requests to pay to your manager or to a Compliance Officer.

WE MUST NOT

- Solicit, accept, promise, offer, or give (whether directly or indirectly) a bribe (money and/or invitation) in the course of the performance of duties or to conclude a contract.
- Offer any gift to a government official to influence or reward an action or make payment to any official or civil servant of any government for the purpose of influencing any act or decision of that government.
- Use company funds or assets for any unethical purpose.
- Pay political contributions, facilitation payments, and kickbacks: they are strictly forbidden.
- Engage expenses for gifts or meals in favor of a client exceeding €150 without having obtained prior required authorization.
- Accept to receive a bribe, for example, to change test or audit results or to issue a false report or certificate.
- Promise, offer or provide whether directly or indirectly, anything of value to any person in order to induce the individual to misuse his/her position to provide a benefit for Bureau Veritas, or as a reward for already having done so. A thing of value may include any monetary payment, gift, hospitality, donation, favor, service, or other benefit. In the course of his/her duties, soliciting or accepting, whether directly or indirectly, anything of value provided by a person seeking to obtain an improper benefit or advantage (for example, a favorable test result in connection with a testing, inspection, or certification process, or a contract to provide goods or services to Bureau Veritas).

EXAMPLES OF CORRUPTION OR INFLUENCE PEDDLING (THIS LIST IS NON-EXHAUSTIVE):

- A Bureau Veritas employee makes a payment to an individual who is on the tender committee of a prospective client, in exchange for confidential tender information.
- A Bureau Veritas Intermediary engaged to liaise with tax authorities makes a payment to a tax official in exchange for a reduction in Bureau Veritas' tax liability and includes the payment on its invoice to Bureau Veritas as a "government relations fee".
- A Bureau Veritas employee involved in a certification engagement accepts an all-expenses-paid trip to the Caribbean from the client in exchange for providing a favorable result.
- A customs agent engaged by Bureau Veritas is unable to obtain a customs clearance for laboratory supplies that Bureau Veritas is seeking to import, due to an error in the required paperwork. The agent makes a cash payment to a customs official in exchange for a release of the shipment.
- A Bureau Veritas employee colludes with a supplier to inflate the value of the payments Bureau Veritas makes to the supplier and the supplier pays a portion of the additional profits directly to the Bureau Veritas employee.
- A Bureau Veritas employee has a contact who is a close friend of a government official and the government official is in a position to influence a regulatory decision in favor of Bureau Veritas. The employee makes a payment to the contact in exchange for his exerting influence over the government official to make a decision favorable to Bureau Veritas.

WHAT TO DO IN REAL SCENARIO?

I sometimes hear that certain agents use money paid to them by other companies to buy expensive gifts for senior foreign government officials.

I would like to stay competitive. Am I allowed to do this?

NO

Bureau Veritas policy is to comply with all applicable laws wherever we do business. You have an obligation to comply with all laws that forbid such gratuities to government officials or to other persons who are not government officials, whether promised or given directly, or, indirectly, for example through agents. You must immediately report any situation that concerns you. Otherwise, you may expose Bureau Veritas and yourself to legal sanctions.

Inspector «X» conducted an inspection at Factory A and found the goods to be defective and unfit for shipment. Factory A's manager accepted his/her findings but before he/she left to make his/her report, offered him/her a sealed envelope, saying that this was a small token of appreciation for his efforts and hoped that they would look upon the factory favorably. The amount in the envelope was small and should only be sufficient for them to buy some refreshments.

May «X» accept the envelope?

NO

Any form of cash or in kind benefit given to Bureau Veritas staff is strictly prohibited under the Code of Ethics.

Imagine you and a colleague are responsible for setting up a new business unit in a foreign country. Over a drink after work, your colleague tells you that the only way she/he managed to get the telephone network installed was by following local custom, which involved handing over a "cash incentive". You are concerned about what she/he has done and wonder if you should keep quiet, record your disapproval to her/him in writing or report her/him actions to head office. You decide to keep quiet.

Should I do this?

NO

Turning a blind eye to an activity that is against company policy does not absolve you from responsibility, or, indeed in some cases, criminal liability.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure:

- *Chapter 330 Anti-Bribery and Anti-Corruption*
- *Policy 332 Political Contributions*
- *Policy 333 Charitable Donations and Sponsorships*
- *Policy 334 Facilitation Payments*
- *Policy 335 Gifts, Hospitality and Expenses*
- *Policy 336 Accounting and Book Keeping as part of Anti-Bribery and Anti-Corruption Measures*
- *Policy 337 Risk Assessment*

GIFTS HOSPITALITY AND ENTERTAINMENT RECEIVED

No gift, hospitality or entertainment should be accepted if they influence improperly or create the appearance of improper influence on business decisions.

Gifts, hospitality and entertainment received shall not exceed what is usual in normal business relations.
Any form of gift or entertainment that could be damaging to the reputation of Bureau Veritas must be avoided.

We strictly control and monitor gifts and entertainment given to Bureau Veritas employees by clients, subcontractors, suppliers and other Business Partners because any such gifts and entertainment may affect the judgment, impartiality or independence of the employee and result in him/her not acting in the best interests of Bureau Veritas.

WE MUST

- Report and gain prior approval of your n+1 before accepting any gift (meals, invitations, gifts, travels and lodging) of a value above €150.
- If gifts received cannot be refused or returned without causing offence, the person receiving the gift should choose a suitable method of disposal, for example donation to a chosen charity.
- Subject to reporting and clearance obligations, usual hospitality and entertainment, including participation in trade fairs and similar professional events which are sponsored by suppliers, is acceptable.

WE MUST NOT

- Accept gifts or entertainment given to get you to do or not to do something.
- Accept payment of cash, tips, loans or cash equivalent gifts from suppliers or clients.
- Accept any personal gifts, favors, entertainment or hospitality when those are given in connection with services performed by Bureau Veritas.
- Employees involved in decisions on procurement or selection of suppliers must never accept personal gifts offered by suppliers or prospective suppliers.
- Use accounts to conceal bribery, influence peddling, or other improper transactions.

WHAT TO DO IN REAL SCENARIO?

I received an expensive camera from a supplier. I am not a decision maker on procurement or selection of suppliers.

Can I keep it?

NO

Do not accept any gift or entertainment other than something quite modest for which you will not be reasonably expected to have an obligation and which you disclose to your line manager.

As a rule, exercise common sense and good judgment to avoid any perception of impropriety or conflict of interest and inform your manager of any gifts received.

BEFORE ACCEPTING A GIFT OR INVITATION ASK YOURSELF:

1 - Is it of nominal value (small promotional items or customary or seasonal gifts of modest value such as flowers books or fruits baskets)?

2 - Does it comply with the Group's internal policy and procedure and does local law set out limits?

3 - What is the intention behind this gift or invitation?

4 - Could you discuss it openly with your colleagues?

WHAT TO DO IN REAL SCENARIO?

You are in charge of a project requiring the use of suppliers. At the time of the call for tenders, one of the potential supplier invite you to a tennis match at the French open Roland Garros.

What is the best behavior to adopt in such a situation?

You must decline the invitation. You may end up in a conflict of interest situation that may be considered corruption if the supplier expects undue compensation in exchange, such as confidential technical information. As a reminder, in the context of a call for tenders, all suppliers must have access to the same information. You must also inform your manager in writing of this proposal and discuss with him/her to determine the appropriate course of action with respect to that supplier.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 335

GIFTS HOSPITALITY AND ENTERTAINMENT GIVEN

Although giving business gifts hospitality and entertainment may seem customary in many parts of the world, they are the subject of strict controls because they could be perceived to be, or, could actually be, bribes to get someone to do something he or she should not, or, to get someone not to do something he or she should do, in the course of his/her employment.

No gift, hospitality or entertainment should be offered if they influence improperly or create the appearance of an improper influence on business decisions.

Gifts, hospitality and entertainment offered shall not exceed what is usual in normal business relations. Any form of gift hospitality and/or entertainment that could be damaging to the reputation of Bureau Veritas must be avoided.

WE MUST

- Require prior approval of the Group Compliance Officer for the offer of any gift to clients or Business Partners of a value exceeding the equivalent to €150 (or in excess of €300 on a cumulative basis per person in one calendar year).
- Require prior approval of the Group Compliance Officer before paying or committing to pay for travel and accommodation exceeding a value equivalent to €150 (or in excess of €300 on a cumulative basis per person in one calendar year) of government officials, clients or Business partners notably at Bureau Veritas sponsored events, or for the purpose of visiting a Bureau Veritas site.
- Book accurately the payment of any gift and use specific account ledgers to register Gifts Hospitality and entertainment.

WE MUST NOT

- Provide payment of cash, tips, loans or cash equivalent gifts to suppliers or clients.
- Give any personal gifts, favors, entertainment or hospitality when those are given in connection with services performed by Bureau Veritas.
- Give personal gifts to suppliers or prospective suppliers if we are involved in decisions on procurement or selection of suppliers.
- Make any false or artificial entry in any Group company's record for any reason.
- Use accounts to conceal gift bribery, influence peddling, or other improper transactions.

BASIC PRINCIPLES APPLYING TO ENTERTAINMENT, MEALS, GIFTS, TRAVEL AND LODGING FOR INDIVIDUALS:

- Comply with applicable laws, Group internal policy on gifts as well as the known internal rules of the recipient's employer;
- Occur in connection with a verifiable legitimate business purpose;
- Neither be made to gain an undue advantage nor unduly influence an action;
- Meet the following criteria
  (i) have a reasonable value;
  (ii) be appropriate considering the recipient's position, the circumstances and the occasion for which it is made;
  (iii) not create a senses of obligation or an appearance of impropriety;
  (iv) not be reasonably understandable by the recipient or others as a bribe and;
  (v) not be given frequently to the same recipient;
- Be recorded fairly and accurately in the Group company's book and records.

WHAT IF THE RECIPIENT HAS DECISION MAKING POWER ON A PENDING DECISION THAT COULD AFFECT THE GROUP'S INTEREST?

- Extra caution should be exercised! Pending or anticipated decisions that affect the Group's interests include:
  (i) Call for tenders;
  (ii) Changes in legislation or regulations, grant of a government subsidiary;
  (iii) Commercial contract award or extension.

WHAT TO DO IN REAL SCENARIO?

Is that true that any gift or entertainment given having a value above €150 (or equivalent) must have the prior approval of the Group Compliance Officer?

YES

The request should be lodged either directly in the Group compliance tool if you are authorized or through your Compliance Officer.

Is It okay to give gifts of cash under €150?

NO

Gifts of cash are always prohibited.

It is always okay to give gifts or entertainment having a value of less than €150?

NO

In some countries, €150 is a significant amount. In giving gifts or entertainment having less than €150 in value, each manager must exercise his/her judgement and satisfy himself or herself that any such gift or entertainment (i) would not appear to be a bribe, (ii) is not a bribe, (iii) is not given at an inappropriate time (e.g. while the person is considering a Bureau Veritas tender); and (iv) is reasonable, according to local standards and custom.

A Bureau Veritas employee gives an expensive gift to the procurement head of an important client, just as that person is considering the tender of Bureau Veritas among others, for an important contract his/her company is awarding.

Is it a Bribe?

YES

For most that would have all the appearances of a bribe, and for many that would actually be a bribe, to induce the person to act in a way which may not be in the best interests of his/her company.

A promise to give a gift is not subject to any internal policies or procedures.

FALSE

A promise to give a gift is subject to compliance with Bureau Veritas internal rules and procedures and may be against Bureau Veritas policies if such a promise is found to be a promise to pay a bribe.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 335

CHARITABLE DONATIONS SPONSORSHIP AND POLITICAL CONTRIBUTIONS

In certain circumstances the Group wishes to have a positive impact on the communities in which it operates.

As a major global player it works with national and international organizations on community projects. However to avoid a donation being used to camouflage a bribe, Bureau Veritas has set internal policies and rules to regulate charitable donations.

Sponsorship is different from charitable donations as its purpose is to promote and strengthen the Group brands displayed during the event. Sponsorship is also different from public relations events which follow the rules relating to entertainment, gifts or hospitality. To ensure a sponsorship serves its intended business purpose and does not create an appearance of impropriety Bureau Veritas has set internal policies and rules to regulate it.

Bureau Veritas upholds a strict policy of neutrality in the political process of any country where it operates. Even if the Group is involved in the communities in which it lives and operates, it is the Group's policy not to make, directly or indirectly through a third party, any cash or in kind contribution to any political organization. Bureau Veritas does not contribute funds or resources to any political party, elected official or candidate for public office in any country, and does not support any political campaign.

WE MUST

- Request prior approval of the Group compliance Officer before any donations by Bureau Veritas to charitable organizations or direct investments by Bureau Veritas in not-for-profit programs in the communities where it operates (including assistance in emergency relief efforts following a natural disaster, funding of education, health care, research or similar not-for-profit investments).
- Make sure that amounts are properly registered in the specific account ledger.

WE MUST NOT

- Give donations for any form of charitable contributions if they are intended or appear to influence government officials or third parties to grant improper advantages to Bureau Veritas.
- Make any false or artificial entry in any Group company's record for any reason.

WHAT TO DO IN REAL SCENARIO?

You are asked at your place of work to donate to a charity.

How to react?

You are free to donate to a charity in your own name. However, if you are asked to make a donation on behalf of the Group company in which you work, request prior approval of the Group Compliance Officer either directly in the Group Compliance tool if you have been granted an access or through your Compliance Officer.

WHAT TO DO IN REAL SCENARIO?

A Bureau Veritas employee gives money for a charitable project to an important client, just as that person is considering the tender of Bureau Veritas among others, for an important contract his/her company is awarding.

Is it a Bribe?

YES

For most that would have all the appearances of a bribe, and for many that would actually be a bribe, to induce the person to act in a way which may not be in the best interests of his/her company.

A political candidate asks you to finance his/her legislative campaign.

Do you have the right to make such donation?

NO

You may not make any political contribution in the name of a Group company.

The Group company in which you work sponsors an international event.

Can you invite a client to this event and offer him/her transportation and/or accommodation?

YES

Subject to prior authorization of the Group Compliance Officer either directly in the Group Compliance tool if you have been granted access or through your Compliance Officer.

Taking advantage of this activity to invite certain people and promote the image of the Company is possible but these invitations must:

(i) Respect the rules relating to gifts and hospitality and

(ii) Be authorized

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 332 and 333

DEALING WITH THIRD PARTIES

Through antibribery and anti-corruption policies and procedures we monitor the selection and the ethical behavior of our Business partners (i.e., intermediaries, joint venture partners, sub-contractors, agents, and suppliers), including by requiring them to comply with our Code of Ethics and Business Partner Code of Conduct, which includes requirements to comply with local and international laws prohibiting bribery, corruption, and influence peddling, and by monitoring payments to Business partners to mitigate the risk of improper payments being channeled through them.

We conduct due diligence of our clients to identify any potential compliance risks that may be presented by working with them and we implement appropriate mitigating controls to address any such risks. We conduct our procurement practices in a fair and transparent manner to reduce the risk of incoming bribery of procurement personnel.

WE MUST

- Apply strictly the provisions of the Code of Ethics Manual of internal policies and procedures to monitor the use and selection and the ethical behavior of some of our Business partners (intermediaries, subcontractors, joint-venture partners, agents, and suppliers).
- Apply and comply with such policies and procedures (i.e. conduct due diligence to identify any potential compliance risks that may be presented by working with them and then request approval to the Group Compliance Officer).
- Perform a thorough and documented due diligence and obtain the approval of the Ethics Committee prior to any agreement with an intermediary.
- Seek to ensure that improper payments are not being made to or through such parties and to protect us from bribery allegations.
- Make sure that the remuneration of an intermediary is proportionate to his/her efforts and skills.
- Make sure that payments are made to the real and final beneficiary and are registered in the specific account ledger.
- Refuse unusual financial arrangements with a client or a supplier such as over-invoicing or under-invoicing for payments on their behalf to a party not related to the transaction.
- Conduct our procurement practices in a fair and transparent manner to reduce the risk of incoming bribery.
- Make sure that all fees amounts are properly registered in specific account ledgers.
- Seek the advice of your direct line manager or of your Compliance Officer in case of doubt.

WE MUST NOT

- Appoint intermediaries including commercial agents, consultants or subcontractors helping Bureau Veritas to gain business without first requesting approval from the Group Compliance Officer.
- Accept any payment or advantage from suppliers in exchange for award of a procurement contract.
- Appoint people or firms as intermediary that have been convicted for bribery or are known to be involved in bribery.

WHAT TO DO IN REAL SCENARIO?

I am in the process of negotiating an agreement with a very important subcontractor.

Should I ensure that they will act in compliance with the Code of Ethics in all their business dealing with and on behalf of Bureau Veritas?

YES for all subcontractors

You should provide them with a copy of Bureau Veritas Code of Ethics. They must acknowledge receipt either by signing a declaration (template in the Code of Ethics Manual see below) or adding a clause in the contract by which he acknowledges receipt of a copy of Bureau Veritas Code of Ethics and agrees to act in accordance with it in all dealings with and on behalf of Bureau Veritas.

I have asked a subcontractor to help me to gain business with a client and pay him/her fees based upon the amount billed to the client.

Do I need to follow the Group procedure for Intermediaries?

YES

The appointment of any sort of agent being remunerated through a percentage commission calculated on sales are subject to Group Compliance Officer prior approval.

The procurement manager of an important Bureau Veritas client, tells a commercial manager of Bureau Veritas, that Bureau Veritas should employ the services of a local consultant which would help Bureau Veritas to obtain more contracts with them, which are always subject to a competitive bid. Bureau Veritas contacts the suggested consultant and discusses possible terms with him/her and tells the consultant that he/she will request approval through the Group Compliance Officer to enter into an agreement with the consultant.

If you were a member of the Ethics Committee, would you approve this request?

Probably NOT

The Ethics Committee would have to understand why when all contracts for the client are subject to a competitive bid, the procurement manager suggested the particular consultant and would also have to be totally satisfied that amongst others things, the consultant was not going to pay part of the commission received from Bureau Veritas to the procurement manager of the client, i.e. that our consultant was not being used to pay a bribe so that Bureau Veritas obtained contracts from the client. Given the particular facts, it is unlikely the Ethics Committee would be satisfied without more details and investigations

REFERENCE DOCUMENTS

Manual of internal Policies and procedures:

- *Chapter 410 – Dealing with Business Partners*
- *Policy 411 Introduction to chapter 410*
- *Policy 412 Intermediaries*
- *Policy 413 Joint-Venture partners*
- *Policy 414 Procurement Practices*
- *Policy 415 Subcontractors*

BEING COMPLIANT: Conformity

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FAIR BUSINESS CONDUCT AND COMPETITION LAW COMPLIANCE

Bureau Veritas marketing shall be conducted in a manner that is truthful, is not deceptive, that will not mislead or be likely to mislead and that is consistent with applicable laws.

We are committed to competing fairly and in compliance with antitrust laws and with other applicable laws. Competition or anti-trust laws typically prohibit agreements among competitors as to pricing or other competitive terms, or, as to the division of markets or business. Severe civil and criminal sanctions can be imposed if competition or antitrust laws are infringed by companies and/or their employees. All Bureau Veritas employees must strictly comply with all applicable competition or antitrust laws. When in doubt, any employee should seek advice from the Legal department.

We expect our Business Partners to have a similar level of commitment to fair competition and compliance with applicable anti-trust laws.

WE MUST

- Act in good faith honesty and fairly.
- Strictly comply with all applicable competition or antitrust laws. When in doubt, any employee should seek advice from the Legal, Risk and Compliance department.
- Be aware that competition or antitrust laws are increasingly scrutinizing exchanges of commercially-sensitive information between competitors (directly or indirectly). As a result, exchanges of business information about and between competitors increasingly carry risks or significant fines.
- Encourage total transparency when drafting commercial documents and promote the strengths of Bureau Veritas rather than highlighting the shortcomings or failings of our competitors.
- Present Bureau Veritas in a fair and reasonable manner and ensure that information supplied about both Bureau Veritas and its competitors is accurate and undisputable.

WE MUST NOT

- Exchange business information with competitors.
- Discuss bid processes with competitors' employees.
- Obtain or seek to obtain inside confidential information from employees of prospects.
- Deliberately denigrate or defame our competitors in any manner, notably their qualifications, performance or competence.
- Engage in any business that we know Bureau Veritas is not able to provide.
- Say that we are accredited without checking first.

WHAT TO DO IN REAL SCENARIO?

A manager of Bureau Veritas in China attends a seminar in Shanghai at which two of his/her counterparts at competitors are present. After the seminar the three go out for drinks. During the drinks, the three discuss how they could all improve their margins and they agree not to submit any offers with lower daily day rates than those which they agree.

Is Bureau Veritas' manager allowed to do so?

NO

This is illegal. We are committed to comply with all competition or anti-trust laws, which typically prohibit agreements among competitors as to pricing or other competitive terms, or as to the division of markets or business.

Two different Bureau Veritas entities decide to apply for a same tender and exchange business information accordingly. They do not disclose their belonging to the same group and coordinate their respective offers so that the buyer may think he is facing two competitive offers.

Are they allowed to do so?

NO

This is illegal. Group companies may agree on a market division and a common commercial policy, provided that they do not subsequently submit falsely competitive offers in public or private tenders.

Group companies must not give the misleading appearance of competing in the context of a tender.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure:

- *Chapter 350 Compliance with Laws*
- *Policy 351 Competition Law Compliance*
- *Policy 352 Fair marketing*

IN CASE OF DOUBT:

An Employee shall seek guidance from his/her line manager (or from the line manager of his/her line manager if more appropriate) who will be responsible for further actions to be taken. If necessary he/she may in turn seek guidance from his/her line manager or directly from the Group Compliance Officer. Any Employee being aware of any violation of these rules shall immediately inform his/her line manager (or the line manager of his/her line manager if more appropriate) who will be responsible to take any appropriate actions and then report to his/her own line manager or directly to the Group Compliance Officer or use the Bureau Veritas Whistleblower Program.

INTERNATIONAL ECONOMIC SANCTIONS AND EXPORT CONTROLS

Bureau Veritas upholds the highest standards in how it runs its activities, notably by complying with international laws and regulations. The reputation of Bureau Veritas for integrity is built on its respect for, and compliance with, those laws, regulations or similar mandatory requirements that apply to the conduct of its business.

It is Bureau Veritas' policy and commitment to abide by the trade laws of all countries in which the Group operates. Several countries in which Bureau Veritas operates impose restrictions on the movement of products and performance of services across borders.

We must comply with all sanctions, export control, and anti-boycott laws, regulations, orders, directives, designations, licenses, and decisions of the European Union, the United Kingdom, and the United States, as applicable, and anti-money laundering laws and regulations in all applicable jurisdictions.

We must not take any action, or refrain from taking any action, that may cause us to violate or otherwise become exposed to penalties under those laws and regulations.

WE MUST

- Follow the legal memoranda, the Group guidelines and other information and training materials circulated by the HO Legal department and the Operating Group Legal & Compliance department.
- Consult with Operating Group Legal & Compliance department if you are asked to deal with a sanctioned or restricted country, entity, individual, business sector, product, technology, software or service.
- Ensure that all transactions are thoroughly screened (parties of the transaction, place of execution of the services, description of the goods at issue, etc.).
- For ease of reference, the Consolidated List of Persons, Groups and Entities Subject to EU Financial Sanctions can be found at http://data.europa.eu/euodp/en/data/dataset/consolidated-list-of-persons-groups-and-entities-subject-to-eu-financial-sanctions, and a US Sanctions List Search tool can be found at https://sdnsearch.ofac.treas.gov/.
- Know our clients and suppliers and try to determine how they intend to use the concerned goods, technology, software or services.

WE MUST NOT

- Proceed with a transaction without a thorough screening process.
- Proceed with a transaction in a country subject to economic sanctions without clearance of the Operating Group Legal & Compliance department and/or HO Legal department.
- Proceed with a transaction without observing Group guidelines & legal memoranda made available.

Failure to comply with applicable laws and regulations may result in very significant disciplinary, civil and criminal sanctions.
In case of doubts or concerns, Employees shall seek advice from their Operating Group Legal & Compliance department.
If necessary, the Operating Group Legal & Compliance department will seek guidance from the HO Legal department and/or Group Compliance Officer.

Employees aware of actual or potential breaches of Economic Sanctions shall immediately inform their Operating Group Legal & Compliance department, who will be responsible for taking appropriate preliminary actions and reporting the alleged breach to the HO Legal department and/or Group Compliance Officer.

WHAT TO DO IN REAL SCENARIO?

A Bureau Veritas entity is about to conclude an international contract related to Libya but is not sure whether or not it can do business in such country.

How should the Bureau Veritas entity proceed?

- Check if there are legal memoranda and/or Group guidelines available related to such country;
- Consult the Operating Group Legal & Compliance department.

A Bureau Veritas entity is planning to do business in a country subject to international sanctions?

What does it must do before engaging in such transaction?

- Follow the legal memoranda and the Group guidelines circulated by the HO Legal department and the Operating Group Legal & Compliance department.
- Consult with Operating Group Legal & Compliance department anytime you are asked to deal with a sanctioned or restricted country, entity, individual, business sector, product, technology, software or service.
- Ensure that the transaction is thoroughly screened:
  - parties of the transaction (check SDN List and EU List);
  - place of execution of the services;
  - description of the goods at issue;
  - currency of payment;
  - any involvement of EU and/or US personnel or subcontractors in the contemplated project?

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 353

PROTECTION OF INFORMATION

Information (such as technical, commercial and financial information, data, including personal data, software, methodologies, trade secrets, databases, inventions, know-how and related intellectual property rights) is an asset that is as valuable as physical assets (such as buildings and inventory).

All information received from or communicated in the course of the provision of our services shall be treated as (and must remain) strictly confidential to the extent that such information is not already published, generally available to third parties or otherwise in the public domain. All employees are personally committed either by the signature of a confidentiality agreement or by specific contractual provision in their employment agreement or by any other legal appropriate means. Bureau Veritas employees remain bound by these confidentiality obligations after leaving the company. Everyone should take the measures needed to protect the confidentiality of the information to which he/she has access during his/her activities. The use of such information must be restricted to permitted professional purposes exclusively, and may be shared with or given to authorized persons only.

Personal data from our employees and clients, partners, subcontractors, service providers must be processed in accordance with the applicable data protection laws and regulations. Only data necessary to a specific purpose may be collected and processed. If employees' personal data is collected and processed, said employees will be informed about the use of their personal data and their rights (in particular, rights of access, to rectify their personal data or to oppose to the processing of such data). Personal data must not be reused for purposes other than those initially intended.

Protection of information is achieved by implementing physical and technical security measures to ensure that access to premises and laboratories is restricted to authorized personnel only and that documents and data are stored in designated secure areas and disposed in a secured manner. Security is also important when external service providers are used to process data on behalf of Bureau Veritas. Subcontractors are contractually required to process the data in accordance with Bureau Veritas instructions and to maintain appropriate data protection measures. Internal procedures must be followed to manage a potential breach of a data security mechanism, any unauthorized access or disclosure and any loss of data.

Our trademarks are among the most valuable assets of Bureau Veritas. Bureau Veritas in the only one entitled to use the Bureau Veritas corporate trademarks as owner of such trademarks. We pay great attention to the protection and defense of our trademarks worldwide against infringement and fake certificates.

WE MUST

- Take all measures to protect the confidentiality and the security of the information to avoid the theft, misuse or fraudulent use of information and to ensure the preservation and integrity of documents and information processed.
- Use proprietary information only for the performance of our missions and for the purposes initially intended.
- Categorize documents we create per level of confidentiality and properly manage documents based on such confidentiality level.
- Tidy up your desk every evening and make sure that every confidential document is securely stored.
- Take care to ensure the security of documents, data, papers, official company stamps, holograms, seals or any marking means used in the course of our missions. All information that is no longer required (i.e. letters, memos) shall be disposed of in a secure fashion, like shredding, burning, deletion or secure disposal.
- Be careful in public places when you discuss matters involving confidential information and when accessing confidential data.
- Ensure that due care and attention is taken before sending any information externally (e.g. documents that contain confidential information or client personal details).
- Execute a written agreement with persons outside the Company before discussing confidential information and/or communicating protected information.
- Disclose only information that is strictly necessary to the business relationship with third parties.
- Promptly declare any breach or suspected breach in the Bureau Veritas' information systems, by following internal procedures.
- In case of doubt, seek advice or approval from your direct line manager, the local person in charge of Compliance or the Group Compliance Officer.

WE MUST NOT

- Disclose any confidential information regarding one client to another client.
- Try to make a personal profit from any information obtained in the course of the employment contract within Bureau Veritas.
- Allow or facilitate the entry of unauthorized persons to the premises or to information systems (e.g. we should not communicate personal passwords to anyone).
- Disclose any information or data outside the Company that is confidential, that is not properly protected (e.g. encrypted) or without express authorization.

WHAT TO DO IN REAL SCENARIO?

A client who has agreed to receive commercial communications from Bureau Veritas changes his/her mind and finally unsubscribes.

Can I continue to send him/her further communications?

NO

This person has the right to withdraw his/her consent.

You can keep his/her contact details in the client database during the term of his/her contract, but you cannot send commercial communications.

I would like to carry out a charitable action. I know that some of Bureau Veritas regular clients are very involved in this type of action.

Can I use the client database to contact them about this?

NO

It is not possible to use a commercial database for any other purpose.

I have access to confidential information from my professional computer. I'm going to lunch without worrying about turning my screen off.

May I do this?

If you have access to confidential documents or data in the course of your missions, make sure to turn off or lock your computer screen when you are away.

Can I reproduce the logo of a client on my commercial powerpoint presentation to other clients?

NO

Prior authorization must be obtained from the clients to use its name and logo.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure:

- *Policy 362*
- *Global IS/IT Charter*
- *Group Personal Data Protection Policy for employees*
- *Group Personal Data Protection Policy for users*
- *Information System Security Policies*
- *Privacy Data breach process and report form*
- *Counterfeit Bureau Veritas Certificates, Reports and Drawings Group Policy*

INSIDE INFORMATION AND INSIDER TRADING RULES

COMMUNICATION WITH MEDIA AND INVESTORS

There are a number of mandatory mechanisms, including key internal procedures, systems and controls, relating to our obligations concerning inside information and the prevention of insider dealing. This includes the requirement for the correct identification of inside information; preventing the dissemination of inside information; and the prohibition on dealing whilst in possession of inside information, in the shares (options, or other securities), of the company to which the inside information relates.

Inside Information is defined as any information which is of a precise nature; which has not been made public, relating directly or indirectly to the Bureau Veritas Group, to Bureau Veritas SA or to shares of Bureau Veritas SA or of the Bureau Veritas Group, and which, if it were made public, would be likely to have a significant effect on the price of the shares of Bureau Veritas or on the price of financial instruments related to the shares.

In the everyday exercise of your activities within the Bureau Veritas Group you may have access to inside information. Unless and until this information is disclosed to the public, it must remain and be kept strictly confidential. The use of this information for personal reasons or its disclosure to people not entitled to receive it would infringe the laws on securities and the rules of the Bureau Veritas Group. We must limit the access to inside information to the only persons legitimate to receive it on a need-to-know basis. There are severe legal sanctions and penalties which may be imposed upon persons who trade in shares of Bureau Veritas SA whilst in possession of inside information.

We develop active communications to reinforce the Group's image towards its clients, analysts, investors and to the public. However, as Bureau Veritas is a listed Company, such communications with the media or analysts may affect the Group's image or reputation or may have an impact on Bureau Veritas' share price. Great care must therefore be taken in connection with all such communications. If ask to comment on Bureau Veritas' matters outside the Group, you need to get prior authorization from the Communication department or Investor relations department.

WE MUST

- As Employees of a listed company, we must ensure compliance with regulations concerning inside information and insider trading.
- Every time that we hold inside information we must refrain from carrying out, directly or indirectly, for ourselves or for someone else, on the market or off the market, a transaction involving Bureau Veritas SA shares.
- Keep inside information strictly confidential and only disclose it to people qualified to receive it; see the Group Compliance Officer if you have a doubt about such qualified people.
- Secure the access to inside information in your computer so that only authorized persons have access to it.
- Protect electronic documents containing inside information stored in non-blocked systems with a password.
- Limit the printing of documents containing inside information.
- If you believe that inside information may have been inadvertently leaked or disclosed (whether by you, someone in the Bureau Veritas Group, or someone else), your direct line manager and/or the Group Compliance Officer should be informed immediately so that an announcement may be made to the market at once, if deemed necessary, and Bureau Veritas may conduct an inquiry into the leak.
- Abstain to any transaction directly or indirectly on the Company's securities as long as the inside information is not made public in the form of a press release; or during a Black out period when you have been notified as insider having regular access to financial accounts.

WE MUST NOT

- Use the inside information to buy or sell Company' securities on the Financial Market.
- Recommend that third parties carry out any purchase or sale of Bureau Veritas SA shares based on this inside information.
- Discuss about Bureau Veritas' confidential information in public.
- Put any documents regarding inside Information on a USB driver or leave documents easily accessible to people.

WHAT TO DO IN REAL SCENARIO?

In a taxi, I am discussing a confidential matter on the phone, but I don't explicitly mention the Company.

May I do this?

NO

The taxi driver could know from your reservation which company you work for and make the link between the information and the Company.

I am fairly certain that a colleague is aware of the inside information and I start discussing it with him/her.

Can I do this?

NO

Without asking your manager or the Group Compliance Officer before if your colleague is aware of the inside information.

A person contacts me on Linkedin to propose a meeting. She is doing a benchmark on TIC companies on Company employment condition. She presents herself as a friend of your brother-in-law.

May I do this?

NO

You must advise the Communication department member about the request who will then give you the appropriate instructions.

REFERENCE DOCUMENTS

Manual of internal Policies and procedure: Policy 364 and 371

BEING RESPONSIBLE: Corporate Social Responsibility

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FAIR LABOUR

Bureau Veritas is committed to support and respect the protection of internationally declared human rights irrespectively of the country we work in or the activity we do.

Bureau Veritas Human Rights principles are common to all employees, they must be promoted in all situations, whatever the local regulations or practices are. It is based on Human Rights international standards and it covers:

- Freedom of associations and right to collective bargaining;
- Prevention of human trafficking and forced labor;
- Prevention of child labor;
- Elimination of discriminations;
- Support to diversity and inclusion;
- Provision of safe and secure workplace;
- Protection of privacy.

WE MUST

- Respect the right of all employees to form or join trade unions and to bargain collectively, in accordance with local laws.
- Encourage open and honest communication in workplaces where employees can speak with their managers about their ideas, concerns or issues and to work together to deal with working condition issues.
- Operate in full compliance with all applicable laws relating to working hours, wages including those related to minimum wages, overtime and benefits.
- Workers are free to withdraw from any employment relationship, subject to previous notice with reasonable length.
- Fight against all types of discrimination, harassment and any other disrespectful or inappropriate behavior, unfair treatment or retaliation of any kind in the workplace or in any work-related circumstance.
- Decide on recruitment, placement, training, compensation and advancement exclusively according to qualifications, performance, skills and expertise, all without regard to race, color, religion, sex, national or social origin, age, sexual orientation, marital status, medical condition, disability, political opinion, gender reassignment or any other status protected by applicable local laws.
- Support and promote diversity and inclusion in all of its workplaces.
- Provide a safe and healthy workplace, free from violence, harassment, intimidation and other unsafe or disruptive conditions.

WE MUST NOT

- Use any form of forced labor including involuntary prison labor, indentured labor, bonded labor, military labor, slave labor or any form of human trafficking.
- Employ anyone under the age of 16 in all of its operations and combat any exploitation of children.
- Ask workers under the age of 18 to work on dangerous jobs that may affect their health and safety.

WHAT TO DO IN REAL SCENARIO?

I receive a message from team member who reports that he/she suffers from inappropriate remarks from her colleagues.

What can I do?

You must consider that the situation can be harassment. You must inform the Human Resources department and ask for support to deal with the case.

A 16-year-old child applies for a 3-week internship in Bureau Veritas offices.

Can I respond favorably?

It depends on the country you are in. Before any answer you must check the regulation.

A client facing a significant delay in its operations ask me to provide an inspector to work during the week-end.

Is it possible?

It depends on the country you are in. Before any answer you must check the regulation and justify why such a work during week-end is necessary.

REFERENCE DOCUMENTS

Bureau Veritas Human Rights & Labour Policy
Business Partner Code of Conduct

HEALTH AND SAFETY

“Avoid any situation which may result in an accident.”

Occupational health and safety risk is unique at Bureau Veritas insofar as most of the Group’s inspection services are conducted at the premises of its clients or their suppliers, at sites that Bureau Veritas does not necessarily know and which are not always free from risk. This increases the risks to which the Group’s employees are exposed, particularly when the sites in question do not have their own safety/security plans.

A high degree of risk also exists in specific situations such as assignments carried out in confined spaces, situations with exposure to ionizing radiation, and assignments at sea on ships or offshore rigs.

The Group’s safety culture, driven by the goal of being a zero-accident company, is a key focus. The Group’s expansion into new countries and industrial sectors gives rise to many challenges.

The following Cardinal Safety Rules set down the requirements for all employees, visitors, subcontractors and third-party workers while working at Bureau Veritas sites and/or at client’s sites under Bureau Veritas responsibility. Cardinal Safety Rules must be remembered and adhered to at all times.

8 CARDINAL SAFETY RULES

- Wear the required PPE*.
- Wear fall protection when working at height.
- Do not walk under suspended loads.
- Do not run walk and use available handrail.
- Apply lock out/tag out method before working on energized equipment.
- Ensure all machines are properly safe guarded before operating/ servicing.
- Wear you seat belt.
- Follow speed limits and traffic rules.

3 CONTROL MEASURES

- Use intrinsically safe equipment.
- Respect controlled areas.
- Obtain authorization before entering a confined space.

5 SAFE BEHAVIOR

- Comply with safe working procedures and plans.
- Do not be distracted while driving.
- Complete 2 minutes for my safety.
- Do not use alcohol or illegal drugs while working or driving.
- Stop working if the situation is unsafe.

* Personal protective equipment.

WE MUST

- Comply locally with the applicable Health & Safety legal requirements.
- Take the time to read carefully, learn and implement the Cardinal Safety Rules in our day-to-day activities.
- Seek immediate assistance from his/her direct line manager or the local HSE contact when he/she has any concern or question about the application of the Cardinal Safety Rules.
- Take the measures needed to protect each Bureau Veritas' employee.
- Report all unsafe conditions and prevent accident from happening.
- Apply the cardinal safety rules.
- Train the employees in Health & Safety rules and safety behavior.
- Communicate to the business partners the Bureau Veritas Health & Safety rules to respect.
- Encourage the safety incidents reporting.
- Perform internal and external audits to verify the local conformity with the Group Health & Safety Policies.

WE MUST NOT

- Perform a job without taking into consideration the Safety risks, out of the scope or without the required qualifications or PPE.
- Subcontract a mission/ a job without transferring the safety risks analysis.
- Fail to report an safety incident or accident.
- Fail to pay attention to the other workers.

WHAT TO DO IN REAL SCENARIO?

An inspector cuts his/her finger during an inspection. It's a very minor cut. She/he decides to continue working because the situation is not uncomfortable.

Should the employee report this small cut?

YES

For medical and safety reasons, each safety incident has to be reported.

A Bureau Veritas' technician operating in a laboratory belonging to a client needs to manipulate pipettes and the use of cut resistant gloves is required. It seems to be impracticable.

Is the employee allowed to remove the gloves in order to have a better dexterity for a very short time?

NO

Safety professionals and technical experts defined the Bureau Veritas' requirements regarding the personal protective equipment (PPE) to be worn. If an employee, whatever the place she/he operates (client or Bureau Veritas workplace), does not feel comfortable with the PPE required, she/he must apply the Stop Work Authority and reports to the line manager/ Health & Safety manager.

REFERENCE DOCUMENTS

Group QHSSE Policies PO-100 to PO-121

Bureau Veritas Code of Ethics was approved by the Ethics Committee
and by the Board of Directors of Bureau Veritas. It replaces the previous 2012 version.

Bureau Veritas' Code of Ethics is aligned with the requirements of the TIC/IFIA Compliance Code (www.tic-council.org)
which itself reflects the requirements of Transparency International & Social Accountability International countering bribery worldwide.

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Shaping a world of trust

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