

## CNIM Group Purchasing Code of Ethics

### Object:

This Code of Ethics defines the rules of behaviour and ethical standards with which all CNIM Group staff involved in Purchasing, either directly or indirectly, as main activity or part-time, must comply.

The Code addresses not only Purchasers, but also any employee who might influence the purchasing process.

All employees must in all circumstances adopt a responsible, honest approach and, if appropriate, refer to their management when in a situation that may impact the Group image or reputation, or the respect due to suppliers, or when in any situation in which a conflict of interest might arise.

### 1. Protecting the Corporate image

The purchaser is contributing to his/her Company and Group image when working with third parties: his/her ethics, probity and professional approach all have an impact on the CNIM Group reputation.

Accordingly, the purchaser:

- Must refrain from any denigration of the CNIM Group towards suppliers;
- Must not become over-familiar or form a personal relation with suppliers;
- Guarantees the objective nature of his/her analyses and systematically promotes the Company interest before any private interest;
- Must be impartial, objective and impervious to any attempt at manipulation coming from suppliers, potential suppliers, or tendering candidates.

### 2. Relationship with suppliers

The CNIM Group is committed to respect its suppliers, and seeks to establish long-term commercial relationships. For this reason, the Purchaser is required:

- To adopt an open, pragmatic approach by the consultation of several suppliers whenever possible, in order to ensure competitiveness of the offer to be selected;
- To uphold conditions of fair, non-discriminatory and transparent competition, providing the same information and instructions to all suppliers throughout the procedure;
- To guarantee protection of all private information communicated by suppliers and of which the latter remain the owners.

### **3. Conflict of interests**

An employee is likely to face a conflict of interests when his/her personal interest may influence his/her impartial and objective approach to professional objectives.

The employee's personal interest includes any advantage for himself/herself ,or in favour of his/her relatives, friends, close associates, or persons or organizations with which he/she has or has had a business or political relationship.

Conflicts of interests may arise in a variety of circumstances, such as (non-exhaustive list):

- Direct or indirect financial involvement or the possession of shares in current or potential suppliers' businesses,
- Holding the post of an Administrator, or providing a service to current or potential suppliers either in return for valuable consideration or on a voluntary basis,
- Seeking or receiving gifts or any other form of remuneration from current or potential suppliers,
- Personal or family relationship with a person having an interest in a business relationship being developed with CNIM,
- Use of confidential or private information that might be of use in the context of business,
- Receiving a private benefit from a supplier with whom CNIM has a business relationship.

Whenever a situation that might lead to a conflict of interests arises, the employee must immediately advise his/her managers of that fact in writing. The management will take such decisions as are considered appropriate and proportionate with a view to complying with legislation and to safeguarding CNIM Group interests.

### **4. Offers of gifts**

Any purchaser or employee likely to influence the purchasing process is required to comply with the "gifts and hospitality" procedure which is available on the CNIM Inside Portal at the following address : <http://inside.intranet.cnim.net/ethique.aspx>.

### **Application :**

General Management is responsible for implementing and for ensuring compliance with the present Code at all levels of the Group. To conduct internal audits in order to verify compliance with the Code, General Management may be assisted by the Group Purchasing Department and the Group Internal Audit function.

Any identified breach of the present Code of Ethics may lead to disciplinary action, the nature and scale of which are laid down by the internal regulations in force within Group Companies and establishments, or may be subject to appropriate administrative and legal redress.