



# ETHICAL CHARTER AND CODE OF GOOD CONDUCT

Groupe CIF | Website



# PREAMBULE

Since its creation, Groupe CIF has been committed to trade and practice business in the respect of a fair competition, by ensuring the best transparency to our Partners. The respect of laws, regulations but also of our intrinsic values is one of the fundamentals of Groupe CIF. The international development of Groupe CIF has only increased these human, ethical and environmental fundamentals over the years.

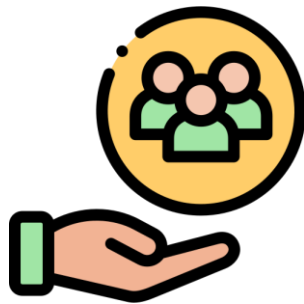
It is in the continuity of this policy that today we are highlighting the values that make up our strength, through our Ethical Charter and our Code of Good Conduct.

In addition to the prevention of and fight against corruption, it naturally seemed important to us to introduce our guidelines for action based on our societal values. This guide explains the rules to be respected in business negotiations with partners and authorities, but also the principles that you, as a Groupe CIF's Partner, must follow.

This Ethical Charter represents our common values. It aims to always remind us of the rigor with which we must refuse the ease, the illegality and the immorality in our daily work. Groupe CIF have always been committed to this approach and our numerous certifications attest to this. Today, we wish to further consolidate this commitment alongside our Collaborators and Partners through this Ethical Charter, which reflects the values shared and at heart of our concerns.

# 1 **SOCIAL RESPONSABILITIES AND REQUIREMENTS**

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- Forced labour

The use of forced labour that it either got under the threat of sanctions or by retention of identity documents, or by any security deposit on the part of the employee, or any other constraint is strictly prohibited.

- Child labour

The work of children under 15 years of age is strictly forbidden. In countries where local law set a higher age for child labour or for compulsory education, the highest age will apply.

- Harassment and abuse

We expect our Partners and Collaborators to treat their employees with respect and dignity. Our Partners and Collaborators will not tolerate or engage in any form of corporal punishment, of moral or physical harassment or any abuse whatsoever.

- Discrimination

We expect our Partners and Collaborators to treat all employees equally and fairly. Our Partners and Collaborators will not engage in any form of discrimination in their hiring process, access to training, promotion, termination based on criteria of gender, race, religion, age, disability, sexual orientation, political opinion, nationality, social or ethnic background.

- Wages and benefits

Groupe CIF companies and their Partners and Collaborators shall pay at the very least a regular salary and pay overtime at the legal rate imposed by the country of origin of manufacture and provide their workers with the legal benefits in force. If there is no legal minimum in terms of salary and overtime in the country of origin, our Partners and Collaborators will ensure that the salary is at least equal to the average minimum of the relevant industrial sector and that overtime pay should be at least equal to the usual hourly rate. No deduction of wages shall be used for disciplinary reasons.

- Times

In terms of working hours and overtime, our Companies and our Partners and Collaborators comply with the limits imposed by the laws of the country of manufacture. The total number of working hours per week shall not exceed 60 hours, including all overtime, and at least one day off in every seven-day period or, in both cases, the maximum set by the laws in force in the country.

### ■ Freedom of Association

We are committed to ensuring that Groupe CIF Companies and our Partners and Collaborators respect and recognize the right of every employee to negotiate collectively, to form or to participate in a labour organization of their choice without hardship, discrimination or harassment.

### ■ Hygiene and security

Our Companies and their Partners and Collaborators, aware of the specific risks that prevail in their industrial sector, will provide a safe and healthy working environment in order to avoid accidents or injuries that could be caused by, associated with, or be produced during work or handling of equipment. They will manage systems to detect, avoid or neutralize any threat to their employees' health and safety and comply with local and international laws and regulations. The same principles shall apply to our Companies and Partners who provide housing to their employees.

### ■ The planet and Environmental and energy policy

Groupe CIF and its component companies have been committed for several years to protect natural resources, reduce waste and emissions, to use energy efficiently ensuring continually to improve its environmental performance. Groupe CIF is also committed by acting in an energy-efficient and eco-friendly in all operational areas of the company.

To achieve these environmental objectives, we ask our Companies and Partners to join us in committing themselves to implement an effective and economical environmental management system that complies with the requirements of current environmental standards and to ensure, through a periodic audit and by an independent control authority, the continuous efficiency and compliance of their environmental management system.

By choosing materials, consumables, manufacturing process, production facilities, partners and collaborators meeting this policy and these values, we are committed, with our Partners and Collaborators to ensure that all operational areas of their company contribute to the achievement of their environmental objectives.

# 2 ETHICAL BUSINESS RULES

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#### ■ Legal conditions

We expect our Partners and Collaborators to act legally. Our Companies and Partners shall comply with all laws and all national, local and international regulations concerning the conduct of their business.

#### ■ Anti-Bribery

The reputation of honesty and integrity of Groupe CIF must not be put in danger by an inappropriate offer of payment. During transactions, our Companies and our Partners must never offer, promise or give any undue pecuniary or other advantage, either directly or indirectly, in order to obtain or retain business or any other improper advantage.

Groupe CIF companies do not tolerate any corrupting practice or influence peddling by their employees or business Partners and Collaborators. Any breach of the rules of this directive will be legally sanctioned by termination of current markets with the offending Partner, notwithstanding any denunciation to the competent authorities. Groupe CIF companies prohibit the practice or the tolerance of any form of corruption whatsoever and expect their Partners and Collaborators to exercise judgement in fighting corruption and exposing it in the business community. Groupe CIF companies are committed alongside their Partners and Collaborators to condemn and act against corruption in all its forms, including extortion and bribery.

#### ■ Gifts and Entertainment policy

Making or accepting corporate gifts and entertainment offers is often an appropriate way for Partners and Collaborators to show courtesy and mutual respect, provided that their value is reasonable and that they are not intended to unduly influence a transaction or a formal procedure.

Gifts and entertainment must only be offered or accepted:

- If they are reasonable and appropriate;
- Occasional;
- Of moderate amount (estimate of a value of less than 60 euros) and;
- On receipt, they must be transmitted to the person in charge of the gifts in order to be recorded by her/him and be the subject, at the end of the year, of lots as part of a tombola benefiting all of the employees of the company.

Reasonable gifts received by Collaborators of Groupe CIF Companies must be delivered to the person designated as being in charge of the gifts received, who will check the reasonableness of the gift, record it and will ensure a follow-up of the gifts received. Our Collaborators and Partners are not allowed to keep for their personal account the gifts received, unless otherwise advised by the person in charge of the gifts. At the end of the year, a tombola benefiting all the employees of the Company will be organized with the gifts received during the year.

Business entertainment (such as meals, theatre or sporting event tickets) can play an important role in strengthening the business relationships of business partners. Therefore, our Collaborators and Partners are permitted to accept invitations that enhance goodwill and consolidate good relationships with clients or suppliers in the context of legitimate business dealings, as long as they are in accordance



with these guidelines. Such invitations are permitted only in the following cases:

- when they have been declared beforehand to the person in charge of the gifts or to Human Resources for registration and validation;
- when they are only occasional;
- when they are reasonably related to a legitimate business purpose (accompanying a client or supplier to a cultural/sporting/professional event or a business lunch);
- when they do not represent a bribe or kickback (e.g., to obtain or renew a contract, or illicit benefits);
- when they do not give the impression (or implied obligation) that the giver is getting preferential treatment, a contract, prices or preferential terms of sale in return;
- when they are in good taste and remain in the context of an appropriate professional event;
- when they are reasonable and appropriate to the context of the professional activity;
- where they will not influence, or appear to influence, the employee's ability to act in the best interests of the Company;
- when reported under the Gifts and Entertainment Notification Procedure and;
- when in compliance with the specific limits established by local management.

The following invitations are never acceptable cases:

- when they can be considered excessive in the context of the professional activity;
- when classified as "adult" or other kinds of performances involving nudity or obscene behaviour;
- when the beneficiary knows that the person offering the invitation does not have the right to do so.

#### ■ Conflicts of interest

Conflicts of interest may arise when personal interests, family or other allegiances conflict with the interests of the Company. No business dealings on behalf of any Groupe CIF Company shall be influenced by personal considerations or relationships. We ask our Partners and Collaborators to ensure this as well. For example, if any of our Partners believe that one of our employees has a conflict of interest, it should immediately notify the Ethics Committee (hereinafter defined) in writing. A response and written guidelines will be provided by the Ethics Committee.

#### ■ Retro commission

A retro commission is the illegal practice to pay a higher price or a larger commission with the aim of subsequently recovering, in a covert manner, the excess amount after the initial transaction. Companies and Groupe CIF Partners undertake not to pay or promise to pay a retro commission, nor to request or receive one.

#### ■ Compliance with competition rules

National and European competition law, as well as "Antitrust" Law in the United States guarantees fair competition between companies in the same market. It is in the interest of Groupe CIF and its companies to ensure compliance with all competition laws in order to be able to continue evolving in markets where competition is open. Compliance with these rules ensures, especially for clients, a transparency market, the maintenance of innovation and the manufacture of high qualities products.





None of our Companies or our Partners and Collaborators must participate in any agreement with competitors with the aim or effect of fixing prices, distorting a bidding process, dividing markets or customers, boycotting customers or suppliers, limiting production, or even exchanging sensitive information. In particular, Partners and Collaborators participating in professional associations must be particularly vigilant.

■ Import/Export regulations and penalties

As an international group, Groupe Cif Companies buy and sell goods and services from suppliers and customers around the world. Groupe Cif therefore gives pride of place to comply with all applicable regulations governing import and export activities, as well as with applicable penalty regimes. We expect the same rigor from our Partners and Collaborators in the conduct of their business.

# 3

## CONFIDENTIALITY AND PROTECTION OF PERSONAL DATA

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## ■ Confidentiality

All the information provided to the Partners and Collaborators as part of our price requests and orders are confidential. Any information, data, drawings or know-how, whatsoever, especially consisting of information industrial, technical or commercial nature, that Groupe CIF Companies will provide or lend to the Partners and Collaborators or that comes directly or indirectly to their knowledge during the business relationship regarding the price request or order, even incidentally, will also be treated as confidential, whether this communication is made orally or written or by any other way, howsoever stored (including but not limited to: paper base, magnetic medium and electronical support), should also be considered confidential.

In this regard, Partners and Collaborators are not entitled to use the information of Groupe CIF Companies nor to authorize the use of these, for other purpose than the consideration of our price requests or the Partner's performance of its obligation regarding a potential order placed by Groupe CIF. They shall protect the information using the same standard of care that it uses to protect its own confidential information from disclosure. They shall not copy or reproduce the information by any means of reproduction or disclosure whatsoever, except for what is strictly necessary to the consideration of our price requests or the supplier's performance of its obligation regarding a potential order placed by Groupe CIF. Groupe CIF companies may require at first request the destruction of the documents containing confidential information and the proof of this destruction.

## ■ Protection of personal data

Groupe CIF Companies and Partners undertake to take all necessary precautions to preserve the security of personal data as defined by Regulation (EU) 2016/679 of the European Parliament and of the Council from April 27, 2016, relative to the protection of natural persons with regard to the processing of personal data and the free movement of such data, and especially prevent such data from being distorted, damaged or communicated to any unauthorized third parties.

The Partners and Collaborators of Groupe CIF are also committed to comply, in an absolute manner, with the following obligations and to enforce their employees to comply with, i.e. including:

- Not to take any copies of documents and information media entrusted, except those necessary for the performance of their service, object of the present contract.
- Communicate legal notices to the persons from whom personal data concerning them are collected (identity of the controller, purpose of collecting information, optional nature of the responses, recipients of the information, rights granted to the person).
- Ensure as soon as possible an immediate anonymization of the data in order to ensure the complete impossibility to identify the respondents.
- Do not use the documents and information processed for other purposes than those specified in the context of commercial relations with Groupe CIF companies.
- Do not disclose the files and data collected to other persons, whether private or public, natural or legal persons;
- Take all measures to avoid any misuse or fraudulent use of computer files during the execution of orders/duration of business relationship;
- Take all measures, including physical security measures, to ensure the conservation of questionnaires, files and data collected throughout the duration of commercial relations.

# 4

## ALERT SYSTEM

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The alert system aims to reinforce Groupe CIF's approach to ethics and corporate responsibility and to guarantee all employees and third parties in Groupe CIF the right to express themselves in order to work together towards better risk prevention.

This system requires a strong sense of responsibility of everyone; it can only work if the information communicated is in "good faith", with no prejudicial intent.

The alert system enables Groupe CIF's Partners:

- Provide information and advice to Partners and any third party, in case of misunderstanding, on the application or interpretation of the rules of the Ethical Charter;
- to report facts relating to a crime or misdemeanour, a serious and manifest violation of an international commitment duly ratified or approved by France, a unilateral act of an international organisation taken on the basis of such a commitment, the law or regulations, or a serious threat or prejudice to the general interest, of which he or she has personal knowledge, regardless of the field.

The alert system ensures confidentiality and respect for the rights of all persons in the handling of the procedures undertaken. The Ethics Committee is responsible for this system.

The whistleblower must first inform the Ethics Committee through the resources made available to him/her via the company's website.

It is only if the committee receiving the alert fails to take action within a reasonable period of time that the author of the alert may contact the judicial authority, the administrative authority or the professional associations. As a last recourse, if one of these authorities fails to take action within three months, the alert may be made public.

Failure to comply strictly with this graduated procedure will result in the loss of the whistleblower status and the protection that goes with it.

#### ▪ Treatment of the alert

The alert will be received by the members of the Ethics Committee who will investigate the case. Upon receipt of the alert, the Ethics Committee will be responsible for acknowledging receipt and registration with the whistleblower within a reasonable time.

If one of the members can be directly implicated by the alert issued, he or she will de facto be excluded from the investigation procedure. The whistleblower is identified, insofar as the procedure applied by the Ethics Committee for the gathering of reports guarantees strict confidentiality of the identity of the whistleblower, of the persons concerned by the report and of the information gathered by the Committee.

The Committee is able to take any precautionary measures to prevent immediate danger or to ensure the security of evidence.

Any alert that is clearly outside the scope of the procedure, or whose seriousness is ruled out, or which is based on the bad faith of its author or constitutes an abusive or slanderous denunciation, will be destroyed without delay. The Committee will inform the author and decide on the consequences of any alert launched in bad faith or with prejudicial intentions. Any alert launched in bad faith or in a manifestly abusive manner will result in the loss of the status of protected whistleblower for its author. The author may then be subject to a disciplinary sanction that may go as far as termination of



employment.

If the facts reported are covered by the whistleblowing procedure, the employee or third party concerned will be informed as soon as the invitation for an investigation is registered. The Ethics Committee will ensure that the data collected is adequate, relevant and not excessive in relation to the purposes for which it is collected.

The Ethics Committee or its members may then verify with the whistleblower his or her point of view on the facts reported.

Data relating to alerts will be destroyed, kept or archived in accordance with the regulations in force.

Thus, as soon as the Ethics Committee collects them, the data relating to an alert that is outside the scope of the procedure will be destroyed. Otherwise, the Ethics Committee is entitled to keep the data for the period of the procedure and the follow-up given to the results of the investigation, in particular possible legal action against the person(s) reported.

All whistleblowers authorize the Ethics Committee to process their alerts automatically and to keep the data until the case and its follow-up are closed.

- CIF Compliance Communication:

The Ethics Committee established at the group level can be reached by email at the following address: [comiteethique@cifbussy.net](mailto:comiteethique@cifbussy.net)

Any employee, third party or partners has the possibility of launching an alert via the internet link of each Groupe CIF companies or on the official Groupe CIF website.



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