



# Ethics and corporate responsibility charter

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# Commitment by the CEO

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## **The Eranove Group places ethics at the center of governance.**

In order for the Eranove Group to act as a leading pan-African industrial player in managing public services, electricity generation and drinking water production, a responsible attitude is vital, and takes multiple forms.

Across the value chain, the Eranove Group is aware of its role with regards to its customers, partners, shareholders, employees and the planet.

For Eranove, a citizen-focused, responsible group in Africa, for Africa and through Africa, ethical behavior generates trust between the company and its community and is a prerequisite for the longevity of the business.

In the field of ethics, commitment is not decreed but is built within each company, taking into account the values, culture and specific priorities of the business. That is why, alongside shared objectives and values, each company is developing its own organization and ethics system designed to evolve as part of a continuous improvement approach.

In an extension of the Group's Corporate Social Responsibility approach, Eranove is firmly committed to the assessment of systems according to the ISO 19600 standard (compliance management), a stage towards ISO 37001 certification (anti-corruption management). The first certificates, audited each year, reward each company's efforts towards ethical, responsible and sustainable management.

The Eranove Group is convinced that each employee is able to influence their surroundings through their behavior.

## **Three levels of ethical, responsible commitment:**

- 1.** Group level, by endorsing universal values and the principles of protection for people, property and the environment and by fostering ethical management systems;
- 2.** Within each of the Group companies by implementing and encouraging systems to promote ethics and corporate responsibility;
- 3.** For each employee, by championing the Group's values every day.



**Marc Albérola**  
CEO

# The Eranove Group values

The Eranove Group's values are the foundations of the Group's culture; they are shared by all employees who strive to apply them every day.

## SKILLS

Eranove Group's main asset is its human capital made up of a mosaic of pan-African expertise.

Thanks to successful recruitment, training and experience-sharing programs, this capital has advanced and constantly developing skills.

## RESPONSIBILITY

Eranove is a citizen-focused group, mindful of its rights and duties to society and the environment. It promotes ethical behavior, which acts as a bridge of trust between the company and its ecosystem and plays a role in business longevity.

Each member of the Eranove Group, committed to passing on these values, is aware of his or her role with regards to colleagues, stakeholders and the planet.

## PERFORMANCE

For the Eranove Group, the pursuit of good performance for its customers, shareholders, employees and for society is constant and works on many levels: economic, social, financial, technical, human, environmental and societal.

Across the value chain, performance is organized into shared objectives that are part of a continuous improvement strategy.

## AFRICA

The Eranove Group has been operating in Africa, for Africa and through Africa for 60 years. This African identity is expressed through its accountability-focused managerial model and its social policy focused on mutual assistance, sharing and brotherhood.

The Eranove Group's firm footing in Africa ensures a lasting and close relationship with its customers, partners and host communities

## RIGOR

The Eranove Group's governance aims for transparency and rigor through strong, ethical and responsible bodies.

Each employee works with integrity and professionalism in line with local regulations, international standards and following ISO-certified practices.

## CREATIVITY

Imbued with the cultural context, and operational, technical, human and environmental realities of the places in which it operates, the Eranove Group is able to constantly anticipate its customers' needs and provide innovative, bespoke solutions.

Creativity is brought to bear, both in operations and in projects, in a spirit of openness and idea-sharing.



# Commitments

## The Eranove Group is committed

The Eranove Group wholeheartedly concurs with the core international standards and principles on human rights, labor, the environment and anti-corruption.

**The Eranove Group, across all activities and in all countries in which it operates, is committed to:**



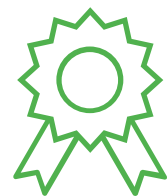
**Embodying and sharing**  
the Group's values



**Adopting responsible, citizen-focused behavior,**  
that is mindful of the environment and society



**Measuring, consolidating and reporting**  
on non-financial performance



**Leading and supporting**  
the pursuit of excellence by the Sustainable Development teams and the ethics committees.



The Eranove Group concurs with the following international commitments:

- ✓ Universal Declaration of Human Rights
- ✓ 8 fundamental conventions of the International Labour Organization (ILO) guaranteeing basic labor principles and rights and tackling discrimination
- ✓ Guiding principles of the Organization for Economic Cooperation and Development (OECD) for multinationals
- ✓ Convention of the Organization for Economic Cooperation and Development against corruption of foreign public agents in international business transactions;
- ✓ United Nations Convention on Corruption



### Each Eranove Group company is committed to:

- **Complying** with all applicable laws and regulations on ethics, prevention and repression of corruption;
- **Creating and evolving** its ethics management system in line with applicable laws and regulations, the specific culture and priorities of the business and the country in which it operates with a view to achieving continuous improvement;
- **Ensuring** that its ethics management system is consistent with and complements the Group charter;
- **Analyzing** risks and keeping its ethics issues and corporate responsibility mapping up to date;
- **Contributing** to the implementation of the Group's CSR Policy;
- **Introducing** programs and policies to promote ethical behavior and responsibility, and preventing high-risk situations;
- **Training and educating** employees and stakeholders on ethics matters and corporate responsibility;
- **Dealing** thoroughly and responsibly with any reports of wrongdoing, while ensuring the confidentiality and protection of the parties involved;
- **Introducing** penalties and applying them in the event of failure to abide by the rules;
- **Measuring** non-financial performance, monitoring it internally and having it assessed by a third-party organization.



### Each employee undertakes to:

- **Comply** with all applicable laws and regulations on ethics, prevention and repression of corruption;
- **Respect** people, property and the environment;
- **Embody** the Group's values each day;
- **Report** any behavior that is not in line with its company's charter, using the procedures in place within its company;
- **Communicate** the Group's ethics and corporate responsibility commitment wherever relevant.



# Situations requiring Vigilance

The Eranove Group rejects corruption in all its forms and adopts a zero tolerance approach to corruption.

Each Group company is introducing systems enabling employees to build strong relationships with all stakeholders and avoid, identify, manage and penalize impermissible situations.

Each employee is responsible for alerting their line manager or ethics committee to any fraud or corruption situations, within the specific framework of their company or whistleblowing system.

Any employee who does not adhere to the provisions of this ethics and corporate responsibility charter is liable for disciplinary penalties, as provided for in the internal regulations of the company for which they work.

**Here are some situations that everyone should be vigilant for:**



## Conflicts of interest

An employee is in a conflict of interest situation when he or she holds or serves, in a private capacity, interests which could influence their objectivity when doing their job. This is the case, for example, when an employee finds themselves in a situation where they could make a decision, not in the interests of their company, but in their private interests, or those of a parent or friend.

→ **Any employee in such a situation must (if they have not already made a prior declaration and obtained an exemption from their employer) notify their line manager and distance themselves from the conflict of interest situation (for example by referring the project to another employee).**



## Fraud

Fraud means any intentional act of deceit, carried out with the intention of obtaining an unfair advantage for the person engaging in the fraud or for a third party, or to bypass legal obligations or company rules.

Fraud, in all its forms (theft of money, property, documents, etc. deliberate alteration, money laundering, forgeries, false statements, manipulation of accounts, counterfeiting, scams, etc.), is unacceptable.

- **Each Group company implements initiatives to prevent and identify risks of fraud and misconduct, and to respond to them.**
- **All persons engaging in fraud are liable for the penalties provided for by international and local regulations, and the internal regulations of each company.**



## Bribes and facilitation payments

Bribes can be defined as sums of money or gifts offered secretly to a person in order to obtain some illegal or illicit advantage from them.

Facilitation payments, or bribes, are payments made to ensure or accelerate routine transactions or the formalities necessary to assert the rights of the person making the payment.

- **All Eranove Group entities are actively opposed to the offering, granting or accepting of bribes or facilitation payments on any part of a payment made in the course of a contractual or pre-contractual relationship. The use of any methods or channels providing an unfair advantage to customers, suppliers or their employees is also prohibited.**
- **All Eranove Group companies prohibit all employees from requesting or accepting bribes from customers, partners, suppliers or their employees or civil servants, either for their own benefit or that of their family, friends, associates or acquaintances.**



## Donations, sponsorship and partnership

Any charitable donation made on behalf of the Eranove Group, or the use of its financial resources must comply with local regulations and must not be done with the intention of influencing business or government decisions or obtaining some kind of business advantage.

- **Any donation or contribution to political organizations or candidates that could influence or be seen to influence a business decision.**



## Gifts and invitations

Gifts and invitations (including trips), whether given or received by Group employees, may cease to be a sign of courtesy and become corruption when they are intended to obtain an unfair advantage.

- **"Limits on what is reasonable" and other rules of acceptance are set within each company, with particular vigilance regarding relationships with politically-exposed persons.**





PROVIDING ACCESS TO VITAL SERVICES

## Any questions? an example of application?

Group employees, refer to your line manager or ethics committee.

### Practical provisions

<b>AREAS OF APPLICATION</b>	<p>The ethics charter and corporate responsibility</p> <ul style="list-style-type: none"> <li>• Inspire Group entities that already have their own charters and codes of conduct, without replacing the tools in place.</li> <li>• Applies directly to operational subsidiaries which do not yet have any other ethics management system, until they establish one themselves.</li> </ul>
<b>DISSEMINATION</b>	<p>The ethics and corporate responsibility charter is automatically handed out to the upper management of all Group entities.</p> <p>It is signed by all employees to whom it directly applies «received, read; I agree».</p>
<b>PUBLICATION</b>	<p>This charter is available in English and French on the Group's website,</p>
<b>PERSON RESPONSIBLE</b>	<p>The person responsible for circulating and updating this charter is Mr. Eric Tauziac, Secretary General.</p>
<b>VERSION</b>	<p>Ethics and corporate responsibility charter, version 1.0.</p> <p>Drafted following internal consultation and approved by the Group's CEO on 11/28/18</p>

