



FONROCHE
lighting

FONROCHE LIGHTING ETHICS CHARTER

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Fonroche Lighting's ambition is to be an outstanding partner when it comes to meeting the demand for off-grid renewable public lighting from its private-sector and public-sector partners, as part of an over-arching approach that encompasses every stage from product design through to product use in the field. To do so, Fonroche Lighting draws on its longstanding values of integrity and compliance, based on respect for and adaptation to the latest ethics standards and legislation that apply in France and in countries where its associates operate, and wherever the company does business.

Fonroche Lighting wishes to serve the collective interest as much as possible by developing and supplying quality products and services that respect its environment. The company seeks to uphold the ethical principles that apply to running a business and to adopt socially responsible conduct with regard to all stakeholders and associates.

Through this Ethics Charter, Fonroche Lighting has sought to formalise its commitment and to rally all of its associates and partners, regardless of their location, around its values.

This Ethics Charter was designed to clarify the rules that are binding on all individual associates, so that, within the scope of their day-to-day duties and activities, they can act responsibly and make responsible decisions. Therefore, over and above mere compliance with laws, this Charter should be able to help everyone in exercising good judgment and in choosing appropriate and expected ethical courses of action that reflect our vision and our values, with the continual aim of ensuring sustainable development.



1 – ACT ETHICALLY

in relations with the public authorities and third parties

We act ethically, fairly and professionally in our relations with all the stakeholders who are present on the market, whether with the public authorities, our partners, our clients or the competition.

1.1 Relations with the public authorities:

Our way of working and of maintaining transparent relations with the authorities reflects our integrity and ensures our credibility in the eyes of the public. Fonroche Lighting complies with the decisions and regulations handed down by the various authorities, whether at local, national, European or international level:

- For audits and investigations, we must always provide complete, precise and accurate information to these authorities.
- We fulfil all the reporting obligations concerning product safety with regard to the relevant authorities.
- We refuse all identification or association with a political party, regardless of its orientation, and we do not support or finance any public entities.

In this respect, Fonroche Lighting expects each associate:

- **To cooperate fully with the public authorities by providing them with precise, accurate and complete information.**
- **To report all improprieties concerning a Fonroche Lighting document to their line management.**
- **To retain Fonroche Lighting documents in accordance with the applicable procedure.**
- **AT ALL TIMES TO REFRAIN FROM MAKING FACILITATION PAYMENTS TO A PUBLIC OFFICIAL OR RESERVING ANY BENEFITS FOR A PUBLIC OFFICIAL, EITHER DIRECTLY OR INDIRECTLY, WHICH COULD, IN ONE WAY OR ANOTHER, INFLUENCE THE WAY IN WHICH THE OFFICIAL ACTS.**

1.2 Respect for business partners:

Fonroche Lighting endeavours to respect all of its business partners. We always seek to act ethically and professionally in our business dealings by fostering consistent, constructive dialogue. We work to build business relations that are profitable for everyone and that can generate sustainable benefits for our partners. We endeavour to be fair and honest at all times in our business transactions.

- We apply a policy of responsible procurements by taking into consideration demands concerning respect for the environment, social progress and mutual economic development with our suppliers. We choose our suppliers objectively by treating them equitably and by following competitive tendering procedures for all major procurements.
- We protect our partners' confidential information as though it were our own.
- We respect all our commitments with regard to our partners and expect the same high standards, fairness and ethical conduct from them.

As we cannot work with partners whose principles or methods are incompatible with our own, we encourage partners to respect our principles and values with the same vigilance as us, in order to contribute jointly to the dissemination of best business practices and the development of ethics in business relations.

In this respect, Fonroche Lighting expects each associate:

- **To treat suppliers objectively and equitably in competitive tendering procedures, by avoiding all favouritism or discrimination in any form whatsoever and by consistently focusing on solutions that offer the best value for money.**
- **To honour the contractual commitments to our partners.**
- **To remind and inform our partners of our principles and values whenever necessary, without hesitation.**
- **TO INFORM HIS/HER LINE MANAGEMENT OF ANY PRACTICE BY A PARTNER THAT IS CONTRARY TO OUR PRINCIPLES AND VALUES.**

1.3 Respect for our private- and public-sector clients:

Assisting clients, ensuring their satisfaction and remaining loyal to them are principles which are at the heart of Fonroche Lighting's strategy. In order to meet our clients' expectations, maintain and build their trust in us, we have made strong commitments to managing the quality of our products. The company secured recognition for and acknowledgement of its commitments by becoming ISO 9001-certified.

- We ensure that we provide products that meet our clients' requirements, as well as the demands of the law and regulations.
- We leverage our skills and our experience as market leader in order to provide our clients with the best possible service.
- We ensure that we honour the commitments we make and expect the same high standards from our clients.
- We advise our clients fairly by offering them the most appropriate solutions that will best serve their interests.



1.4 Respect for free competition:

Numerous countries and regions have introduced legislative and regulatory systems to ensure free market trade and to prohibit, or even penalise, a certain number of practices that prevent, hinder or distort competition. These practices may take various forms, including abuse of a dominant position, vertical agreements with suppliers or clients, or horizontal agreements with the competition (agreements on prices or market allocation, for example).

- Regardless of the country in which we are located, we ensure that we never breach these laws and that we respect our competitors in the same way as we would like them to respect us. We are convinced that we can set ourselves apart on the market through the quality of our products, therefore we act with fairness, integrity and honesty with regard to the competition.
- We never seek to obtain information on our competitors unlawfully.
- We avoid all informal contacts that could lead to reprehensible practices which are potentially harmful to our reputation.

We must not forget that a breach of competition law may trigger heavy penalties for the Group, as well as for the associate who is at the origin of the prohibited act.

In this respect, Fonroche Lighting expects each associate:

- **To respect competition laws and regulations.**
- **To abstain from disparaging the competition.**
- **To avoid all confidential discussions or discussions concerning unlawful matters with a competitor, in particular at trade fairs, outside of situations that are specifically defined and regulated by adapted procedures.**
- **To contact the legal department without hesitation in the event of a doubt concerning practices that are observed or suspected or for all questions regarding competition law.**
- **To report all acts of unfair competition that could affect Fonroche Lighting and of which s/he is aware.**

1.5 Bribery and improper advantages:

Whether direct or indirect, active or passive, Fonroche Lighting firmly condemns all forms of bribery and influence peddling, whether in connection with relations with the public authorities or in private relations.

In practice:

- **An act of bribery** is characterised by a gift or an improper advantage of any kind that is given or granted to a person who is vested with a public or private function, in order for that person to carry out, or delay in or refrain from carrying out, an act that falls within the scope of his/her duties.
 - Bribery is said to be “public” when it involves persons with a public office and “private” when the bribery offence only involves natural or legal persons in the private sector.
 - Bribery is active when it is the person making the bribe who is at the origin of the bribery, by offering or providing something in order to obtain an improper advantage.
 - Bribery is passive when the act of bribery was initiated by the person who was bribed, i.e., by the person who acts or refrains from acting in exchange for consideration that s/he requests or accepts.

- **Influence peddling** is characterised by an improper gift or advantage that is given or granted in order for the beneficiary to use his/her influence, whether actual or perceived, with a view to obtaining a favourable decision from a public authority.

- **An improper advantage** is primarily characterised by:
 - Money (cash, wire transfers or other forms), for which the means of payment may be concealed (false invoices, consultancy fees, donations, sponsorships, etc.).
 - Benefits in kind (tickets to events, entertainment, travel, gifts, hiring of family members or friends, etc.).
 - Preferential treatment, the signature of a contract, the disclosure of confidential information, “culpable” inaction in a situation where a blind eye is turned instead of the requisite action being taken, etc.

1.5 Bribery and improper advantages:

In practice:

It is therefore forbidden to give or receive any improper advantage.

The giving or accepting of gifts is prohibited. Nevertheless, and subject to meeting a certain number of conditions, token gifts may be tolerated. Thus, in addition to its modest nature, the gesture must comply with the regulations, be made transparently and not result in a decision being influenced in favour of the giver.

It is important to bear in mind at all times that conduct which aims to exert an unlawful or illegal influence on the representative of any form of authority or a partner could have a long-term negative impact on our image, regardless of the sector in which they operate. Such conduct may also lead to severe penalties.

In this respect, Fonroche Lighting expects each associate:

- **To comply with all the applicable laws and regulations concerning bribery.**
- **NEVER TO GIVE OR ACCEPT GIFTS WITH THE AIM OF OBTAINING OR GRANTING PREFERENTIAL TREATMENT OR RETAINING CERTAIN CONTRACTS.**
- **At all times to analyse whether certain gifts, even token gifts, are acceptable or not, and to consult with his/her line management systematically in the event of doubt.**
- **NEVER TO MAKE OR ACCEPT FACILITATION PAYMENTS.**
- **To record each transaction effected with a third party in the proper manner in the accounting ledgers.**

1.6 Financial Documents:

Fonroche Lighting undertakes to ensure that the financial information it provides, irrespective of the form (annual reports, financial reports, press releases and public presentations), in connection with its business activities is accurate, fairly presented and relevant. We keep all our accounting documents in accordance with the applicable legislation, all the payments and product movements are entered in an appropriate and transparent manner in our accounts, and we fulfil our tax obligations with the utmost probity.

In this respect, Fonroche Lighting expects each associate:

- **To comply with all the applicable laws and regulations concerning accounting and the publication of financial statements.**
- **To ensure that all transactions of which s/he is aware are duly recognised in the accounting ledgers and registers.**



2 – OUR ASSOCIATES

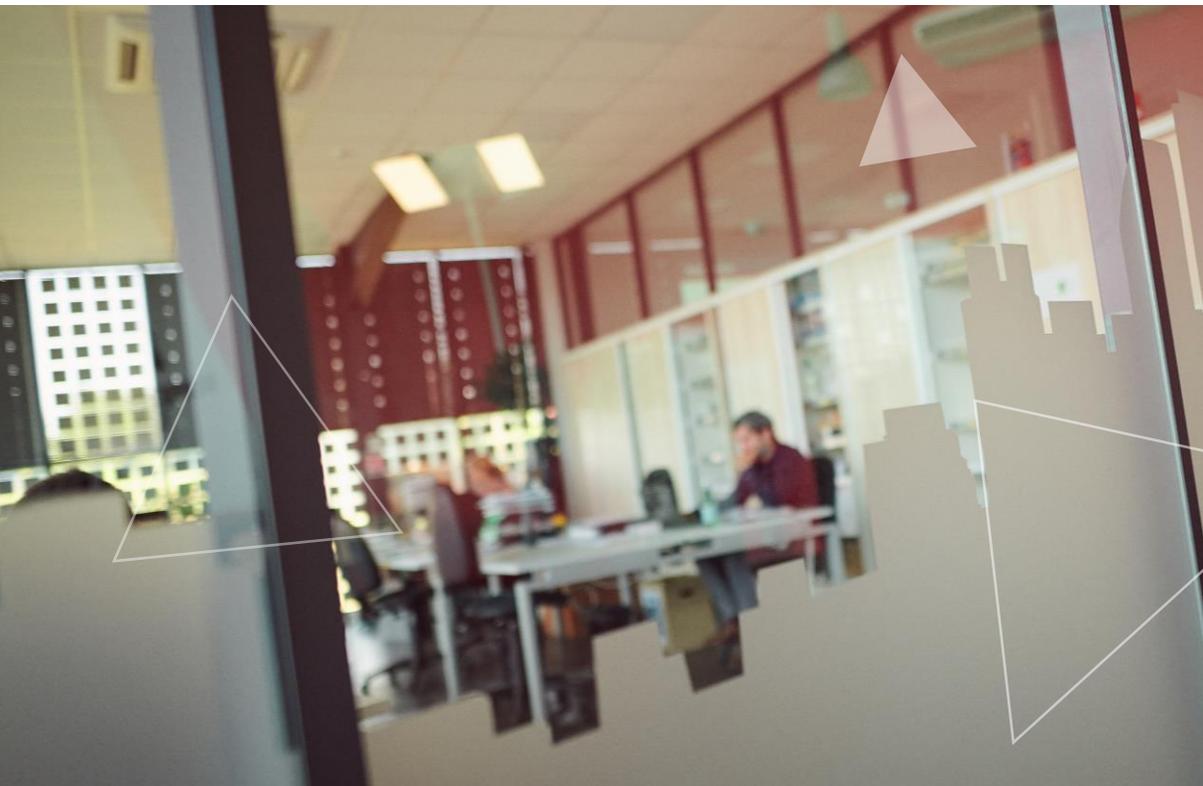
have a key role in our development

2.1 Respect for the individual:

Fonroche Lighting is mindful of its associates' wellbeing and complies with all the applicable labour standards defined by law, as well as the major international texts, such as the International Labour Organization's Conventions.

We are convinced that a working environment that is pleasant and respectful of individuals benefits everyone and is a source of greater efficiency and productivity for the company. We ensure that all associates can reach their full potential in their work, without being subjected to discrimination concerning their gender, race, religion, origins, age, political orientations, sexual orientations, physical appearance, health or disability.

Each of us has the right to respect and dignity, and we condemn all forms of harassment, whether emotional or sexual. We remind you that any conduct, the purpose or effect of which is to violate a person's dignity or to create an intimidating, hostile, degrading, humiliating or offensive environment, is unacceptable.



- We prohibit all forms of harassment, as well as all forms of discrimination, and we stress the importance of mutual respect, loyalty, solidarity and trust between associates.
- When an associate or a partner has knowledge of or is a victim of one of these types of behaviour, that associate or partner should not hesitate to contact their line management, the HR Division or the Legal Division.
- In addition to the prohibition on this type of behaviour, we attach considerable importance to the diversity of the talents and skills of each person, and our goal, more than anything else, is to nurture the abilities of our employees. The employability of our associates is one of the major lines of action of our human resources policy. Fonroche Lighting wishes to emphasise the human dimension of each of its business lines. Open-mindedness, discipline and a desire to achieve results are all qualities that we seek to find in each of our associates.
- We guarantee equal opportunities and ensure the equitable, respectful treatment of each of our associates, with a view to their career development, and of all persons who wish to join us.
- We undertake to support the development of each of our associates through an internal and external training policy.

In this respect, Fonroche Lighting expects each associate:

- **To behave respectfully, in a way that is free of all forms of discrimination or harassment with regard to an associate or a third party.**
- **To be open-minded, courteous and considerate.**
- **To treat the persons around them in the same way as they would like to be treated.**
- **Using their training and to the best of their ability, to take care of their own health and also that of the other associates, and to inform human resources of any instances of impropriety that affect them or that they witness, on the basis of tangible evidence that can be objectively verified.**
- **To acknowledge the work of each of their colleagues appropriately, solely on its own merits and according to the results obtained.**

2.2 Compliance with health and safety rules:

The company's mission, which is to provide safe, effective solutions to meet clients' needs, means that safety is intrinsically one of its core concerns. It is therefore only fitting for Fonroche Lighting to seek to provide a healthy, safe working environment by preventing the occurrence of occupational accidents, injuries and illnesses. All employees must be able to work in an environment that is not a source of risk for their health or their safety.

- We take care to ensure the protection of everyone by disseminating and constantly improving a culture of safety within our teams. This approach involves raising awareness and the ongoing training of our associates.
- We assess and identify both physical and chemical risks, in order to implement suitable preventive measures. If a risk materialises, we undertake to act efficiently and quickly in order to implement the requisite corrective measures as soon as possible.
- We remind our associates that the consumption of alcoholic beverages is regulated, in accordance with the applicable laws and regulations.
- We encourage each of our associates to provide us with their comments, in order to improve safety at Fonroche Lighting as much as possible. Our associates must never hesitate to report any malfunction or incident that could present a threat to their safety or that of their colleagues.

In this respect, Fonroche Lighting expects each associate:

- **To comply with local laws and regulations, as well as with all the health and safety procedures defined by Fonroche Lighting.**
- **To stay informed of changes and updates to safety rules.**
- **Not to carry out any task that presents a potential risk, for which s/he has not received appropriate training.**
- **Not to enter areas for which s/he does not have the required authorisation.**
- **Never to be in a state of intoxication on the workplace as a result of the consumption of alcohol or the use of drugs.**
- **To report all incidents or risks of incidents to their line management as soon as possible.**
- **To contribute actively to reducing risks by sharing their ideas.**

3 – A COMPANY THAT IS COMMITTED

to responsible energy transition

3.1 Respect for the environment

Fonroche Lighting, through the very nature of its activity, in France and internationally, works to develop green, renewable energy. Fonroche Lighting seeks to improve its environmental performance by limiting its ecological footprint. This commitment has in fact been recognised, since the company was awarded ISO 14001 certification.



- We design urban off-grid public lighting products that are 100% solar powered.
- We are developing innovative green technologies.
- We recycle the used solar panels, electrical and electronic equipment, batteries and metallic parts of our products.

3.2 Social commitments

Fonroche Lighting endeavours to maintain a socially responsible attitude at all times and seeks to have a positive impact on society.

- We ensure that we respect, and promote respect for and the protection of, Human Rights.
- We are committed to upholding international labour standards and firmly condemn forced or mandatory labour, child labour, etc.
- We strive for responsible development and the preservation of the planet's resources.
- We are committed to combatting all forms of corruption.

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Laurent LUBRANO,
Directeur Général