

# ETHICS GROUP POLICY

**keyrus**



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Ethics policy KEYRUS - 2024 -

## 1. Introduction

With +70 subsidiaries implemented in 27 countries around the world, the Keyrus Group is in constant and direct contact with numerous stakeholders and has a responsibility towards all of them, whether direct or indirect.

Keyrus gives particular importance to ethical governance and makes every effort to be a model in terms of business relations with partners at all levels. It complies with regulations, such as the Sapin II law in France, Bribery Act from the United Kingdom, Foreign Corrupt Practices Act from the United States or European GDPR regulations.

This policy sets out principles and objectives of Ethical Governance for the Keyrus Group. It highlights 8 central themes that structure the global approach:

- Anti-corruption
- Gifts and invitations
- Conflicts of interest
- Insider trading
- Money laundering and fraud
- Anti-competitive practices
- Whistleblower protection
- Data protection and information systems security

This document shares Keyrus' objectives and commitments around those themes, and main indicators for assessing the Group's performance over time.

**One main commitment outlines the principles shared by the whole Group regarding ethical governance:**

**Strictly comply with French ethical governance regulations as well as with local regulations from any region where the Group operates.**

Through this ethical policy, the Group reinforces its commitment to the United Nations Sustainable Development Goals (SDG) number 16 (Peace, Justice and Strong Institutions):



**Ethics and compliance**

## 2. Scope

**This Policy applies to all operating entities and subsidiaries of the Keyrus Group. It sets out global and local ambitions and plans of action.**

Keyrus seeks a minimum of 80% of overall FTEs as a threshold for a representative sample in our reporting. Yet, our target is to report on 100% of Keyrus entities. This is a journey and requires continuous improvement to reach this objective.



### 3. Our commitments

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#### **Strictly comply with French ethical governance regulations as well as with local regulations from any region where the Group operates**

As an international Group, operating in 27 countries and headquartered in France, Keyrus takes its responsibilities seriously and commits to ensure rules of conducts, defined here, are respected by all stakeholders: employees, customers, suppliers and, more generally, all its business partners.

##### **a. Anti-corruption, gifts and invitations, and conflicts of interest**

Preventing and detecting corruption is everyone's business within the Keyrus Group, which has deployed a dedicated program including:

- Training to 'employees at risk': general management, sales staff, support functions, etc.
- Awareness training module to all Keyrus Group employees
- Formalization of an Anti-Corruption Code of Conduct (translated into 6 Group languages)
- Deployment of a whistle-blowing system: Keyrus SpeakUp Line

##### **Qualitative objectives**

To fight corruption, we aim to **deploy a continuous improvement approach to detect and prevent the risk of corruption.**

##### **Quantitative targets**

To measure our performance in the fight against corruption, we track the following indicators:

- **Number of corruption alerts received**
- **Number of corruption alerts handled within 3 months**
- **Number of confirmed corruption alerts**
- **Percentage of employees at risk trained in corruption risks**
- **Percentage of employees aware of corruption risks**

## b. Money laundering and fraud, insider trading and anti-competitive practices

- **Money laundering and fraud:** a payment governance procedure is implemented within Keyrus Group. It includes a tool for supplier relationship management with a specific control mechanism: double signature required and/or Group CFO approval for amounts above a certain threshold (set by the Group). There are strict controls on the reliability of third parties. Two external auditors are running annual due diligence on the internal mechanism, ensuring compliance with regulations.
- **Insider trading:** Keyrus SA is listed on Euronext Growth Paris. The listing platforms and supervisory authorities monitor compliance with regulations, while internal procedures define mechanisms to prevent insider trading. A daily report is also sent to the Executive Management, summarizing all information relating to the share price and trading volumes.
- **Anti-competitive practices:** the Keyrus Group is committed to respecting the practices and rules in force in the countries in which it operates. Internal or external legal support is regularly called upon to ensure that practices are compliant.

### Qualitative objectives

To prevent money laundering and fraud, insider trading and anti-competitive practices, we aim to **ensure implementation of defined procedures and secure awareness of involved departments.**

### Quantitative targets

To measure our performance in the fight against money laundering and fraud, insider trading and anti-competitive practices, we track the following indicator:

- **Number of proven cases of money laundering and fraud, insider trading and anti-competitive practices**

### c. Whistleblower protection

In compliance with applicable regulations, the Keyrus SpeakUp Line platform allows for the pseudonymization of whistle-blowers to guarantee their anonymity. Communicated information is intended for the Group's Ethics Committee. This committee is appointed by the Keyrus Board of Directors and includes the Group Executive Director, the Director of Human Resources France and the Group Purchasing Director (CPO).

The whistleblower protection procedure was updated in 2023.

#### Qualitative objectives

To protect whistle-blowers, we aim to:

- **Comply with whistle-blowers protection rules and regulation in force**
- **Inform all stakeholders about our internal alert process (awareness-raising, communication on internal social networks, etc.)**

#### Quantitative targets

To measure our performance in protecting whistleblowers, we track following indicators:

- **Number of alerts processed within 3 months**
- **Number of alerts of whistleblower protection required**

**Commented [AF1]:** Pas sure de comprendre le KPI  
"Protection des lanceurs d' alerte" —> # de cas? # de lanceurs d' alerte? Nécessité de les protéger?

### a. Data protection

#### **Personal Data Protection**

Personal data protection is regulated by the General Data Protection Regulation (GDPR) in Europe. Keyrus strictly applies the rules within all Keyrus Group entities. This matter is led by the Group Data Protection Officer (DPO) who can rely on an internal DPO network to ensure implementation of identified processes related to data protection within daily operations.

The Group Data Protection Charter sets the general framework by defining policies and procedures implemented by Keyrus to govern and monitor personal data processing.

For Keyrus entities located in not adequate countries as per defined by the European Commission, personal data transfer within Keyrus Group is governed by standard contractual clauses.

Keyrus entities that are obliged to do so, commit to set up and maintain a register of processing activities. Where it is not mandatory, Keyrus SA encourages them to keep one too, in order to keep a mapping of the processing and thus better monitor them.

Keyrus entities cooperate with each other in keeping their register of processing activities up to date.

### Qualitative objectives

To protect data, we aim to:

- **Lead and animate the DPO network within the Group**
- **Monitor and update internal procedures**

### Quantitative targets

To measure our performance in terms of data protection, we track the following indicators:

- **Percentage of employees who are aware of the GDPR**
- **Number of DPO meetings (Group DPO + local relay)**

## 4. Governance

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Commitments of this ethics policy are monitored through qualitative indicators and key performance indicators with an associated timetable. Governance structure:

### *Roles*

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**CSR Committee**

- ✓ Validate commitments and objectives defined upon recommendation of the Group Steering Committee
- ✓ Assess implementation

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**Group Steering Committee**

- ✓ Update the Ethics policy
- ✓ Consolidate operational monitoring

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**Operational committees**

- ✓ Deploy Group procedures and monitor operational implementation of the ethics policy (by theme)
- ✓ Dedicated team on:
  - Protection of personal data
  - Protection of information systems

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**Local operational committees**

- ✓ Translate this policy into action plans
- ✓ Contribute to reporting