



PLANATE

MANAGEMENT GROUP

Cornerstone for Service, Integrity, and Innovation

GLOBAL QUALITY AND COMPLIANCE GROUP

ETHICS PROGRAM


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INTERNAL INFORMATION

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1. PLANATE ETHICS PROGRAM

POLICY BEING SUPERSEDED

None

2. OBJECTIVE

This Program was adopted for ensuring knowledge by Planate employees, contractors and consultants of the basic rules of ethical business conduct supported and promoted by Planate.

POLICY WHICH IS BEING REFLECTED AND PROCEDURES NECESSARY TO CARRY OUT THE POLICY

3. FOREWORD


Our goal is to provide the best possible services around the world around the clock that requires us to forge a common bond through shared values that are specific to our business, including responsibility, proximity and innovation, as well as others linked to the individual conduct of each employee, consultant and contractor, such as respect for others, solidarity and integrity.

Our ethical approach should aim to bring these values to the fore, weaving them into our everyday actions and conduct while constantly focusing on the purpose and consequences of what we do and sharing best practices with our colleagues.

Ethical business conduct is first and foremost about adopting the “right attitude”, avoiding any sort of dishonorable behavior or conflict of interest with respect to the company, its customers or its suppliers.

Lastly, ethics is also, in our case, about respecting the customers and U.S. Federal, State, and local, as well as foreign authorities that put their faith in us daily around the world.

Planate recommends that every employee discusses this Ethics Program as often as needed with their manager. The guidelines in the Program are aimed at all company sectors and may be broken down

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as required to provide a practical guide for different business units, subsidiaries, functions and areas of expertise.


Second, ethics involves striving for the “right conduct” to make every one of us a worthy representative of the company, its business units, and its subsidiaries. That means staying true to the company, ensuring transparency when we act in its name, respecting others and leading by example. Overall, our production and administrative processes are covered by procedures that include internal control provisions. However, individual conduct can fall outside these provisions as it is difficult to monitor in a broad sense, often lying beyond the bounds of the aforementioned processes. This Ethics Program aims to remind all employees, consultants and contractors of a few principles that can help in dealing with specific situations that can sometimes be difficult to gauge. Specific measures and procedures that implement these principles are listed in Planate policies.

Inappropriate individual conduct can have a significant negative impact on our business, our reputation and our image at every level of the company and even, as a result, on Planate as a whole. This Program aims to provide everyday advice to help everyone adopt the right attitude when it comes to respecting others, respecting customers, respecting contracts and respecting the rules and regulations we live by.

The Program also gives every employee, consultant and contractor (hereinafter any of them shall be referred to as an employee for convenience) a means to report or reach out for assistance regarding unethical conduct linked to issues such as fraud or embezzlement, mainly in cases where conventional channels are not enough. The Program will be reviewed at least annually to reflect any new best practices or changes that must be adopted based on the reports of the employees.

Lastly, this Program encourages anyone facing an abnormal or difficult situation to seek the right response, either individually or with the help of a manager. This task is made easier by answering four universal questions:

- 3.1. Is my decision in the interests of the company?
- 3.2. Is my decision consistent with the values of the company and/ or my job?

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- 3.3. Does my decision meet legal requirements?
- 3.4. Am I ready to assume full responsibility for my decision with regard to my colleagues, other employees, my superiors or third parties?

4. BEST PRACTICES IN BUSINESS CONDUCT

Forging strong, lasting relations with stakeholders—such as customers, suppliers, and authorities—means understanding that the interests of the company lie in maintaining a balanced relationship with these different parties. That involves treating our contacts with respect, courtesy and professional diligence in line with rules with which we are required to comply or which we apply ourselves when acting in the interests of Planate.

In this respect, each one of us should be careful not to:


- 4.1. put ourselves in a situation that gives rises to a conflict of interest, such as being involved in a decision that promotes individual interests over the interests of the company;
- 4.2. seek or accept gifts of any kind that may influence a decision, now or in the future;
- 4.3. offer undue compensation, involving financial gain, influence or other benefits, as part of or alongside business dealings.

Such situations can sometimes be difficult to detect and warrant asking questions more frequently than in other cases, particularly when the employee is making decisions about business transactions. An immediate supervisor may provide further assistance on such matters.

In addition to these common-sense principles, our ethical approach aims simply to ensure the success of Planate and its sections, defend their interests, and cultivate lasting commercial, social and institutional relations based on respect for our partners.

Above and beyond these situations, best practices in business conduct are underpinned by fair and faithful transactions coupled with a professional approach apt to strengthen our reputation.

The integrity expected of everyone is a cornerstone of our quest for excellence, both in terms of our service — which means only making promises we can keep — and the overall interests of Planate.

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5. RESPECTING THE LAW

Although it may seem obvious, it is everyone’s professional responsibility to respect the relevant legal requirements governing their work environment, whether they involve international, national or more specific regulations. The same applies to respecting contractual commitments. Since the legal field is often complex, key issues linked to our business—such as matters related to safety and competition law—should clarify and discussed where applicable.

Each of us should also be aware that increasingly specific legal matters often require expert input, either from a manager or from legal specialists, once they reach a certain level of complexity. Such requirements allow us to better understand and manage individual legal risks as needed.

6. FAIR COMPETITION

Planate operates in a competitive environment. Its capacity to react to that environment reflects the benefits it offers to customers, thereby contributing to its own lasting success.


Rules governing the free market have a direct impact on most of our activities and will very soon apply to all our operations. The company, therefore, needs to respect national and international regulations governing competition; it steadfastly rejects any practice that contravenes these standards.

All employees are asked to demonstrate vigilance in their conduct to ensure compliance with competition rules and are expected to refrain from slandering or disparaging competitors. In this respect, we should avoid any conduct or comments that we do not wish to be associated with Planate.

7. RESPECTING OTHERS

Planate attaches special importance to ensuring that each of its employees treats others—whether customers, colleagues, partners, suppliers or supplier personnel—with the care and attention needed to maintain a professional reputation of the highest standard.

This includes respecting other people’s rights, dignity, and culture. On an everyday level, this reflects the importance of giving customer comfort priority over our own immediate concerns should such a situation arise.

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Planate encourages all employees to uphold these principles in their dealings with others, which means paying attention to respecting the private lives of everyone, applying company policy on diversity, non-discrimination and the prevention of any form of moral or sexual harassment. Cultural developments and differences in understanding between generations can also give rise to difficulties. These issues deserve to be addressed more frequently than others to ensure individual conduct is appropriate for the situation at hand. Immediate supervisors can provide input to assist in this regard. Ethics also give rise to rules of conduct that help employees avoid any behavior that risks putting them in difficulty or tarnishing the image of the company. The goal is to ensure that each individual act in a manner consistent with respect for others.


8. MUTUAL TRUST

The quality of relations between Planate and its employees affects the performance of the former and the personal fulfillment of the latter. The quality of this relationship over time strongly influences the way in which all partners perceive Planate and its employees.

As part of this drive to build lasting relations with all stakeholders — including customers, suppliers, and authorities — all employees are expected to demonstrate fair and faithful conduct in their business dealings, in which the interests and image of the company must always be of paramount importance.

As a result, everyone is expected to act in good faith while constantly striving to be constructive. That in return allows us to expect the same professionalism and behavior of the people we deal with to build a relationship based on mutual trust.

Planate expects the same standards of loyalty and good faith in relations between colleagues, along with a drive to ensure transparency in the work environment by providing comprehensive, detailed information. These standards include the attention that each person should devote to preserving the use and value of company assets.

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In some cases, employees may find themselves working as an elected representative or through an association. These activities must be exercised in a manner that avoids any conflict of interest or suggestion of acting on behalf of Planate.

Talking to the media is strictly subject to approval from an immediate supervisor whenever this is done in the name of Planate.

9. RESPECTING CONFIDENTIALITY

Protecting the information obtained in the course of business requires constant vigilance, the importance of which can often be underestimated.

Any confidential information relating to customers, partners, suppliers and employees must always be safeguarded, with special attention paid to the methods used to protect such data.

Each individual employee must take the necessary steps to protect any information they obtain during business, ensuring such information is not communicated or distributed. This involves using adequate methods to prevent any inappropriate or malicious use of their workstation.


Some information may also be of special interest to and used by competitors, suppliers or even customers. This naturally runs contrary to the interests of Planate.

Employees particularly exposed to such risks should regularly assess their position and talk to supervisors and Planate experts to ensure that relevant procedures are in place and that the correct approach is adopted and applied.

Conversely, Planate prohibits any illicit attempt to obtain information on competitors or partners.

10. MANAGERS & ETHICS

Being a manager means being responsible for supervising and leading a team within the work environment. Teams large and small expect to be organized, guided, encouraged, trained and valued by their manager with the specific goal of achieving one or more clear targets that are identified, recognized and shared in the interests of Planate.

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A manager is the first person to whom an employee can turn for help in clarifying certain topics covered in this Program, or for assistance in seeking answers to ethical issues. It is important that managers familiarize themselves with this Program and discuss it regularly, referring to it when needed while promoting, implementing and upholding its goals.

Managers are expected to identify and clarify the purpose of their actions and those of their employees.

Convention and circumstances can lead people to quickly lose this sense of perspective and, as a result, their overall bearings amid burgeoning regulations.

11. LEADING BY EXAMPLE

Leading by example means being able to clarify decisions by promoting collective interests over personal precedents.


Managers’ conduct and behavior send a strong message to others. However, managers themselves can often underestimate their impact—positive or negative.

The ability to lead by example provides a quick and clear demonstration in the work environment that managers also subscribe to Planate values, along with the ethical standards that result from and convey these values. It is this consistency that underpins our ethical approach.

12. REPORTING UNETHICAL CONDUCT

Planate provides all employees with a means of disclosing information on unethical practices in the workplace with a view to acknowledging, recording and resolving any issue reported in good faith relating to cases of fraud, corruption, anti-competitive practices or embezzlement This system in no way replaces the work of existing bodies or the use of conventional channels available to employees (provided by immediate supervisors, HR managers, finance managers).

The “whistleblowing” system was put in place in the interests of the collective and should be used as a last resort. Its use is not mandatory.

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Anyone reporting unethical conduct in good faith shall be protected against legal action or proceedings resulting from the decision to report an infringement. However, wrongful use of these procedures exposes those responsible to disciplinary action or prosecution.

Individuals who use the system to report unethical practices are guaranteed anonymity. The rights of those whose conduct is called into question are also respected.

Please send all reports about unethical conduct to Planate President, Chris Decker at chris.decker@planate.com or to Planate Risk/Compliance Manager, Igor Gavrylov at igor.gavrylov@planate.com, and/or via Ethics hotline address at ethics@planate.net.