

# ANTI-CORRUPTION CODE OF CONDUCT



# 01 GENERAL PRINCIPLES:

## Scope of the Anti-Corruption Code of Conduct.

The CMA CGM Group and all employees of the Group undertake to comply with this Anti-Corruption Code of Conduct, which forms an integral part of the Internal Regulations. These Internal Regulations together with the CMA CGM Code of Ethics set out the ethical framework and form the foundation of the Group's values as regards the fight against corruption and influence peddling. They govern the Group's relationships with its employees, customers, suppliers, agents and with any other public or private organisation.

All CMA CGM employees must exercise caution in the performance of their contract of employment, in order to ensure that they do not commit any unlawful acts.

Any questions, misunderstandings or doubts that employees may have regarding the applicable legislation, this Anti-Corruption Code of Conduct and/or their content must be notified immediately to their line manager and to the Compliance Department (ho.abc@cma-cgm.com).

## Definitions.

Corruption may be defined as the action by which an individual responsible for performing a specific public or private duty improperly solicits or accepts a donation, offer or promise for carrying out, delaying or failing to carry out any act which falls directly or indirectly within the remit of their duties.

French criminal law identifies two types of corruption:

- Passive corruption is when such a public or private person profits from their position by soliciting or accepting donations, promises or benefits for carrying out or failing to carry out an official duty; this person is known as the corrupted party.
- Active corruption is when a natural or legal person ensures or attempts to ensure, by offering donations, promises or benefits, that such a public or private person carries out, delays or fails to carry out or delay an official duty or an act facilitated by them; the third party is known as the corrupting party.

Although they are obviously complementary, these two offences are distinct and independent of each other.

## 02 THE FIGHT AGAINST CORRUPTION AND INFLUENCE PEDDLING:

The French Criminal Code sets harsh penalties for active and passive corruption, as well as for influence peddling, which is defined as the act, by anyone, of unlawfully soliciting or accepting any offer, promise, donation, gift or benefit of any nature whatsoever, for themselves or for another person, for abusing or having abused their actual or perceived influence in order obtain any honour, employment, contract or any other favourable decision from any authority or public body, or to accedes to any such requests.

Any action falling within the definition of a corrupting act (active corruption or passive corruption), whether direct or indirect, public or private, could expose the perpetrator and the Group to civil and/or criminal sanctions.

In addition, any person who, by their own act, incites or who knowingly prepares, facilitates or aids the performance of corruption, could be found guilty of aiding and abetting corruption.

Additional sanctions such as the deprivation of civic rights, prohibition on bidding for public contracts and the restitution of any payments unlawfully received, may be imposed on both the employee and the Group.

### Elements constituting corruption and influence peddling.

The legislation refers to "offers, promises, donations, gifts or benefits of any kind". This very wide-ranging list includes direct benefits (goods in kind, sums of money, the granting of a loan or opening of a line of credit, performing work free of charge, kickbacks, etc.) or indirect benefits (the cancellation of a debt, recruitment of a relative, offer of an internship, etc.), which may sometimes be obtained via a third party.

Simply offering or promising something of value may prove to be illegal.

### People covered by corruption and influence peddling.

The people or entities who offer or accept illegal benefits and payments are most often public officials, but they may also be private individuals, such as customers, suppliers or partners.

#### Gifts and Hospitality Policy.

Gifts and hospitality must not be offered to customers or accepted from third parties, except in the following circumstances:

- As gifts, promotional items bearing the Group logo, aimed at raising the profile of the Group and its quality of service.
- As hospitality, hospitality that is reasonable and appropriate in nature and which does not undermine the Group's image or reputation, in strict compliance with any local regulations in force regarding corruption and with the Group Gifts and Hospitality Policy.

In this regard:

- The list of gifts that may be offered to customers can be obtained from the Communications Department.
- The rules concerning hospitality (invitations to meals, entertainment, gifts, etc.) are contained in the Group's Gifts and Hospitality Policy.

Any employee who is offered an invitation or a gift that exceeds the value set out in the Group's Gifts and Hospitality Policy must decline it unequivocally.

Employees are strictly prohibited from offering or accepting gifts or hospitality in their own name or at their own expense to or from any third party that has a business relationship with the Group.

The giving or receiving of cash, per diem allowances, or any cash equivalent (such as gift cards) is strictly prohibited.

Any hospitality exceeding the limits set by the Group's Gifts and Hospitality Policy must be approved in advance by the Compliance Department (ho.abc@cma-cgm.com).

If the gift and hospitality regulations in force in any country are more stringent than those in these regulations, the rules imposed in that country will prevail.

## Travel/Accommodation.

The provision of travel and accommodation to third parties is prohibited, except in the strictly limited circumstances set out in the Group's Gifts and Hospitality Policy.

## Marketing Events.

Invitations made to third parties to attend marketing events must be submitted in advance to the Communications Department, which has the sole authority to approve them or not.

Invitations made to our employees to attend marketing events must be submitted in advance to the Communications Department, which has the sole authority to approve them, having consulted with the Compliance Department.

## Patronage/Sponsorship.

Requests for gifts, donations, patronage, sponsorship or contributions in general must be carefully considered, particularly when they are received from individuals who are in a position of influence over the company's business or who stands to benefit personally from any gift that may be given.

Special caution should be employed regarding contributions made to charitable organisations that are affiliated with or sponsored by public officials, members of their family or persons associated with these public officials, to whom strict restrictions generally apply.

Any requests for contributions must be submitted in advance to the Communications Department, which has the sole authority to approve them, having consulted with the Compliance Department.

## Representatives of third parties.

There is a rigorous selection process for collaborating with a third party (supplier, co-contractor, subcontractor, intermediary, agent, etc.).

This ensures that third parties are selected based on their merits alone (price, quality, reputation, integrity and social responsibility).

All agreements and arrangements with third parties must be enshrined in a written contract.

Payments to third parties must be made only if they are legitimate, comply with contractual terms and are made against a proper invoice. No payment must be made without the correct documentation, including proof of the work carried out; receipts must be provided for out-of-pocket expenses. Payments must never be made in cash.

## Facilitation payments.

Facilitation payments are strictly prohibited under French law. These are unofficial payments of small amounts aimed at facilitating or accelerating routine procedures, including administrative procedures such as permit applications, visas, customs clearance, etc. Under no circumstances should they be paid.

In the case of extortion, for example involving a threat to the safety of a Group employee or vessel, if such a payment is necessary to avoid harm, the employee's line manager and the Compliance Department ([ho.abc@cma-cgm.com](mailto:ho.abc@cma-cgm.com)) must be notified immediately.

## Lobbyists.

Lobbying (or representation of interests) enhances dialogue and informs the decisions made by public authorities that are likely to affect the interests of maritime stakeholders such as the CMA CGM Group. However, lobbying efforts must be professional, reasonable and appropriate in order to avoid the appearance of influence peddling. Therefore, any Group employees working in this field must comply with the regulations in force and the Group policies regarding representation of interests.

## 03 IMPLEMENTATION:

### Conflicts of interest.

All Group employees must avoid any potential conflict of interest or appearance of conflicts of interest.

If, despite having taken care to avoid any potential conflict of interest, an employee should nevertheless find themselves faced, directly or indirectly, with such a situation, they should take the initiative to personally withdraw from the relevant project and immediately alert their line manager and the Compliance Department of the potential conflict.

### Accounting records.

Group employees whose duties include checking accounts (audits, approval of financial statements) should exercise particular caution that the accounts are fair and accurate so as to prevent any act of corruption being concealed in the books, registers or accounts.

### Reporting of practices that do not comply with the Anti-Corruption Code of Conduct.

The CMA CGM Group encourages the reporting of any observed or presumed infringement of the law or the internal policies, by contacting the relevant manager or using the company-approved methods for reporting compliance issues. The CMA CGM Group has a whistleblowing system that is available 24/7 on the website: <https://cma-cgm.ethicspoint.com> and over the telephone, the numbers for which are listed, by country on the Group intranet. Furthermore, the CMA CGM Group undertakes to protect anyone who has, in good faith, reported a potential breach of the law or of internal policies from any form of reprisal.

### Penalties for breach of the Anti-Corruption Code of Conduct.

Employees will be personally liable for non-compliance with these rules and they may be subject to disciplinary sanctions such as those set out in the internal regulations and in accordance with applicable employment legislation, as well as to civil and/or criminal proceedings.

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