



GDF SUEZ

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**GDF SUEZ and the GLOBAL COMPACT**  
**COMMUNICATION ON PROGRESS REPORT**  
*«Global Compact Advanced»*

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## The Global Compact: GDF SUEZ renews its commitment

The Global Compact was launched in 2000 under the ægis of the United Nations. It asks companies and other organizations to support the United Nations goals and enact, within their sphere of influence, a set of ten principles in the areas of human rights, labour standards, environment and anti-corruption.

The results of the Global Compact are clear: in 2014, the Global Compact has nearly 12 000 members in 145 countries. The aim of the French Global Compact network, that I was chairing until May 2013, is to encourage French companies to embrace the principles of the Global Compact. More than 1000 companies and organizations are members. The French network facilitates exchanges of best practices and organizes meetings with leaders in the field of sustainable development and corporate responsibility. It also helps small and medium-sized businesses prepare their annual Global Compact report.

As a member of the Global Compact, GDF SUEZ, a major global industrial Group, is helping to promote the ten principles by developing its businesses around a responsible-growth model. Our ambition is around a responsible-growth model to take up the great energy and environmental challenges: responding to energy needs, ensuring the security of supply, combating climate change, preserving biodiversity, optimizing the use of resources and contribute to the socio-economical development.

The GDF SUEZ Group's environmental and societal responsibility policy, its principles of corporate governance, and its foremost charters all comply with the principles of the Global Compact. Moreover, since 2012, GDF SUEZ invites its suppliers to join the Global Compact. In addition, GDF SUEZ has signed the two Global Compact initiatives: Caring for Climate and the CEO Water Mandate.

In 2012, during the Rio+20 Summit, GDF SUEZ has presented its commitments to the three UN energy goals. GDF SUEZ has developed several projects to promote access to modern energy and develop its management of renewable energies while maximizing the energy efficiency of its production facilities. To provide access to essential services for the most vulnerable populations, GDF SUEZ has developed economically viable solutions tested in several countries with support from local governments, sponsors, social entrepreneurs and companies. The Group also created an international social programme entitled "Rassembleurs d'Energies" Its aim is to support social entrepreneurs working to provide sustainable access to energy for poorer populations and reduce energy poverty in France and around the world.

GDF SUEZ is proud to be a member of the Global Compact and to integrate the ten principles into our industrial activities worldwide. I am delighted with the vitality and growing recognition of the Global Compact. It is a pleasure for me to renew the Group's commitment to incorporating the ten principles of the Global Compact into our strategy for sustainable and inclusive green growth .



Gérard Mestrallet

Chairman and CEO of GDF SUEZ



# Table of contents

Preface

- 1. Global Compact Principles: Examples from Practices .....p.6
- Human Rights.** .....p.6
- Principle 1 .....p.6
- Principle 2 .....p.6
- Labour Rights – Employee-Management Relations** .....p.16
- Principle 3 .....p.16
- Principle 4. ....p.16
- Principle 5.....p.19
- Principle 6 .....p.19
- Environment** .....p.23
- Principle 7.....p.23
- Principle 8.....p.23
- Principle 9 .....p.42
- Combating Corruption**.....p.47
- Principle 10.....p.47
- 2. Environmental and societal policy.....p.49
- 3. Materiality matrix.....p.56
- 4.Partnerships and Memberships .....p.60
- 5. Reports and analyses.....p.63
- Annexes .....p.64
- Annex 1-Reporting on the Principle 10.....p.64
- Annex 2- GDF SUEZ Profile.....p.81
- Annex 3-Publications .....p.83
- Annex 4-The Ten Principles of the Global Compact .....p.84

## 1. GLOBAL COMPACT PRINCIPLES: Examples of best practices

### **HUMAN RIGHTS**

#### **PRINCIPLE 1**

Businesses should support and respect the protection of internationally proclaimed human rights.

#### **PRINCIPLE 2**

Businesses should make sure that they are not complicit in human rights abuses.

GDF SUEZ is one of the global energy sector's role models, a leading group in its fields of activity, taking on the major challenges of the future: security of supply, combating climate change, sustainable development, and respect for people.

### **A commitment to human rights, through ethical commitment**

The Group's commitment to human rights is shown in its ethical principles, "acting in accordance with laws and regulations", "establishing a culture of integrity", "behaving fairly and honestly", and "respecting others". The latter principle implies in particular "the respect for the rights of individuals, for their dignity in all circumstances and for their differences, as well as the respect for cultures" and "governs the [Group] policy on the respect for private life and diversity, the fight against discrimination, and the prevention and punishment of bullying and harassment" (extract from the Ethics Charter, p.11).

GDF SUEZ action principles and ethical principles are rooted in international reference texts, in particular:

- the Universal Declaration of Human Rights and Additional Protocols
- the standards of the International Labor Organization (ILO)
- the Guidelines for Multinational Enterprises, laid down by the Organization for Economic Co-Operation and Development (OECD)
- the United Nations Convention against Corruption
- the ten principles of the Global Compact.

The Group “places particular emphasis in each of its activities on respect for the spirit and letter of the 1948 Universal Declaration of Human Rights” and “it is also particularly vigilant with regard to the sensitive situations to which it may be exposed” (extract from the “Ethics in Practice” Guidelines, p. 28-29).

The Group's Ethics Charter, adopted by the Board of Directors in 2009, and the accompanying ethical documents apply to all Group employees and entities. They can be accessed on the company website by all stakeholders both within the Group and outside of it, and are available in twenty one languages. They define the ethical principles that all GDF SUEZ employees are expected to apply to their professional practices and conduct towards anyone with whom the Group has to work.

In particular, employees are “asked to consider the impact of their actions and decisions on people, and to ensure that people are not damaged either in their integrity or in their dignity through the actions of a Group entity or one of its employees” ; and suppliers “must follow the ethical principles [of the Group]” (Extract from the “Ethics in Practice” Guidelines, p.28).

To formalize and explain these ethical commitments, the Group adopted in May 2014 a human right Referential “Commitments and implementation”. It describes the procedure for implementing the ethical principle “Respecting others” and expands on the guidelines presented in the Group’s ethical documents. It aims also to provide the means to effectively implement them by providing for the establishment of appropriate operational process (cf Part “*implementation of a human rights due diligence*”). It is based on the recommendations of the UN Guiding Principles on business and human rights.

The Referential highlights the first Group’s commitment: “to carry out its activities in accordance with internationally recognized human rights wherever it operates” by referring to international standards relating to the protection and defense of human rights. It declines specific commitments linked to the Group’s activities:

- Ensuring compliance with the fundamental rights of its employees, as defined by the ILO standards.
- Rejection of all forms of harassment and violence in the work place and offers its employees a work environment respectful of their individual freedoms and their privacy.
- Ensuring that its activities do not infringe the rights of local communities surrounding its sites and that assignments related to the security of its assets and its employees are conducted with respect for human rights.

GDF SUEZ maintains constant and proactive dialogue with its stakeholders, through dedicated operational mechanisms for dialogue and consultation and by its participation to voluntary initiatives. Grievance mechanisms are also implemented at the corporate and operational levels available for anyone who feels affected by the activities of the Group.

### **The Extractive Industries Transparency Initiative (EITI)**

EITI is a coalition founded in 2002. Its members are nations, companies, civil organizations, investors and international bodies. It aims to improve disclosure of revenue flows and payments in the oil and natural gas sectors by requiring companies to publish what they pay and governments to declare what they receive. As of now, more than 80 of the world's largest oil, gas and mining companies support EITI. The initiative has three objectives: to ensure transparency in payments and revenue flows generated by the extractive industries, to make this information available to civil society and the general public, and to encourage correct use of the wealth of natural resource as an engine for economic growth that contributes to sustainable development and poverty reduction. GDF SUEZ has been an EITI member since July 2009 and, as such, published payment information on EITI member countries in which GDF SUEZ conducts exploration-production activities. EITI perfectly reflects the Group's objective of balancing human rights and transparency of activities. GDF SUEZ recognizes the importance of supporting improved governance in resource-rich countries through the publication of payments to governments from oil, gas and mining. In this respect, the Group:

- Publishes EITI principles on its website
- Financially contributes to EITI
- Shares contacts with multi-stakeholder groups in other countries and participates in working groups in countries where GDF SUEZ is present
- Reports annually to EITI for the following countries: Germany, UK, Netherlands, Australia and Norway.

### **The “Entreprises pour les Droits de l’Homme” (EDH) Initiative**

GDF SUEZ is one of eight founding member companies of the French association “Entreprises pour les droits de l’Homme” (EDH) [Companies for Human Rights], and has held the Presidency since its formal establishment in 2009. Inspired by the BLIHR (Business Leaders Initiative on Human Rights) launched in 2003, EDH is a forum for sharing and working to improve integration of human rights into companies’ policies and practices.

The work of the association aims to promote operational implementation of the United Nations Guiding Principles on business and human rights: development of tools, exchanges of good practices and contributions to national and international debates. The association is in particular member of the national CSR platform launched by the French government in June 2013.



### **The Bettercoal Initiative**

GDF SUEZ is member of Bettercoal, a not for profit organization established by a group of major European utilities to promote the continuous improvement of corporate responsibility in coal mining. The vision of Bettercoal is a coal supply chain that protects the environment, respects the rights of people, and contributes positively to the livelihoods of workers and communities, and to the sustainability of producers.

Bettercoal developed a Code, which aims to become a globally accepted standard for ethically, socially and environmentally responsible practices in the coal supply chain ; these practices are assessed by independent third party assessors qualified by Bettercoal. The operational phase of mines assessments started in April 2014.

<http://bettercoal.org/>

### **A well-structured ethical approach**

The commitment to ethical practices is led and managed at the highest corporate level by the Chairman & CEO and by the General Secretary, who is a member of the Group's Executive Council and is Group Ethics Officer. GDF SUEZ top executives have primary responsibility for the implementation of ethical practices. However, ethics and compliance-related responsibilities are defined at all levels of line management.

Within the General Secretary's office, the Ethics and Compliance Division oversees the achievement of the Group's ethics and compliance objectives. It drafts the basic documents and standard references in this area, and promotes their implementation by the business lines and support functions. It also organizes internal and external reporting on these matters.

It runs a global network of more than 190 ethics officers, who relay its missions within the entities. An intranet site devoted to managers and compliance officers provides access to communications tools for disseminating ethical rules: Charter and guide, reference documents, procedures, and educational presentations that foster the adoption of the principles.

### **High-level bodies in charge of monitoring ethical commitments**

- The GDF SUEZ Ethics, Environment and Sustainable Development Committee: its role is to ensure compliance with the individual and collective values on which the Group bases its actions and rules of conduct that every employee must follow. It supervises the development and implementation of ethics and compliance systems within the Group and ensures that they have been subject to application and control procedures.
- The Ethics Officers' Steering Committee: it is made up of Ethics and Compliance Division managers and business line ethics officers for promoting and overseeing the achievement of Ethics Action Plans and for checking the operational feasibility of the measures proposed.
- The Compliance Committee: this committee is chaired by the Group Ethics Officer for promoting and overseeing the implementation of compliance procedures. It keeps abreast of ethical issues and ensures that appropriate measures are taken. The Compliance Committee reports to corporate governance bodies and to General Management on monitoring the GDF SUEZ ethics program.

### **Implementation of a human rights due diligence process**

In accordance with the United Nations Guiding Principles, the human rights Referential "Commitments and implementation", adopted in May 2014, formalizes a human rights due diligence process which covers all the company's activities. This referential complements the Group's existing actions related to the respect for human rights.

#### **1.Integration of human rights in the overall ethical compliance management:**

Human rights commitments fall within the Group's ethical policy and are integrated into the processes linked to ethical compliance.

**Human rights risk** is specifically identified in country risk assessment and in ethical risks assessment, part of the Group's risk review. A presentation of these ethical risks is also given to the Board of Directors' Ethics, Environment and Sustainable Development Committee.

Human rights risks are incorporated in the Group's **investment process**: major capital investment projects (those presented in Commitments Committee) is analyzed in terms of ethical and sustainable development, including a specific human rights criterion.

The Referential includes greater consideration on human rights in the annual compliance procedure: the ethics officers prepare a report on the progress in ethical organization made by their respective entities, submitting this, together with a compliance letter from the entity's manager, to the CEO & Chairman via the business line ethics officers. Based on these reports, the Group Ethics Officer prepares the GDF SUEZ annual compliance report in four topic areas: distribution and sponsorship by management of group ethics principles, incorporating ethics into management's cultural references, ethical risk management, and compliance management. Human rights are explicitly included in this annual compliance report.

Internal control items linked to human rights and to the Referential implementation must be included in 2014 in the internal control program. Audits on the implementation of the Referential will be carry out in 2015. In addition, GDF SUEZ has implemented an ethics incident procedure deployed in the business lines and BUs in six areas, including “social responsibility and human rights”.

#### **Awareness-raising and training programs for employees on human rights**

Training and awareness-raising programs will be developed in 2014 to support the deployment of the Referential. The actions taken in 2013 are the following:

- Setting up and distributing in December 2013 an operational guide for managers on the due diligence process upheld by the UN’s July 2011 Guiding Principles. The guide, coordinated by the EDH association, presents the specific elements of the due diligence process in terms of human rights, and describes the steps to be followed to ensure effective deployment.
- A one-day training module for managers: since 2010, the EDH association has established a one-day training module for managers of member companies. It has a dual goal: to raise awareness of human rights issues and to systematically incorporate human rights components into management decision making. Four sessions took place in 2013, run by top-level speakers, academics, and recognized experts in the field.
- communication to the ethics officers on human rights issue: 2 web conferences (June 2013 and May 2014) dedicated to human rights ; a specific webpage on the Group’s ethics intranet which contains information on the human rights challenge for business, the Group approach and practical tools.

#### **2.Integration of human rights into Group policies and processes:**

The Group policies and processes incorporate a human rights component when it is relevant (for example: responsible purchasing policy, health & safety Group policy, guidelines for security forces...). In particular, the risks specific to certain functions, businesses or activities are identified and subject to appropriate risk management measures.

The operational implementation of the Referential enables the Group to accurately identify the issues and the risks it faces and implement appropriate measures.

#### **Human rights and business relationships:**

The human rights Referential explicitly provides for the integration in all contracts with suppliers and partners of a provision requiring the respect by them of the Group’s human rights commitments.

This commitment completes existing actions of the responsible purchasing policy in relationships with suppliers:

integration of ethical guidelines in the procurement process, an “ethics and sustainable development” clause on the general conditions of purchase, “Ethics and purchasing” training.

### 3. Systematic risk assessment at the operational level:

Each Business Line and each Business Unit has to ensure compliance with the Group's commitments at local level. As such, they must :

- Annually assess human rights risks of their activities and implement a risk control action plan for any risk identified
- Evaluate any new project, new business relationship, during the development of a new activity or facility in a new country with regard to human rights.
- Exercise particular vigilance in "high risk" countries
- Establish operational mechanisms of dialogue and consultation and grievance mechanisms for stakeholders

#### **Methodological tools specific to the group:**

To help Business Lines and Business Units implement the Referential, the Group developed dedicated tools:

- A self-assessment tool for human rights policies and practices to analyze annually their practices with regard to the Group's commitments
- A check-list of key points to consider in project management
- A country risk-assessment tool
- 

### **Acting for local development**

As an international Group, GDF SUEZ is a socially responsible company in all the countries where it operates. This commitment takes different forms and is adapted to local socioeconomic contexts to be as concrete and effective as possible. As a participant in long-term activities that provide essential services to populations (energy, water and waste services), GDF SUEZ is a major player in local sustainable development. It is involved in many diverse areas:

- the establishment of new infrastructure (natural gas, water)
- improvement of living conditions through access to services
- solidarity through aid to low-income households
- conservation of the environment
- jobs creation
- support for development of local economies
- support for community groups and general interest participants.

The Group has thus developed many actions, including several that are socially innovative. Its social commitment is also displayed in its response to calls for tenders. This approach is now mobilizing significant resources in terms of social engineering, both centrally and vis-à-vis the Group's operational entities.

## Access to energy challenges

In 2012, 1,2 billion people lacked access to electricity. In Europe, 1 in 4 is facing fuel poverty. As a major energy group, GDF SUEZ is particularly concerned by these two challenges, that of ensuring sustainable access to energy for all through renewable energy and to fight against fuel poverty. GDF SUEZ believes that the role business can play in development and poverty reduction.

From the experiments conducted for several years, the Group has used different methodologies to implement new social innovation projects. GDF SUEZ has used studies including project finance "Base of the Pyramid" (BOPs), for access to essential services and community in the field of energy.

The Group has also taken his experience of partnerships between public and private sectors, and populations. These partnerships are a source of know-how and complementary to a similar vision on how to implement these objectives. Partnerships with NGOs, companies and international institutions are a key success factor for identifying and designing a project. GDF SUEZ has developed innovative models to support projects of energy access for the poor, as for example the initiative "GDF SUEZ Rassembleurs d'énergies".

### **Initiative "GDF SUEZ Rassembleurs d'énergies"**

With "GDF SUEZ Rassembleurs d'énergies," GDF SUEZ intends to significantly strengthen its commitment to promoting energy access for the poorest populations and reducing energy poverty in France and around the world. To improve both "technical" and "financial" access to energy, GDF SUEZ-Rassembleurs d'Énergies uses 3 complementary approaches: investment via a social investment fund; donations via the "Solidarity through Energy" branch of the GDF SUEZ Foundation, which was launched on 28 September 2010 for micro-projects enabling energy access; and finally skills sponsorships that put employees' technical knowledge and expertise to work supporting the projects of social entrepreneurs, NGOs and associations. In 2013, eight investments projects were supported by the social investment funds, 23 projects were supported by the GDF SUEZ and more than ten technical assistance missions were carried out by foundation or Codegaz Energy assistance. The objective of the initiative is to continue to support projects internationally.

### **GDF SUEZ Observatory on water and energy scarcity**

In December 2009, the Group established an in-house observatory on energy and water insecurity to study, measure and understand the mechanisms behind water and energy insecurity and take action in every country where GDF SUEZ is present. The observatory on energy and water insecurity strives to provide decision-makers with a simple, flexible tool to better understand the problem of insecurity, document the Group's practices in countries where it has retail customers and more effectively tailor its products and services to vulnerable customers. An observatory of precariousness was created in Belgium Electrabel initiative, in collaboration with researchers from the Universities of Antwerp and Brussels.

### **Solidarity for low-income customers**

In all areas where the Group serves private individuals, it is particularly focused on lowest-income populations. The GDF SUEZ solidarity policy focuses on three areas: respecting legal obligations in terms of assistance to customers in need, setting up complementary procedures and respecting ethical principles adopted by the Group. The Group is particularly responsible for access to energy and water for the poorest populations. In this context, it has developed economically viable solutions tested in several countries with support from sponsors, social entrepreneurs and companies. In all areas where the Group serves private individuals, it is particularly focused on the lowest-income populations. The GDF SUEZ solidarity policy focuses on three areas: respecting legal obligations in terms of assistance to customers in need, setting up complementary procedures and respecting ethical principles adopted by the Group.

### **Extension of the social solidarity rate**

In France, nearly 5 million households are now in energy poverty. In 2013, GDF SUEZ has participated in the expansion of automation procedure for allocation of social tariffs for electricity and gas for the poorest customers. This work has resulted in an increase of more than 40% the number of beneficiaries of Special Rate Solidarity (TSS). End of December 2013, over 550 000 clients benefited from the Special Solidarity Rate (SSR) for a financial amount of more than EUR 40 million.

Specializing in solutions for energy efficiency, the Group is a partner of the national program "Living Better", whose objective is to help, by 2017, 300,000 customers living in fuel poverty in achieving of work improving the energy performance of their homes. A budget of € 13.3 million has already been allocated by the Group for the period 2011-2013. De Meanwhile, the network of Partners for Solidarity Mediation (PSM) created by the Group welcomed 60,000 guests in 2013 a number increasing every year. 260 PMS network deliver information, advice and solutions to better manage of situations where people cannot pay their bills and avoid the energy cut off.

### **Constructive partnerships to reach the Millennium Development Goals**

For the Group, sustainable development is critical in helping regions achieve socioeconomic development and helping our company achieve sustainable growth. A company like ours must confront many environmental, ethical, corporate and societal issues, which is why the Group was one of the first companies to launch projects aimed at meeting the Millennium Development Goals. The Group is a partner of many organizations working toward universal education and other social causes. It is present in the field to offer concrete solutions that create a sustainable environment for its customers and, every day, it takes many initiatives to support small business and local economies.

## Two associations humanitarian of GDF SUEZ employees

Providing access to essential services as growth drivers for the poorest populations is the overall mission of GDF SUEZ's associations for humanitarian aid composed of employees of GDF SUEZ.

\***Codegaz** is an international solidarity organization nonprofit founded in 1989 by the employees of GDF SUEZ, registered in 2007. It is intended for the poor, respect for their culture and their natural environment, the involved in the projects it implements. Codegaz meets the challenges are the fight against poverty, education and training, food self-sufficiency and the fight against malnutrition, access to water, access to health care, and access to energy. To drive its projects Codegaz mobilizes experts volunteers who organize the transfer of skills to the beneficiaries, to ensure the sustainability of achievements in place and allow eventual autonomy populations. Codegaz is taking action in a long-term vision and works in partnership with local stakeholders. Codegaz seeks to implement, whenever possible, multidisciplinary projects, with a view to local development. CODEGAZ research at the same time best possible use of existing resources to meet the needs of populations, and environmental benefits.

\***Energy Assistance (EA)** is a nonprofit organization founded in Belgium in 2001 by employees of GDF SUEZ Group. It aims to put the skills and expertise of its volunteer members, supported by technical means in the service of humanitarian projects intended for people who do not have access or have very limited access to energy services essential on all continents.

EA electrification projects are particularly relevant areas of health, education and local economic development. Since 2001, the association has completed 165 projects in 34 countries. In 2013, EA has completed 21 projects in three regions: Sub-Saharan Africa (16 projects), Latin America (3) and Southeast Asia (2). End of 2013, 62 projects were under consideration or being implemented primarily in developing countries.

EA has sister organizations in France, Italy and Monaco, founded in 2005 and 2011. Energy Assistance France, association law 1901, brings together employees of the energy branch of GDF SUEZ. They build in partnership with local NGOs or specialized agencies, projects that provide energy to the poorest populations. Health, education development of local agricultural or craft activity remain priority areas of our missions. More than 250 members support the association. It is among them that are proving project leaders and volunteers who leave the field. In 2013, 29 project leaders and volunteers are involved in the implementation of 12 projects, particularly in West Africa, Madagascar and the Far East. Energy Assistance France particularly keen to engage students of vocational schools and students in the implementation of projects to provide new experiences and openness to the world of business.

## **WORKING CONDITIONS – SOCIAL RELATIONSHIPS**

### **PRINCIPLE 3**

Companies should respect freedom of association and the right to collective bargaining.

GDF SUEZ seeks to develop and maintain relationships with all its stakeholders on all topics of social responsibility as defined in the ISO 26000 standard relations, listening and ensuring a structured dialogue with each of its parts stakeholders. Stakeholders are identified as close to the ground and exchanges initiated upstream projects and continued throughout their implementation.

GDF SUEZ willingness to dialogue quality and exemplary cooperation has led to the creation of representative bodies the Group. Cornerstone of the accession of all the Group's development strategy, social dialogue is now part of an international dimension.

#### **Negotiation and consultation at the heart of social relations**

GDF SUEZ is committed to uphold the freedom of association and the effective recognition of the right to collective bargaining. Our commitments on labor law based on respect for social dialogue and trade union rights, the right to vocational training and development and respect for the human person, including physical integrity. In addition, the Group's management, its subsidiaries and representatives can exchange within the representative bodies. Whether the agreements signed at: global (fundamental rights, social dialogue and sustainable development), European (professional equality between women and men, management of jobs and skills, basic principles of Health and Security) or French (quality of life at work), GDF SUEZ puts negotiation with partners at the heart of its human resources and social relations. The Group favors cooperation and dialogue in the common interest of economic development and welfare of its employees. This dynamic, engaged for several years, is the engine of sustainable growth of GDF SUEZ.

In 2012, GDF SUEZ has signed with all unions, a European agreement on professional equality between men and women whose aim is to promote in practice equal opportunities and treatment in all Group entities, in order to change the management culture, the culture of unions and develop diversity.

Monitoring Committees were held in 2012, as in 2011, the various agreements, either at European or global level French, to measure the implementation of these agreements within the Group and in particular to identifying good practices . GDF SUEZ supports the International Social Observatory ("OSI") and its work on well-being at work, the development of human capital policies and practical implementation of CSR. In 2013, OSI has created the Leaders Club Health Quality of Life at Work, organized a seminar in Morocco on social dialogue in the company, launched a new round of breakfasts "For humane and efficient management" and continued rapprochement with two associations: Europe & Company and RDS (Realities of Social Dialogue).



## **Strategy & Skills**

The vocation of the “Forward Planning of Employment and Skills” agreement [GPEC] signed by the Group is to reduce the gap between needs and outside resources. At the level of the individual, it gives employees the opportunity to play a real part in their own careers and to facilitate the setting up of a development plan. For instance, within France, five main missions were defined: to follow changes in businesses and skills, and their effect on employment in each region; to identify potential crossover points between businesses, to anticipate changes in businesses by making career paths secure; and to identify the training tracks related to changes in businesses. The fulfillment of those missions is ensured through the “Strategy & Skills” approach established in 2011, which is being deployed gradually.

To strengthen the deployment of the Strategy & Skills approach, the two concepts were taken up again in 2012 in the “Development for People, People for Development” guidelines, ensuring the consistency of the various HR policies and approaches so as to increase their effect on the Group’s performance and growth. In 2012, rigorous and innovative HR orientations were developed with, and for, the Group’s operating partners, to widen the Group’s managerial culture, to involve employees in the results and longer-term strategic objectives, and to strengthen the high-quality social dialogue and optimal HR performance at the service of others: the deployment of the GDF SUEZ Management Way, chartered to 42,000 managers, supports the Group’s transformation: the new “Development for People” guidelines link up with cross-Group policies (Recruiting for Development, Mobility for Development, Management for People, Learning for Development, and Coaching & Mentoring for Development) and programs devoted to specific audiences (Development for Senior Executives, Leaders for Tomorrow, Development for Experts, and Development for Functional Lines).

Moreover, the Group’s 13 HR networks (seven in France), which bring together more than 200 HR managers, facilitate job grouping exchanges, coordinate the smooth deployment of Group HR policies, the GDF SUEZ Management Way and the social foundation project, and efficiently pass on issues relating to jobs and mobility, particularly through the Committee for Management and Planning of Jobs and Skills, thereby implementing the European Agreement of 2010 (80% of the Group’s workforce is covered by these European networks).

## **Health & Safety: an ongoing dialogue with social partners**

Dialogue between employee representatives and trade union organizations in the fields of health and safety continued in 2012 at local level, Group level, and in the various businesses. The Health and Safety Steering Committee monitored the Group’s results, analyzed the causes of serious accidents and preventive measures put in place, and gave its opinion on proposed changes in the Group’s standards.

### **Health and safety as part of the agreement world Group on Fundamental Rights, Social Dialogue and Sustainable Development**

Economic performance of a company has no meaning unless it is accompanied by measures to ensure the health and safety of employees in addition to the safety of installations. In this area, GDF SUEZ applies a continuous improvement process to achieve a level of excellence.

The 2010-2015 Health and Safety Action Plan contains levers to move towards a proactive and shared culture. A mid race, actions taken contribute to a significant reduction in the frequency of accidents. However, a thorough study of fatal accidents showed that additional actions are needed to eradicate them. That is why a specific approach "zero fatalities" was launched in 2012. In 2012, the objective of reducing the frequency rate of accident 7.9 has been exceeded, it reached 7.6. Since 2008, the annual number of accidents with lost time accidents fell by 500, despite an increase of nearly 10% in the number of employees. However, the Group still regrets nearly 3,000 accidents with work stoppage per year. Efforts will be pursued to achieve the goal of less than 6 levels in 2015. Meanwhile, the duration of sickness absence decreases. These encouraging results are the result of fundamental actions undertaken for several years.

### **Health safety training**

The efforts regarding training continued in 2012. 28.4% du total number of the hours of training having been dedicated to the Quality, to the Safety and to the Environment and 1 368 managers trained regarding management of the health and the safety within GDF Suez University.

**PRINCIPLE 4**

Companies are requested to remove all forms of forced or compulsory labor.

**PRINCIPLE 5**

Companies are requested to effectively abolish child labor.

The Global Compact principles are integrated into the main reference texts of the Group. In this respect, are formally banned all breaches of the principles of the Global Compact and in particular the principles 4 and 5. The Group has various reference material. Ethics Charter Group, governance and a new policy Procurement and Supplies which is annexed the ethics clause, environmental and social responsibility, ethics guide relationships with suppliers, the act of commitment to social responsibility to suppliers. The procurement community is committed to being an ambassador Group values vis-à-vis its suppliers and a key player in its CSR (Corporate Social Responsibility).

Procurement (excluding energy), GDF SUEZ policy must be reflected in the procurement process and the exercise of buyer activity on a daily basis and in particular the establishment of a healthy relationship balanced with suppliers

**A responsible purchasing approach**

Purchases die Group has defined four ambitious objectives that contribute to the development and reputation of the Group:

- Be recognized in the Group's operating performance contributor;
- Be a model for transverse initiatives within the Group;
- Be a springboard for career development.
- Be the guarantor of the values of the Group vis-à-vis its suppliers
- Be a key player in its CSR

The Groupe Purchasing and Supply policy defines the objectives and principles that govern how the die-Purchasing Supply operates in interaction with the business internally and with market suppliers. Its policies are **to:**

- **Secure purchasing and supply external, meet the requirements of quality and economic performance:**  
Risk "Purchasing and Supply" was chosen as one of the priority risks of the Group since 2012 and a mapping of major risks identified at Group level has been achieved. It identified nine major risks. To manage - reduce their likelihood of occurrence or reduce their impact - an action plan has been defined

In 2014, the Management Committee decided to keep the risk of "Purchasing and Supply Chain" priority risks in the Group. Mapping is shared by all the Directors of Purchasing Branches to consolidate their own analyzes.

- **Meet its commitments and maintain balanced relations with suppliers** :GDF SUEZ has set up an online supplier portal accessible via internet. Providers can navigate all the group's commitments (including those of the Global Compact) and provide an opportunity for SMEs to come to self-register in the database providers GDF SUEZ. A project was launched in 2013 to improve our relationships with SMEs, an Action Plan in 2014 with several axes has been developed to prepare labeling Supplier Relationship Managers in 2015.
- **Effectively manage the exchange of information using tools and optimized processes**: GDF SUEZ has chosen to develop a web shopping solution, developed by a leading market information systems "Purchases" Synertarde editor, to effectively analyze purchases, better manage its suppliers and manage risk. This tool is interfaced with external service providers that enrich our data providers (Bureau Van Dyke, AFNOR, Maplecroft) and allow us to have a better analysis of our risk (country, suppliers).
- **Professionalise and develop the skills of employees**: The development of an online e-learning "Responsible Purchasing" since 2013 reached more than 400 buyers in the world. In 2014, a training program "shopping passport" was launched. This program provides classroom training and is supplemented by e-learning modules. Risks and supplier relations are part of this program and is scheduled to complete with specific training "ethical shopping", which has already been the subject of a pilot session.
- **Implement a portfolio management shop** by category to develop cross-strategies within the Group
- **Ensure that any agreement with a supplier** is based on a written document (from the contract approved by the Legal die templates, or command associated with terms and conditions including mandatory (new) clause ethical, environmental and social responsibility) previously negotiated and signed between the parties by the authorized purchaser, as the powers in force

#### **Assessment based on suppliers' Social Responsibility (CSR)**

GDF SUEZ ACESIA adopted a platform to assess the CSR performance of suppliers. This developed by AFNOR Solutions Purchasing tool is based on 16 questions on 5 areas: social, environmental, transverse, business organization, territorial anchorage. This pragmatic tool provides the buyer an indicator of the CSR performance of its suppliers. In 2014, the objective is to evaluate the main suppliers of GDF SUEZ.

### ***Training program for purchasers***

To help you find out what the term “responsible procurement” means, to get to know more about GDF SUEZ’s approach in this area, and to determine the best way of contributing to the Group’s commitments, an online training program has been set up. It is aimed at all purchasing teams. In particular, the various modules provide meaning to sustainable development, corporate social responsibility (CSR), responsible purchasing, the Group’s actions, and the incorporation of CSR within each stage of the purchasing process, taking into account the definition of needs, the life-cycle approach, labels, etc. Lastly, the training program deals with issues related to disability and to relationships with the protected worker sector.

This training addresses issues related to disability and relationships with companies in the sheltered sector. This training is part of the "Passport Purchasing" program that caters to all industry players Purchasing Supply of GDF SUEZ. This program aims to:

- Share the challenges facing the Group, its strategy and understand the contribution of die Purchasing Supply in the necessary transformation of the Group,
- Empower everyone to take ownership of the policy, methods and purchasing process to be more efficient, more agile in the exercise of its functions,
- Strengthen and develop individual skills in positioning business partner.

This training program is divided into two stages:

- Step 1: seminar-face 2 days (French or English)
- 2nd time: Sessions Online "Procurement ePassport.

### ***“Handy-Achat”, for useful, responsible purchasing***

To provide an effective, sustainable response to the GDF SUEZ Group’s commitment to meet its goal of reaching the 6% requirement for employing disabled people in France by the end of 2015, all Group Business Lines in France, working with Group Purchasing and Group Information Systems, have developed an extranet site devoted to purchasing in the protected worker sectors: Handy-Achat. The tool enables entities and subsidiaries to act at field level in favor of employing disabled people within the framework of their responsible purchasing policy.

### **Ethics Guide for the Supplier Relationship**

The guide “Ethics of Business Relationships: Governing Principles” is the benchmark reference guide, with seven action principles:

- Respecting laws, regulations, external standards, Group values, and in-house procedures
- Dealing with suppliers with fairness, transparency and impartiality
- Respecting, and ensuring respect for, joint commitments
- Maintaining confidentiality regarding all information exchanged
- Publicizing and respecting Group commitments in terms of ethics, sustainable development and social responsibility
- Refraining from all conflicts of interest that may affect objectiveness and independence of judgment
- Warning whenever there is a situation that infringes these rules.

### **Key Performance indicators**

Two indicators were defined in collaboration with the Department of Environmental and Social Responsibility, and will be integrated into the control panel of non-financial performance of GDF SUEZ:

- Share of supplier members of the Global Compact (% by number and % of sales)
- Local purchases as a percentage.

## **PRINCIPLE 6**

Companies should eliminate any job discrimination or professional discrimination

The Group has a proactive and ambitious global policy Corporate Social Responsibility for many years to fight against discrimination and promote equal opportunities.

As an extension of the global agreement on human rights, social dialogue and sustainable development signed November 16, 2010 with several global union organizations, a founding social project has been defined around four commitments for the Group to be a good corporate citizen integral, trainer and rooted in its territories. These commitments are reflected in the policies and actions in the field of corporate social responsibility of GDF SUEZ.

Employee diversity is imperative for an international Group. For GDF SUEZ, the fight against all forms of discrimination and promoting equal opportunities for all are key priorities of the human resources policy. Diverse work teams allow better meet customer expectations. For this diversity to be effective, the Group reaffirms the principle of equal opportunities in access to employment. It is committed to fight against all forms of discrimination in recruitment, access to training and promotion (professional equality between men and women, integration of disabled people, diverse backgrounds, etc..). This will be particularly open equal access to the company, including the benefit of inadequately trained people.

### **The Diversity Label**

In March 2012, GDF SUEZ has been awarded the Diversity of AFNOR, which recognizes and values and actions made by GDF SUEZ in preventing discrimination, equal opportunities and promoting diversity. As part of the continuous improvement process, this label is a companion tool for change and a "business asset" for the Group. A cell listening outsourced was set up and deployed to advise and inform a neutral, independent and professional, all employees who feel victim's actual or perceived discrimination. Based on internal mobilization of all actors, GDF SUEZ aims extension Label covering 42,000 employees 78,000 new employees to the interim audit scheduled for January 2014. Both France and Belgium awareness sessions Diversity were conducted with managers of the Group. This label is the result of collaborative work and motivation of all actors: the Diversity Committee chaired by Jérôme Tolot member of the Executive Committee in charge of the Energy Services business, the entire HR function, 40 referents Diversity within the entities, social partners.

**The Group's Social Commitment: to act as a socially responsible, diverse, corporate citizen.**

The Group has been implementing a global, voluntary and ambitious corporate social responsibility (CSR) policy for many years. The policy combats discrimination and promotes equal opportunities. A social foundation project was defined at the time of the extension of the global agreement on fundamental rights, social dialogue and sustainable development, which was signed on November 16, 2010 with several international trade union federations. The project is based on four commitments by the GDF SUEZ Group: to be a company committed to citizenship, solidarity and education, rooted in the regions. These commitments are demonstrated in the policies and actions implemented by GDF SUEZ in the area of corporate social responsibility:

- diversity within the Group,
- helping vulnerable people find work through professional integration programs, through sport, and through work placement programs.
- setting up socially responsible partnerships with the world of associations and with academics.

**Promoting professional equality**

In 2011, GDF SUEZ set itself four goals for 2015:

1. One third of newly appointed top executives will be a woman
2. 35% of high-potential managers (LFTs) will be a woman
3. 25% of female managerial staff
4. 30% of women recruited.

Alongside those commitments, the WIN (Women in Networking) network has nearly 900 members and offers regular dialogue and group reflection on professional challenges and Group strategy. The first Win's Day was held in July 2012. In 2011, 50 women from the LFT (Leaders for Tomorrow) program in France and Belgium benefitted from a year's mentoring by executives who agreed to launch this pilot program, and 60 women were integrated into the program for 2012. In 2012 also, GDF SUEZ University launched the Women's Leadership program, a new initiative set up within the framework of the gender equality policy. The program enables women managers and/or executives to develop their leadership skills by gaining confidence and being assertive.

**Contract Generation**

In September 2013, GDF SUEZ and two representative trade unions have signed a contract generation. Through this agreement the Group is committed to hiring 8,000 youth under 35 years CDI in France by 2015, including 3,000 under 25 years. The Group also sets the objective of achieving the 5% of its workforce in alternating, and hire 50% of them at the end of their training. The Group continued in 2013 related actions Seniors Agreement signed in 2009 with the trade unions, including in the implementation of talks second career. In 2012, the rate of recruitment of more than 50 years CDI has reached 6.1% against a target of 3%. The transmission of knowledge and skills will be enhanced by the development periods of retirement and encouraging the formation of young people. The agreement creates a new device for more than 55 years in retirement that will form the youngest.



### **Keeping seniors people at work**

In 2014, the Group continued actions related to the Agreement Seniors - perimeter France - signed in 2009 with the trade unions, including in the implementation of talks second career. A booklet containing examples of good practice is now available on the Group's intranet.

CSR Europe, the Group is a founding member, has completed a study in 2012 on active aging as part of the "2012 European Year of Active Ageing and Intergenerational Solidarity" of the European Union. This particular study contains a series of reflections and recommendations from business and active European platforms in the field of "seniors" with regard to the European Commission.

### **Acting for Employment Foundation (FAPE)**

In January 2013, GDF SUEZ and representative trade unions have created GDF SUEZ Acting for Employment Foundation (FAPE) under the aegis of the Fondation de France. GDF SUEZ reinforces its commitment to the social and professional integration of people with great difficulty or in situations of exclusion. The Foundation resources come from donations from employees and retirees are matched 100% by their corporate group. Thanks to the solidarity and generosity of donors, € 300,000 were awarded in a year, for twenty projects presented by insertion structures and addressing very remote from employment.  
<http://www.fapegdfsuez.com/>

### **Privileged relationships with social players, members of associations and academics**

With its regional roots and its privileged relationships with social players that include local municipalities and associations, the Group is pursuing its innovative social initiatives in the area of integrating and helping into employment "vulnerable" sections of society who are distanced from the networks and structures that usually assist with training and long-term employment. With FACE (Foundation for Acting Against Exclusion) whose president is Gérard Mesrallet, the Group is taking part in several innovative projects in France and internationally. There are 35 local structures of FACE Clubs involving Group employees in France and elsewhere in the world. A structure created in Belgium in 2011 now has around 18 member companies and another was started in Rio de Janeiro in June 2012 at the time of the Rio+20 Summit Meeting organized by the United Nations.

An international commission was created within FACE with the goal of developing structures internationally. Exploratory missions for creating FACE Clubs are currently underway in Tunisia, Morocco and Quebec, through FACE's "International Commission". Furthermore, a number of Group employees have been put at the disposal of organizations and foundations to bring them the skills they need for becoming fully professional. This new form of innovative partnership aid is also part of the new partnership policy aimed at getting Group employees more actively involved in actions within society. This is done mainly within the framework of a skills-based sponsorship system that is a win-win situation for all stakeholders.

## **Disability**

Each branch, subsidiary entity GDF SUEZ accepts the disability policy of the Group in France, taking into account operational and local specificities. Through collective agreements or agreements with AGEFIPH, these companies are taking action in favor of hiring people with disabilities, their professionalism, training and awareness on disability.

Since 2009, the Group has established a Disability Network Group in France, promoting the sharing of best experiences, the growing skills of disability business missions, synergies between entities and the implementation of common actions. The Group has developed with the Purchasing an extranet site dedicated to shopping protected and sheltered sector: handyachats. Week in the Handicap promoted. Since July 2012, the Group has put in place reporting to visualize more efficiently the volume of applications TH (disabled workers) and their impact on recruitment. A first exhibition "handyrecrudtday" was organized in 2013. 55 candidates applied 19 open positions. GDF SUEZ renewed for a period of 3 years its partnership with the Belgian Paralympic Committee. This partnership (renewed in March 2013 to 3 years) is intended to promote the employability and employment placement for young athletes with a physical disability in Belgian subsidiaries of GDF SUEZ Group allowing them to work according to schedules and suitable conditions, while pursuing their sporting career high (Paralympic Games, World Championships ...). This partnership was co-authored by Sports Ministers, the Secretary of State for Disabled People, sports leagues and the GDF SUEZ Group.

\* Association to manage the funds for the employment of people with disabilities.

## **Academic and university partnerships "diversity / CSR "**

GDF SUEZ have various partnerships in France including the academic world as Sciences Po, Paris-Dauphine\*. These partnerships encourage academic research in the field of "diversity" and help young students to continue their education through scholarships. This funding is often accompanied by a sponsorship stock through voluntary employees of the Group which are framed in a "Mentoring" Network.

### **Relations with associations**

Group collaboration with associations continues with, among other associations like FACE chaired by Gérard Mestrallet, involving Group employees within its 35 local structures FACE in France and abroad. Belgian Be.FACE structure works in Brussels since January 2011 and the Rio de Janeiro (Brazil) began operations June 19, 2012, at the "Rio +20 Summit" organized by the United Nations.

\* *Chair of Diversity Management offering the opportunity to Group managers attending this course.*

## **Policy Health and Safety Evolution results**

The improvement of all of the Group's personnel accident indicators continues with a reduction in the period of 2008-2013:

\* severity rate of 36% from 0.33 to 0.21;

\* frequency rate ("TF") 45% (from 8 to 4.4);

\* mortality rate (from 4.3 to 0).

The frequency index of commuting accidents (6) is also improved. He spent from May to April between 2010 and 2013.

These advances are the result of an improvement in all branches.

The level of profit achieved is better than the target (TF <4.9 end 2013) and helps to strengthen the position of Excellence Group.

Health at work, the Group's results are encouraging with a reduction in absenteeism for medical reasons 5% in 5 years. A new indicator is added to the dashboard since 2012: the number of new cases of occupational diseases. Consolidated in 2012 on the perimeter France, it is 133 on the perimeter world in 2013.

With regard to external and temporary service, eleven deaths accidents were recorded in 2013 against six in 2008. Frequency of accidents interim rose from 20.1 to 12 in 2013.

## **Health and Safety**

### **objectives**

Quantitative improvement targets for the period 2010-2015 have been set. They focus on reducing the accident of work: (i) rate of less than 4 frequency in 2015 and (ii) eradication of accidents mortals a causal relationship with the Group's activities.

### **Improvement actions undertaken**

The health and safety action plan for 2010-2015 defines the actions to be implemented to achieve the objectives 2012-2015.

In 2012, it was completed by the Plan for Sustainable Eradication Fatal Accidents. It has two main areas of progress: first, improving the control of projects and relationships with subcontractors and, secondly, the process of engagement teams around "9 Rules saving." These areas of progress and their impact on the Group's results in terms of health and safety are monitored by the Executive Committee, the Board of Directors, the Committee on Ethics, Environment and Sustainable Development Committee and the Director Health and safety (including representatives of the staff). They are supported in a quarterly letter from the Presidency to the executives via the newsletter of the industry and the Group's intranet.

## **Health and Safety management**

The basic principles of health and safety policy of the Group are defined in a Group agreement signed by the President and representatives of employees. The "9 Rules health and safety" Group set minimum requirements for all Group subsidiaries worldwide. The deployment of these principles and requirements is checked by internal audits conducted by the Health and Safety sector.

Device management is the continuous improvement of risk management health and safety.

In the process of risk management, the level of control is evaluated at least annually by both the operational and the Directorate Health and Safety Group.

In 2011, this standard has been deployed to various units "major risk." This type of prevention tool in the service of operational teams contributes to the deployment of a shared health and safety culture. In addition, the device INCOME oversees internal audits by operational levers on control of industrial risks. In addition to these structural arrangements, the Group gives prominence to optimization levers that represent the benchmark and feedback. It is in this context that after an external benchmark and a study of fatal accidents in the Group have been established the "9 Rules saving" provisions which, had they been followed, would have prevented the most deaths.

Management reviews health and safety between the Centre and the branches on the one hand, and their branches and BU the other hand, take stock and determine prospects for improving system efficiency management. These reviews are intended in particular to assess the effectiveness of actions implemented in the framework of the eradication plan fatalities and plan actions that will achieve objectives. Finally, a minimum 10% of the variable part of the remuneration of managers is linked to their level of involvement to improve health and safety, their results and those of their teams.

## **Health and safety training**

The considerable efforts in training continued in 2013, 26.6% of the total number of training hours have been dedicated to Quality, Safety and Environment and 712 managers trained in leadership in health and safety within GDF SUEZ University.

Awareness and sharing practices Various devices are used to strengthen the culture health and safety contributing to each employee 1of Group hired an actor to his health, safety and that of others. In particular, Reflex, internal health and safety magazine (published approximately 167,000 copies in eight languages), continues to relay the right things and to behave in everyday life. Relying on the fact that he did not sufficient to be convinced of the merits of a rule to trigger a change in behavior in depth, the Group launched the commitment approach to "saving 9 Rules" of all its employees and dedicated it including the World day health and safety in 2013.

The Group promotes the work of experts in network to exchange practical solutions through the intranet of expertise clubs or communities of practice, the quarterly newsletter Prevention

News, or marketplace at annual internal conventions. In addition, the AGORA website allows everyone to share online practice implemented with success in its entity, access to a library of managerial guides developed on the basis of internal and external benchmarks and to identify experts with similar interests.

## **ENVIRONMENT**

### **PRINCIPLE 7**

Companies should apply precaution when faced with problems affecting the environment.

### **PRINCIPLE 8**

Companies should undertake initiatives for promoting greater responsibility in terms of the environment.

*Due to the diversity of its activities and of the regions where the Group performs, GDF SUEZ faces most of the main environmental challenges, from climate change and managing greenhouse gases, to the development of energy efficiency and renewable energy sources, to biodiversity conservation, the economical use of depletable resources - among them water, and pollution prevention. Conscious that its actions in favour of the conservation of the environment are part of its global performance and of its competitiveness, GDF SUEZ designs these actions with a global and long-term perspective.*

The Group ambition is to continue to improve its environmental performance, to help to improve that of its customers, and to communicate clearly and accurately about its performance.

GDF SUEZ will comply with all environmental regulations in force both internationally and in the individual regions in which it operates, and structures itself in such a way that it can anticipate changes in them. In some cases, it applies its own standards which are more stringent.

Based on its shared values of drive, commitment, daring and cohesion, GDF SUEZ is seeking to achieve its environmental goals via eight pledges:

1. Understanding interactions between our activities and the environment
2. Listening, holding a dialogue and working with stakeholders, while developing partnerships to foster lasting relations
3. Setting qualitative and quantitative targets at all levels of the company
4. Shaping actions to the relevant challenges to ensure optimum use of the Group human and financial resources
5. Anticipating to prevent the Group activities from having adverse impacts on the environment, or at least reduce any such impact, and thus better manage natural resources
6. Sensitizing employees to the environmental challenges and this environmental policy
7. Innovating to develop new solutions and sharing these within the Group
8. Continuously measuring progress and publishing the results achieved.

The Group is facing huge challenges in this area, such as the fight against global warming, the protection of fossil-fuel and natural resources and the promotion of energy that respects the environment. To meet all our energy needs efficiently, GDF SUEZ must take into account several major issues and work to control the impact on the environment of the Group's activities and those of its customers. Because of the nature of its industrial activities, GDF SUEZ developed an adapted management system to limit its impact on the environment. By developing renewables and streamlining the energy efficiency of its production base, GDF SUEZ is contributing to the fight against climate change.

To effectively meet all of our energy needs, GDF SUEZ must take into account several important issues and work to control the impact of the Group and its customers on the environment. Due to the nature of its industrial activities, GDF SUEZ has developed appropriate management to limit its impact on the environment. Developing renewable energy and optimizing energy efficiency of its production, GDF SUEZ contributes to the fight against climate change.

### **GDF SUEZ and Sustainable Energy for All (SE4ALL)**

GDF SUEZ is one of the world's leading industrial companies and a benchmark in the fields of gas, electricity and energy services. It is active throughout the entire energy value chain, in electricity and natural gas, upstream to downstream.

As part of its industrial activities, GDF SUEZ wishes to promote sustainable energy for all and combat fuel poverty . Based on experiments conducted over several years, the Group has developed innovative models to support projects aimed at providing access energy for all.

The 3 commitments of GDF SUEZ linked to the UN energy goals for 2030 are the following:

#### **COMMITMENT 1: GDF SUEZ will support social entrepreneurs to provide access to sustainable energy through GDF SUEZ Rassembleurs d'Energies Initiative.**

Since its creation 2001, GDF SUEZ has now supported 5 investments through the solidarity funds, more than 20 projects for access to energy with GDF SUEZ corporate foundation and 10 technical assistance.

#### **COMMITMENT 2: Increasing by 40% the activities of GDF SUEZ in energy efficiency between 2011 and 2017**

Energy efficiency will continue to form a larger part of GDF SUEZ's activities. Three of GDF SUEZ's business lines offer a very wide range of services: Energy Services, Energy Europe and Energy International. In particular, Energy Services designs and implements energy efficiency and environmental solutions through multi-technical offerings in engineering, installation and energy services. The other business lines also implement energy saving measures for their customers .

#### **COMMITMENT 3: Increasing by 50% GDF SUEZ 's installed capacity of renewable energy between 2009 and 2015**

Maintaining a balanced energy mix means increasing the Group's capacities in renewable energy, whether for generating electricity and heat, and in the case of biogas for transportation. Renewable energies will continue to form a larger part of GDF SUEZ's energy mix, with a priority focus on land-based wind farms and solar power.

GDF SUEZ commit to increasing by 50% GDF SUEZ 's installed capacity of renewable energy between 2009 and 2015. In 2013, renewable energy accounted for roughly 15.8 GW of installed electric equivalent, representing 18.3% of the Group's total installed capacity.

### ***SUEZ successfully issues the largest Green Bond***

To support its ambitious development strategy in renewable energies and energy efficiency, GDF SUEZ today issued a Green Bond of €2.5 billion.

The funds of this bond issue will be used to finance the Group's growth not only in renewable energy projects such as wind farms and hydroelectric plants, but also in energy efficiency projects such as remote (smart) metering and the construction of integrated district heating networks powered by low-emission biomass plants. To be eligible, the projects financed must meet a number of social and environmental criteria in five areas: environmental protection, contribution to local development and the well-being of local communities, fair and ethical relationships with suppliers and sub-contractors, human resources management, and good corporate governance for the selected projects. These criteria were developed by GDF SUEZ with the Vigeo ESG rating agency and are published on the GDF SUEZ website. Bond issue proceeds will be allocated according to a specific traceability procedure that will be checked by one of the GDF SUEZ statutory auditors.

### **Environmental Management Systems**

Controlling the impact of its activities on the environment is one of the Group's major goals.

At the end of 2013, the entities have published a policy or statement of environmental commitment represented 97.5% of sales in terms of environmental impact of the Group. In 2012, the entities have published a policy or statement of environmental commitment accounted for 95.45% of sales in terms of environmental impact of the Group.

These commitments lead mainly to the implementation of Environmental Management Systems (EMS) in the light of economic conditions and the interest of such an approach. These can then EMS, where appropriate, be subject to external certification. At 31 December 2013, 70.20% of relevant revenues were covered by certified EMS (ISO 14001, EMAS registrations (2) ISO 9001 version 2000 certification with environmental and local component

### **Climate change and energy mix**

Climate change, caused by the rising concentration of greenhouse gases in the atmosphere, is recognized as one of the major threats to our planet in this century. The business model for energy producers has been so far focused on increasing generation capacities, which, how efficient they could be, emit greenhouse gases. Given the high weight of energy activities within its business, the Group has a responsibility to address this issue. At the same time, the shifts brought about by climate change pose a risk to the Group markets and to the operation of its facilities, and mean that adjustments are required. The Group addresses this twofold challenge by developing a diversified, balanced and market-oriented energy mix combining the lowest possible CO<sub>2</sub> content and flexibility. In addition, GDF SUEZ devises and implements energy efficiency solutions, and expands Research and Development into the capture and storage of CO<sub>2</sub>. The Group contributes also to reduce emissions thanks to its waste-recovery processes.

The Group meets these two requirements by developing a diversified energy mix, balanced and adapted to the market to combine content lowest CO2 possible and flexibility. In addition, GDF SUEZ develops and implements energy efficiency solutions and develops R & D on the capture and storage of CO2. Similarly, through its activities of waste recovery, the Group contributes to emissions avoided.

GDF SUEZ intends to contribute to the challenge of climate thanks to its policy of social responsibility and environmental change. This ambition is illustrated in particular by the introduction of an environmental policy recalling that respect the environment and the fight against climate change are integrated into the Group's strategy, involving all its employees. Aware of the impact of its activities on the climate, the Group strives to limit using the best technologies to reduce emissions, developing energy efficiency of its facilities and using its energy mix to low energy or non-carbon.

In 2013, emissions of greenhouse gases called "greenhouse gases" (excluding tertiary programs) amount for the Group 142.0 million tonnes eq. CO2

The Group is also aware that, despite efforts to reduce greenhouse gas emissions, a global temperature rise and extreme weather events in frequency and intensity is inevitable. To better prepare the associated risks and to take advantage of opportunities, GDF SUEZ has launched in 2012 a Working Group which aims firstly to identify and share good practices already in place in some of its businesses to face or take advantage of future climate change.

In its approach, the Group draws proposed by the UK Climate Impact Programme to analyze its vulnerability to climate change and identify key actions to be implemented in order to prepare the best method. A summary of the discussions on extreme weather events that have affected the company and / or which may eventually have an impact on the Group's business was conducted.

### ***Magritte Group of CEOs***

European energy activities are impacted for several years by political and regulatory decisions. Faced with a worsening of the investment environment in Europe, Mestrallet decided in May 2013 to bring together the leaders of 10 other large companies in the sector: CEZ, ENEL, ENI, E.ON, Fortum, GasNatural Fenosa, GasTerra, Iberdrola, OMV and RWE. Their common message was about the alarming of an energy policy is not delivering the expected results in terms of security of supply effects, reducing carbon emissions and competitiveness. Among their specific proposals are reviving the carbon market, the establishment of compensation mechanisms for building and gradual integration of renewable energies in the mature market. The collective appeal was sent to the principal heads of state and government of the EU asking them to go beyond their differences and national policies to ensure sustainable, competitive and secure energy policy for all Europeans.



The nine recommendations to reform Europe's energy and climate policy so as to achieve the three key objectives of competitiveness, sustainability and security of supply are:

1. Make Europe's energy prices more competitive.
2. Restore the ETS as a flagship climate and energy policy.
3. Achieve a global climate partnership with Europe's global competitors in international climate negotiations.
4. Adjust public support for new renewable energy sources so that they can compete and be integrated progressively into the energy system.
5. Support European leadership on green technologies including via an ambitious R&D policy.
6. Aim for a diversified cost-effective low carbon energy mix.
7. Multiply energy routes for the import of cost-effective low-carbon energy sources and enhance indigenous production.
8. Remunerate available and qualified capacities as a service provided to ensure security of supply for the energy system.
9. Achieve a more fluid, transparent and interconnected internal market.

<https://www.gdfsuez.com/wp-content/uploads/2014/03/recommendation-for-the-european-council-from-ceos2.pdf>

## **Renewables energies**

*Renewable energies are a key aspect of GDF SUEZ development and a dedicated renewable energy strategy is in place within the Group. They help preserve energy resources, meet energy needs and ensure security of supply, combat climate change and reduce various forms of pollution. The diversity of the Group businesses enables to set systematic approaches and overarching in order to manage environmental challenges more effectively. Renewable energies are a key component of these broad-based offers.*

First independent power producer in the world, GDF SUEZ has a production base combining hydroelectricity, onshore wind and offshore, solar, nuclear, geothermal, biomass and gas. This low-carbon energy mix, can satisfy the variety of uses and expectations of each of the Group's customers. The diversity and complementarity of these energies are assured of a continuous and sustainable supply. This strategy including investment in renewable energy in all sectors, whether for the production of electricity (hydropower, biomass and biogas, wind energy and photovoltaics) or heat (biomass, solar and geothermal). End of 2013, GDF SUEZ has a combined total capacity of about 15.8 GW electrical equivalent installed, or 18.3% of total installed capacity of the Group.

Every day, our projects and investment projects mark a step towards our ambition to increase the installed capacity by 50% in 2015 compared to 2009. This is one of the ten goals of environmental and social responsibility of the Group, reflecting the importance given to the development of a respectful clean energy, environment. The leadership of GDF SUEZ in the renewable energy sector, particularly in France, and its many projects around the world illustrate this commitment

#### **A new sector for green energy**

Producers of renewables in France will soon have new markets for their electricity. The GRHYD project, launched in November 2012 by a grouping of 12 partners led by GDF SUEZ, is aimed at transforming energy, produced from renewable sources outside of consumption periods, into hydrogen. The hydrogen is then exploited in the form of heat, or hot water, or fuel. During the two-year study phase, two demonstration projects were started in Dunkirk in the north of France. The first will involve the adaptation, on an industrial scale, of a bus station over to Hythane<sup>®</sup>, a fuel consisting of hydrogen and natural gas. A second project deals with the injection of hydrogen into the natural gas network for a neighborhood with 200 homes. The potential hydrogen market in France is estimated at between 5 and 40 billion euros per year over the next 15 years.

#### **Controlling energy consumption**

*Managing energy consumption is a priority, addressing not only the issue of climate change but also that of the foreseeable depletion of some energy resources. On one hand, it's a matter of communication to educate people to consume energy wisely and, on the other hand, it involves managing demand as efficiently as possible, for example thanks to smart metering. The Group is active on various levels, by optimizing its own energy consumption, sensitizing its customers to rational use of energy, promoting highly efficient energy services as a world leader in its field, and investing in tomorrow's solutions such as "smart grids".*

Translation of these commitments, the Group has made energy efficiency a heart of activities of one of its branches, the Energy Services business. GDF SUEZ is actively involved in civil society on this issue, bringing operational experience in negotiations at all levels.

This experience is also provision of the Group's customers through a series of offers, whether in response to the carbon market, technical solutions, support or implementation strategy and to map actions to reduce GHG emissions.

The establishment of responsible growth requires us to consider how we implement our production and consumption. Production and energy consumption are at the heart of social and environmental challenges: rising energy demand, dwindling resources, fight against pollution and global warming. As a major energy group, these challenges are at the heart of the activities of GDF SUEZ. It is therefore for the Group to provide the best solutions to continuously optimize the entire energy value chain, from production to supply and through the end users.

Energy efficiency and the control of energy consumption are therefore at the heart of the Group's strategy and its offers, which are implemented in a great deal of different activities, at several levels:

- Within the framework of the energy services that it provides, the Group designs, installs and operates the facilities of its customers (individual consumers, professionals, companies and local authorities) in order to give the service required while at the same time reducing energy consumption and greenhouse-gas emissions.
- As an energy supplier, the Group also takes action on its own production and energy supply facilities, as well as on its heritage.
- With regard to environmental services, energy efficiency is also part of the Group's sustainable development commitments.

GDF SUEZ sets out an extremely comprehensive policy of energy services offers within three Group business lines: Energy Services (BES), Energy Europe (BEE), and Energy International (BEI).

The Energy Services business line in particular designs and implements energy and environmental efficiency services through multi-technical service offers, in the fields of engineering, installation and energy services.

The other business lines also carry out energy savings actions for their customers, as for instance in France, where the Group performs a hundred thousand energy savings operations annually, based on standard actions defined by the regulatory system of Energy Savings Certificates.

For electricity production facilities, energy performance is directly linked to the profitability of the installation. It is therefore a major action focus for the head of every power plant.

Provide more extensive and decentralized renewable energy instead, promote energy efficiency and reduce fuel poverty - these are the challenges of transition in Europe which GDF SUEZ wishes to play a leading role. To differentiate the Group, known in the energy efficiency under the Cofely brand builds on the innovative services with high added value and invests in intelligent demand management: tools for remote control, interactive charts edges networks intelligent distribution, etc..

Internationally, GDF SUEZ has developed in 2013 with the acquisition of companies in Brazil, Australia, Poland and the UK, Balfour Beatty Workplace. After merger with Cofely UK, it has to be a unit of 11,000 people. The Group also expanded its activities in priority areas such as the Middle East and South East Asia.

Long experience with communities, businesses and individuals up position the Group as a provider of solutions adapted to each context and ensuring the same level of quality and safety at all sites. It is a reliable and expert partner who is committed through an energy performance contract (EPC) with guarantee of actual results over time.

Customers can therefore think in terms of savings in the long term - on average between 10 and 20% of the energy bill. Numerous references and certifications of its subsidiaries dedicated to energy efficiency (ISO 9001, 14001, 50001, 17025 ...) reflect the expertise and skills of their teams.

Lastly, GDF SUEZ is committed to an approach for improving the energy efficiency of its tertiary services activities (through the signing at the end of 2009 of the WBCSD – *World Business Council for Sustainable Development* – manifesto for taking action in this field). To do that, the Group decided to establish a green property policy for its buildings, which will be deployed first of all in France and Belgium with, as one of its goals, a 40% energy consumption reduction by 2020.

#### **WBCSD Manifesto for Energy Efficiency in Buildings**

GDF SUEZ is actively involved in working groups WBCSD (World Business Council for Sustainable Development). The WBCSD is a network bringing together almost 200 international companies committed to sustainable development. GDF SUEZ is particularly involved in the working groups on the themes of development partnerships, access to energy and climate and energy efficiency of buildings. GDF SUEZ signed the Manifesto of commitment to act on the energy performance of its fleet of commercial building within the framework of its activities within the WBCSD. In May 2013, GDF SUEZ has a green building policy for improving the environmental performance of its business park in France and Belgium. Beyond energy efficiency, with a goal of 40% reduction in fuel consumption by 2020, this policy also aims to reduce 30% water consumption and recycle or reuse 100% of tertiary waste products the same horizon .

#### **Smartgrids challenges**

Efforts for smart management of energy resources also involve streamlining the network and energy consumption. Several years ago, GDF SUEZ started up projects and actions aimed at advancing research and discussion on smart grids. Those networks of the future will constitute an essential tool for the transition to more efficient energy systems. Over and above their ability to improve network stability and reliability, smart grids will considerably change the very nature of the energy offer and the relationship between energy suppliers and their customers.

#### **GreenLys (France)**

The GreenLys project is a full-scale demonstrator (1,000 residential customers and 40 tertiary sector facilities in urban areas) for developing and testing the technological solutions that are necessary for implementing smart-grid features. GDF SUEZ, with a consortium of industrial and research partners (ERDF, GEG, Schneider, Alstom and Grenoble-INP) as well as Grenoble and Lyon local authorities, answered a call for expression of interest (EOI) launched by ADEME [French Agency for Environment and Energy Management] concerning smart grids and smart metering. After more than a year's preparation, the GreenLys project received the approval of public authorities, through the favorable opinion of the French General Commissariat for Investment. Over the experimental phase of the project, from 2011 to 2014, GreenLys has several goals: to identify the technological and social barriers and quantify the sources of value related to the deployment of a smart electricity system; to put customers at the center of the smart grids concept and include them in active electricity demand management and production; and to build an overall vision that incorporates economic, industrial, environmental and social goals.

## **Combatting resources scarcity**

GDF SUEZ has to meet various challenges, particularly the scarcity of natural resources, giving rise to the need for developing innovative, sustainable energy solutions.

There are inseparable links between **water and energy**. Water is necessary for energy generation and energy is needed for water production.

As a player involved in both the energy world and that of water treatment, GDF SUEZ takes an active part in discussions and actions in terms of water resource management.

Rationalizing water resource management is part of the Group's environment policy and remains one of its priority actions for the coming years.

Beyond purely environmental concerns, saving resources is a factor of economic performance. The Group is committed to making savings in terms of the raw materials it uses and to developing the complementarity of its businesses in order to establish a circular economy wherever possible: promoting bio-methane is an example. To apply these principles in practice, the Group is looking into life-cycle projects and uses eco-designed products wherever possible.

## **Optimizing the use of water resources**

By 2030, the world will face a water shortage in the amount of 40% of its needs. The energy sector, second major user of water behind agriculture, will have to face this challenge. Hence it is important for GDF SUEZ to be prepared to potential impacts on its business, and identify risks and opportunities related to the problem of lack of water.

Due to the nature of its industrial processes, GDF SUEZ pays particular attention to water management in its energy production and wastewater treatment processes. Since water is an essential resource for life, the availability and quality of water resources are two key priorities for the planet. GDF SUEZ works on these issues by implementing operational measures and by lending ideas to international discussions on this issue (CEO Water Mandate, OECD, and WBCSD).

Over the last few years and in parallel with climate change, sustainable water use has been receiving more and more attention. In particular, water use in energy production has become an important issue. Therefore, there exists a need within utility companies to measure their water footprint and identify hot-spots where water scarcity is a potential issue and intervention may be required (reduction of water consumption, improvement of discharges quality).

## The commitment of GDF SUEZ

In 2013, the Group has defined rules and commitments regarding water management. They are based on four axes: the evolution of the environmental reporting, the analysis of the water risk, the measure of the water footprint, and the vision of the key actors, as investors or international initiatives. The Group is committed to 7 actions, in keeping with the requirements set out by the CEO Water Mandate initiative (a UN Global Compact initiative):

- To identify which sites are exposed to a water risk and draw up local action plans for each one;
- To draw up an action plan on water withdrawal and discharges for all the sites identified as being exposed to a water stress;
- To measure the water footprint of all activities;
- To comply with local legislation;
- To improve disclosure and transparency on the subject;
- To help the improvement on water management and governance;
- To respond to supplier-related water issues.

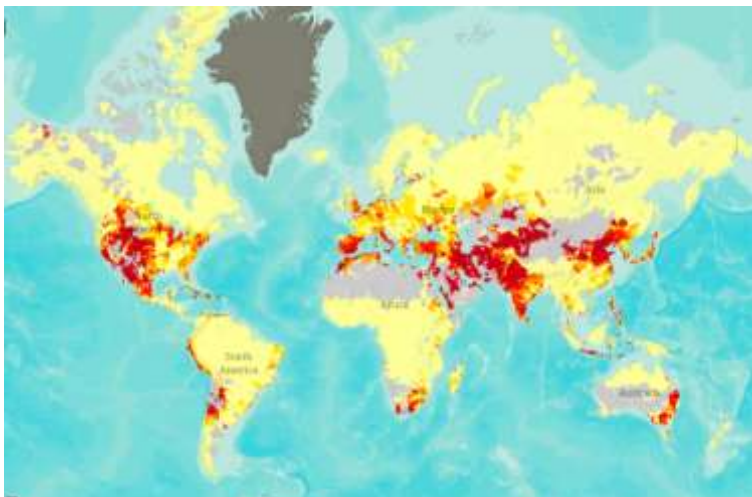
## The water footprint

The water footprint is the starting point to understand the impact of the activities on the water resources. It represents the quantity of water consumed by a site, its suppliers and infrastructure, weighted according to the site's location and the water quality. Integrated to the life cycle assessment, the results are provided in liter equivalent due to the application on the volume of water of characteristic factors for water quality and localization.

Several methods exist today. GDF SUEZ seeks to find among them the best suited for energy activities. In 2012 and 2013, the first step consisted in taking into account the water footprint in the life cycle assessment of 1 kWh of electricity.

## The water risk

Identification of industrial facilities located in water stressed areas and determining the quantities of water withdrawn by source type are the first step of defining the water risk. Once these two issues identified for each site, it is possible to develop and implement adequate action plans where necessary. For GDF SUEZ, slightly more than 50 sites are located in areas of extreme water stress.



Source: Aqeduct – Water stress baseline map.

### **The water resources conservation in Brazil – Tractebel Energia**

Aware of the importance of water conservation for sustainable development, Tractebel Energia launched in July 2011, the Tractebel Energia program for the Conservation of Water Sources. The initiative brings together projects already developed by plants operated by the Company, as well as similar actions systematized in other regions where Tractebel Energia operates.

The objectives of the program are as follows: effective action in water resource conservation, maintain the quality and quantity of water in watersheds operated by Tractebel Energia plants, stimulate and encourage practices conservation in areas where the company operates, encourage and educate the public about the rational use of water and engage the community in actions to preserve the environment in the regions where plants are operated.

To develop the project, initially Tractebel Energia has signed an agreement with the public sector and the municipality of Chopinzinho in the state of Paraná in Brazil located in the region of the area of influence of Salto Santiago plant, which belongs for the rehabilitation of about 300 existing sources of water in rural land, where children and adolescents in this community live. The initiative aims to contribute to the improvement of the quality of the water consumed by the community and reduce the incidence of diseases in children and adolescents population caused by pathogens. To ensure the protection of sources used by the farms, the area near sources are isolated by building concrete around the water sources , for protection and to prevent contamination of the water. As reforestation around sources by specimens of native forest - Tractebel Energia has donated about 2,000 plants species native to the project. Families in the community are trained to participate effectively in the process of rehabilitation and maintenance of the resources and also receive training on the water quality and reforestation to implement these activities on their properties. In 2013, about 280 sources in the region have been protected through the project.

In the area of influence of Thermoelectric Complex Jorge Lacerda, in partnership with the Watershed Committee of the Tubarão River and lagoon complex of Santa Catarina in Brazil, Tractebel Energia has been developing since 2009, a project of source protection in the area of Capivari de Baixo, where is located Thermoelectric Complex Jorge Lacerda, belonging to the Company. The aim is to preserve the water quality of the Tubarão River, which provides the water supply for a population of about 360,000 people and has focus degradation Environmental caused by different sources of pollution. Since the launch of the project, 21 sources have been protected through the construction of 4,000 meters of fencing and planting 7,000 forest trees in 21 farms.

The model project "Conservation of Water Sources" developed by Tractebel Energia won in 2013, the Environmental Award from the Chamber of Commerce France and Brazil is expanding their implementation in all areas of influence of all facilities operated by Tractebel Energia in Brazil. According to the schedule are provided about 720 protected sources until the end of the deployment period, in 2015.

### **A multistakeholder's action in Australia facing droughts – Kwinana cogeneration plant**

Water is a precious resource in a dry country like Australia, particularly in Western Australia. The challenge of practicing water efficiency is a vital issue in the electricity generation industry.

The Kwinana cogeneration plant is providing steam and electrical power to the BP Australia Kwinana Oil Refinery.

A few years ago, the power plant worked with the other stakeholders of the area to identify solutions to reduce the consumption of potable water. Perth's increasing population and declining rainfall put great pressure on potable water supplies and industrial waste had to be redirected from the outfalls adjacent to the Kwinana strip.

BP initiated the project to secure both a supply of process water and to take pressure off the associated ocean outfall so that it could be used for industrial waste. The local water supply authority, WaterCorp, picked it up and continued development. IPM was the first to contract to take supply from the facility. Various other users of the industrial zone have subsequently also contracted to take the recycled water.

Results: Decrease of the requirement on potable water sources or potential potable sources by around 15 Mega Liters per day (Reduction in potable water consumption of greater than 80% and elimination of the discharge of industrial waste water to Cockburn Sound).

### ***The challenges of protecting biodiversity***

Biodiversity loss is another major challenge for the Society. GDF SUEZ through its activities depends on ecosystem services and impacts biodiversity. Most of the Group activities have however limited impacts, our greatest territorial control is that of our gas pipelines which are buried and do not participate in habitat fragmentation, the leading cause of biodiversity loss in Europe. Aware of the global importance of conserving biodiversity and that the services provided by the wealth of biodiversity are also a resource for the Group, like biomass, GDF SUEZ implements measures to reduce its impacts on biodiversity.

GDF SUEZ has set a specific objective: by 2015, it will implement tailored action plans for all of its European facilities where biodiversity is a priority concern. By December 2013, 36% of priority sites had an action plan for biodiversity.

Actions illustrate the richness and diversity of initiatives that the Group may set up locally to preserve biodiversity: late mowing and differentiated management of green spaces, installation of nest boxes and creation of safe havens for wildlife, wetland maintenance grassland by sheep to limit the use of herbicides, rehabilitation of former wasteland, drilling methods unanchored to protect corals, implementation of ultrasonic techniques to avoid catching fish in the grids pumping of water power plant, fish pass to allow them through the roadblocks, etc.

The Group also participates in the development of innovative tools (decision tool for the management of biodiversity on the work of the natural gas network indicator for monitoring the ecological quality of sites, development of the concept of a temporary nature, etc.) and conducted experimental procedures (creation of artificial wetlands, contribution of offshore platforms for marine biodiversity, etc.).



### **GRTgaz: Contribution of easement strips to ecological continuities**

Ecological continuity allows species to move, an essential factor to adapt. Faced with growing urbanization, the need to connect natural areas became crucial. The partnership between the National Museum of Natural History, the Île-de-France Region and the Val de Seine GRTgaz has achieved the first flora study on easement strips of natural gas network of GRTgaz in Île-de-France.

Three years were required to prepare an overall assessment of the existing flora diversity. The study allows the convergence of researches on the description of biodiversity state and dynamics on the GRTgaz network with the enrichment of the database of the Conservatoire Botanique National du Bassin Parisien (CBNBP). This study focused on 100 km of easement strips in a forest environment on the 500 km that make up the network in the Ile-de-France and Eure-et-Loir regions . In total, nearly 600 species have been recorded between 2007 and 2009. (More than one third of modern flora in Ile de France). 40% of flora species in Ile de France are present in easement strips. Many remarkable species (120 native species) were observed. Biodiversity in easement strips is particularly remarkable in the forest of Saint-Germain-en-Laye and the Bassée valley. The study also shows that the easement strips play an important role in Île-de-France, where biodiversity is particularly disturbed. They provide the essential linearity for migration and reconnect spaces by constituting veritable ecological continuity

## **PRINCIPLE 9**

Companies should give priority to setting up and distributing technologies that respect the environment.

Taking another look at our world in a vision of reasonable growth must reconcile two major challenges: meeting the growing demand for energy while limiting greenhouse-gas emissions, including CO<sub>2</sub>. By developing energy efficiency services, GDF SUEZ is helping its customers to achieve their own sustainability goals. In this way, the Group helps companies improve their profitability, and local authorities and individual consumers to reduce their energy bills, in order to help build a virtuous, sustainable world by consuming less and in a better way.

### **GDF SUEZ approach to sustainable urban development**

When developing its activities, GDF SUEZ must face up to several social and environmental issues, such as demographic growth, climate change, and the requirement for greater energy efficiency. As an urban development player, our Group is making considerable effort to reflect on new ways of designing cities, so as to provide a range of solutions for sustainable urban development.

The values of sustainable cities are linked with its capacity for adaptation and transformation over time, its high quality of use and of life, the energy-saving aspects of its buildings, the fluidity of its networks, its safety, and sharing of resources. GDF SUEZ is focusing on establishing those values by reflecting on major urban projects right from their preparatory stages. GDF SUEZ's sustainable urban development approach is based on listening carefully and respectfully to the various stakeholders, to the balance sought for the area between human intervention and suitable technologies, to the transparency of information on environmental performance, and to the establishment of an offer adapted to the local context.

#### **Urban Strategy Consulting**

To guide its actions, GDF SUEZ surrounds itself with international, independent experts, within the Urban Strategy Council, which defined three priority focus areas at its first meeting in November 2012: governance and social issues; governance and institutions; and governance, culture and heritage.

GDF SUEZ has proposed numerous sustainable solutions for the city of tomorrow:

- pooling heating and cooling production resources, central boilers that are more efficient and less polluting, and that perform better
- an electricity and heating supply from “clean” production systems: photovoltaic solar panels, thermal solar power, wind turbines on buildings, gas-fired and electric heat pumps, geothermal power, biomass, and energy recovery from air extracted from buildings
- heat recovery from wastewater
- methanisation of household waste to provide a source of renewable energy for producing heat and electricity,
- pneumatic waste collection, where waste becomes invisible, avoiding air and noise pollution, and thus improving residents’ quality of life,
- a secure network devoted to virtual flows (data, voice and image).

#### **Cit’Ease: an intuitive tailor-made tool**

GDF SUEZ and SUEZ ENVIRONNEMENT have developed together Cit’Ease™, the first comprehensive interactive control panel for local authorities, at the Mayors and Local Authorities.

Cit’Ease™ rely on a software platform multi-services and multi-businesses “OpenControl©”, conceived by Cofely Ineo. It is an open platform that pools all the data relating to urban issues like energy, waste, water, transport, security, and living conditions. It also includes the public data made available by local authorities (open data).

Cit’Ease™ offers public decision-makers and local authority departments a global overview of the area, in order to optimise urban management. The tool is also accessible to the public on an interactive basis.

Cit’Ease™ turns data into applications (sets of indicators and services), and provides various comparison levels. It makes it possible to compare the energy consumption in different city districts and to measure their trend over time. Cit’Ease™, which was co-constructed with elected officials and various regional operators as part of a “design thinking” and shared innovation process, is an intuitive tool that is easy to use. It is also fully customisable, depending on the applications chosen by the local authority. Lastly, Cit’Ease™ is open to the public, which can contribute by feeding back information in real time. It offers innovative functionalities intended for the general public, by using the “gamification” concept, for instance, i.e. using games to raise individuals’ awareness of key issues. This means using its digital attributes on a broad scale, in order to promote urban targets like protecting resources.

By combining the multiple opportunities offered by digital and local knowledge, this platform makes it easier for urban business specialists and public decision-makers to achieve overall targets like protecting resources, improving the performance of urban services, managing risks and communicating with residents. In an increasingly communicating with residents. In an increasingly complex eco-system that needs to be expanded and nurtured, Cit’Ease™ contributes towards building a sustainable city, and a community that is cutting- edge and responsible, and that respects balances.

## GDF SUEZ's innovation challenges

The Group's expertise is enriched by a dynamic research and innovation policy supported by an international network of research centers and laboratories and on partnerships with internationally recognized organizations. More than 800 researchers contribute to technological excellence in all the Group's activities. In 2013, expenditure on research and technological development amounted to €161 million. The added value of research and innovation lies in the transformation of ideas and scientific knowledge into effective industrial applications or differentiating commercial offerings. GDF SUEZ carries out research to enhance its operating performance, and prospective corporate research programs falling under three strategic priorities: carbon-free energy production, intelligent management of energy and the environment, and gas value chains of the future. The programs relating to technologies of the future are: cities and buildings of the future, smart energy and environment, renewable energies, offshore LNG and future gas value chains, and carbon capture, transportation and storage. Here are a few highlights from the 2013 programs:

- **cities and buildings of the future:** GDF SUEZ and Cofely are partners in EFFICACITY and INEF4, two energy transition institutes working on the energy efficiency of cities and buildings, launched in October 2013; the development of future city scenarios for 2030, presented at various conferences; launch of the Ecocité project in Gerland (France) to upgrade the garden city; and the Holisteec and Performer European projects to create building design and energy performance monitoring tools;
- **smart energy & environment:** provision to Group entities of a local manager for energy processes flexibility at an industrial site to optimize customer energy bills; testing of the flexibility aggregation of customers of the GreenLys project, the first full-scale smart grid demonstrator in France; sociological study of the motivation and behavior of social housing customers in relation to smart technologies in the European Showe-IT project;
- **renewable energy:** further development, in partnership, of various pilot projects and demonstrators: laying of the first stone for the biomass gasification project (GAYA project) as part of IDEEL; further engineering study of the concentrated solar thermal project at Mejillones (Chile); partnership with Alstom to develop tidal energy projects (electricity generation from ocean currents);
- **offshore LNG and future gas chains:** development of a management and decision-making tool in the field of shalegas; offshore LNG: technical studies on transfer and lashing, hydrodynamic study of interference between floating bodies; natural gas hydrates: report on industrial testing carried out in Alaska in 2012 (CH<sub>4</sub>/CO<sub>2</sub> replacement technique);
- **carbon capture, transportation and storage (CCS):** slowdown in the development of the ROAD project with E.ON (an industrial-scale demonstrator in Rotterdam, Netherlands) in an unfavorable climate for CO<sub>2</sub> quota prices; advanced technology watch continues for the three links of the chain (capture, transportation and storage);
- **cross-functional and exploratory projects:** launch of the Valenthin project to develop low-temperature heat recovery technologies in industrial processes; HVDC: feasibility and relevance study for connection of offshore wind farms; power to gas: launch of the ADEME GRHYD project coordinated by GDF SUEZ, to study the technical feasibility of injecting hydrogen from renewable sources into the natural gas network.

In 2013, innovation and value creation were still at the heart of GDF SUEZ's business culture, with a presence in eight capital venture funds in cleantech companies (total invested amount of over €40 million); more than 100 start-ups evaluated by the Group's technology intelligence specialists; the fourth edition of the Innovation Trophies: 27 Grand Prizes and 6 Special Trophies were awarded.

Finally, in 2013, GDF SUEZ's Research and Innovation Department organized EGATEC 2013, the second European gas technology conference, under the aegis of Marcogaz and GERG. The conference brought together more than 200 European specialists and reviewed the key role played by natural gas in the European energy sector, which is undergoing profound change.

#### **IDEAS Caribbean 2013 competition for Energy Innovation in Latin America**

GDF SUEZ support energy innovation, renewable energy and energy efficiency in Latin America and the Caribbean with the Inter-American Development Bank (IADB)

In 2013, IADB, the Nordic Development Fund (NDF) and GDF SUEZ with the support of the Korean government were the sponsors of 4<sup>th</sup> energy innovation contest. The contest is open to all individuals and institutions in Latin America and the Caribbean, one of the 26 member countries of the IADB.

This competition recognizes innovative projects developed in Latin America and the Caribbean that can have a real local impact, increase access to energy and encourage the development of a sustainable economy. The objective of the competition is to support initiatives that affect the promotion of renewable energy and access to energy in Latin America and the Caribbean, and contribute to the development of a sustainable economy in the region. Over 500 projects were submitted and 10 laureates were selected. They will received financial support as well as technical and management support to implement their idea on a large scale.

[www.iadb.org](http://www.iadb.org)

### **GDF SUEZ New venture**

GDF SUEZ GDF SUEZ launches New Ventures, an investment fund to finance the Group of innovative startups. With a budget of 100 million euros, the creation of this fund is part of the new approach to innovation GDF SUEZ to capture new markets in the energy sector in transformation.

This fund seeks primarily to support carrier startups value and innovation (technology, business model, etc..) And able to offer innovative products and services in the field of energy transition. Deployed primarily on Europe, North America, Asia and Israel perimeter, this fund will forward a global vocation.

Identified priority areas are:

- Energy management and clearing,
- Cities, territories and mobility,
- The interior comfort
- The distributed power generation and storage.

The Group is primarily concerned with startups looking for an industrial partner to test the operational development of their innovations. Side of GDF SUEZ, the process of selecting projects involve meet strict financial criteria and may lead to a minority stake in the selected startups.

## ANTI-CORRUPTION

### PRINCIPLE 10

Businesses should work against corruption in all its forms, including extortion and bribery

Fighting corruption is one of the Group's major commitments, reflected in its organization and modes of governance. GDF SUEZ policy is based on the principle of "maintaining a culture of integrity, trust and honesty, including a zero tolerance policy on fraud and corruption, both inside and outside the company when it deals with third parties".

In 2012 the Group started reporting on the 10<sup>th</sup> principle against corruption for the Global Compact which comprises about 22 indicators. The reporting is made in accordance with the guidelines provided by UNGC and Transparency International.

N°	Actions	Basic Reporting Element	Desired Reporting Element
I	Commitment and Policy	B1-B2	D1-D5
II	Implementation	B3-B6	D6-D11
III	Monitoring	B7	D12-D15

This action is part of a broader program of voluntary initiatives taken by the Group to contribute improving Integrity, as "GDF SUEZ is committed to developing the highest standards of ethical practice and transparency" (cf. corporate web site) and supports multilateral international Initiatives to fight corruption.

"Acting with Integrity" is one of the 4 fundamental ethical principles guiding GDF SUEZ, according to the Group Ethics Charter, approved in 2009 by the Board of Directors, published in 20 languages and distributed to all employees.

GDF SUEZ, which employs 147, 200 people on five continents, understands the need for inviolable ethics rules, the respect for integrity, and for adequate means of continuously raising the awareness of every employee on ethics. The Group has developed references documents, distributed to all employees, and has implemented strong ethics organizational governance.

Documents on policies about Integrity and anti-corruption are posted on the intranet site accessible to all employees. Most of them are also posted on GDF SUEZ's internet website and therefore accessible to business partners and any third parties.

Ethics and integrity are managed and monitored at GDF SUEZ highest level of management, by its Chief Executive Officer Gérard Mestrallet, by the "Ethics, Environment and Sustainable Development Committee" of GDF SUEZ's Board of Directors and the Group's General Secretary Alain Chaigneau, who is also holding the position of Group Ethics Officer.

The management and monitoring of ethics and compliance on a day-to-day basis also involve senior top managers and more generally the management which always assumes the final and decisive liability in the field of ethics.

A dedicated organization has also been put in place which involves four important actors : the Compliance Committee, the Ethics Officers Management Committee, the Ethics and Compliance Division and the worldwide decentralized network of ethics officers.

The Compliance Committee is chaired by the Group Ethics Officer and composed of the Deputy General Secretary, the General Counsel, the Head of Audit and Risks Division, the Director of the Ethics & Compliance Division. It supervises the implementation of compliance procedures. It notes breaches of ethics and ensures that the appropriate measures have been taken. It reports to governance bodies and the Group's top management on the proper implementation of GDF SUEZ ethics system.

The Ethics Officers Management Committee supervises the elaboration, implementation and effectiveness of the ethics and compliance policies adopted by the Group.

The Ethics and Compliance Division, which reports to the General Secretary, spearheads the ethics rules' development process for GDF SUEZ and oversees the incorporation of these rules into Group strategy, management and practices. Each Business Line and Business Unit have appointed an ethics officer, selected from their executive committees. This international network of 190 ethics officers is supervised by the Ethics Officers Management Committee and promotes the implementation of GDF SUEZ's ethics policies worldwide. GDF SUEZ develops the resources to meet the highest ethical standards, to support its ambition of reducing and managing risks of corruption within the Group, and raising business standards across the world with:

- corporate commitments to bar any actions of corruption
- dedicated governance for Ethics issues and "tone at the top"
- a worldwide network of ethics officers
- a zero tolerance policy on corruption
- actions for raising the awareness of all employees
- compliance management
- the development of tools to extend influence towards business partners and suppliers
- the support of multilateral initiatives.

The reporting on the 10<sup>th</sup> principle is presented in Annex 1.



## 2. Environmental and Societal Responsibility Policy

The ambition of GDF SUEZ is to be the partner of integrated energy solutions to its customers while ensuring a high level of environmental and social responsibility. This ambition requires mastery of its impact on climate and the environment, improving financial performance and non-financial, and the effective sharing of value with its stakeholders.

Consideration of environmental and social responsibility within GDF SUEZ can contribute to the creation and preservation of value in the short, medium and long terms, participating in the development of the Group and optimizing risk management environmental, social and societal, in varied and changing business environments. The Group's policy is structured around three axes:



### 1. Contributing to / Ensuring the development of energy solutions enabling the customers to reach their own sustainability objectives

**Customers' expectations are changing rapidly, as a result of the fast-paced changes in the challenges they are facing themselves.** To meet these expectations, GDF SUEZ:

- Helps identify customers' requirements in terms of sustainability by listening to them carefully and anticipating their needs;
- Helps enhance marketing of new offers, by offering differentiating items and competitive advantages structured around the environmental and societal responsibility:
  - Energy and environmental efficiency;
  - Environmental, social (including health and safety) and societal management;

- Invests in Research and Development, and in Innovation to develop:
  - New solutions such as flow management in cities of tomorrow, intelligent buildings, emerging and/or decentralized renewable energies, low-carbon means of transport (NGV, LNG, electric vehicles), energy-storage solutions which can be combined with renewable energies;
  - New services (optimizing customers' energy processes, network management, etc.).

## **2. Contributing to/Ensuring the responsible business conduct**

### **2.1 Managing the impact on climate change**

In order to combine energy generation to meet what is an essential requirement for populations, and maintain the Earth's environmental balance, GDF SUEZ aims at:

- Limiting greenhouse gas emissions by:
  - using an efficient energy mix and generation technologies to supply the energy required while, at the same time, controlling emissions and leakage into the atmosphere, water and the ground;
  - enhancing the energy efficiency of its existing facilities;
  - increasing the installed capacities emitting no or few CO<sub>2</sub>.
- Investing in research and innovation (energy efficiency, renewable energies, carbon capture and storage).

### **2.2 Managing the use of natural resources sustainably**

To manage environmental risks whilst at the same time ensuring that generation units operate efficiently, operational entities:

- Promote sustainable use of natural resources;
- Preserve biodiversity;
- Implement the Group environmental management systems;
- Apply external certification where required, depending on risks analyses and challenges identified as offering a competitive advantage or on customers' expectations.

GDF SUEZ relies on its environmental policy to manage its impacts on the use of natural resources.

### **2.3 Uniting employees in a shared vision**

All corporate industrial projects also entail a social project, and GDF SUEZ is a key actor and committed employer in all the regions in which it operates. The Group social project is based on four priorities: solidarity, responsible citizenship, being a company which educates and supporting social rootedness. These four priorities are applied at local, regional and national level depending on the challenges faced. Recruiting and developing employees who are committed and flexible is a major challenge for the Group. GDF SUEZ must be able to rely on people who have the skills and competences required to promote responsible and broad-based growth to deliver higher levels of performance, innovation and understanding on the part of the stakeholders it serves. The challenges and values inherent in responsible and sustainable development are an important lever in establishing a tradition of multilevel dialogue, cohesion, employability and appeal as an employer. The priorities are as follows:

- Strengthening the understanding of the Group and its role, and thus increasing its attractiveness, whilst also enhancing the professionalism and employability of its employees as regards anticipated changes.
- Enabling employees to engage with the company's project and to promote their own professional development, in particular by setting references and working to:
  - ensure the health and safety of individuals;
  - maintain high-quality social dialogue.
- Encouraging employees to voice their opinions and promoting diversity among the Group employees (particularly on an international level), since diversity is crucial and is a considerable asset in enabling the Group to respond more effectively to customers' expectations.
- Supporting and training the Group managers in how to deal with the challenges they face, the backbone of the strategy being the "Management Way".

GDF SUEZ motivates and manages employee development based on policies and dedicated tools for managers and employees coordinated by the Group HR Functional Line (see Appendix 2). In particular, GDF SUEZ invests in and encourages employee training.

### **3. Contributing to/ Ensuring the development of responsible relationships with stakeholders in order to create shared value**

#### **3.1 Listening to and engaging in structured dialogue with stakeholders**

The responsible growth model developed by GDF SUEZ Group is based on listening to and engaging in structured dialogue with its stakeholders, i.e. customers, investors, suppliers, public authorities, employee representatives and representatives of civil society, academia, the economic sphere and so forth. The Group ambition is to create shared value for the mutual benefit of the company and all its stakeholders. The Group policy of social dialogue with stakeholders applies to all its entities and in all regions in which GDF SUEZ operates. Accordingly, the manner in which GDF SUEZ is rooted in local communities depends to some extent on the businesses it operates in those communities. To ensure its long-term development, the Group pays high attention to understand its stakeholders' expectations and to build relationships based on trust. To achieve this, GDF SUEZ works with them to assess the societal and environmental impacts of their projects and activities, and to undertake the required action accordingly.

This entails:

- Mapping stakeholders at all relevant levels
- Organizing dialogue with stakeholders and putting in place structures for listening to them and engaging in constructive dialogue at various levels
- Incorporating stakeholders' expectations into policies and actions
- Explaining, defending and promoting the Group point of view to decision-makers at regional, national and international level
- Pursuing mediation within the Group to give third parties an opportunity to appeal
- Building win-win partnerships.

### **3.2 Behaving ethically in business**

Complying with legislation in force and making sure its practices are transparent to stakeholders are integrated into GDF SUEZ corporate strategy. As such, GDF SUEZ:

- Complies with all national and international legislations, Group standards and principles governing competition (preventing abuse of a dominant position, cartels, unfair practices) and health and safety;
- Takes on its full responsibilities to its suppliers, in particular by honoring commitments as regards payment deadlines and by clarifying the Group procurement needs.

GDF SUEZ management of its relations with suppliers is governed by its procurement and supply policy.

### **3.3 Combating corruption**

In today's fully globalized economy, corruption is a major risk and can affect sustainable economic development, good governance and fair commercial practices. GDF SUEZ plays a key role and is fully committed to implementing a global system to prevent corruption. This involves:

- Complying strictly with the legislation and rules in force in all the countries in which the Group operates;
- Raising awareness among and training all the Group employees, and drawing up adjusted procedures, in particular as regards marketing intermediaries, gifts and invitations;
- Taking part in voluntary strategies.

The Group management of its global anti-corruption system is based on the GDF SUEZ Ethics Policy.

### **3.4 A solidarity-based company**

GDF SUEZ is involved in developing regions by ensuring that its activities have a positive impact on the economy and by enabling the most disadvantaged people to have access to essential services. This takes the form of implementing, within all entities with end-user customers, special customer-oriented action plans, which also incorporate voluntary initiatives to reduce fuel poverty (raising awareness around energy saving, playing a proactive role in boosting social mediation, etc.) and create jobs accordingly.

To this end, the Group is involved in a range of partnerships and innovative action campaigns, not least the GDF SUEZ Foundation, the Rassembleurs d'Énergies initiative and the recent GDF SUEZ Act for Employment (FAPE) Foundation. This action is structured around the following key principles:

- Building trusted partnerships with acknowledged bodies (associations, NGOs and academia) and granting dedicated internal resources to devise and implement appropriate solutions and processes.
- Promoting integration, combating exclusion, and pursuing and putting together projects for disadvantaged customers.
- Getting involved in education on and research into sustainable development, energy efficiency and diversity.

The Group corporate solidarity is partly managed by GDF SUEZ Patronage Policy.

## **Environmental and Societal Responsibility Governance**

Environmental and societal responsibility issues are coordinated by the following bodies:

- The Board of Directors' Ethics, Environment and Sustainable Development Committee (EESDC): its work entails all the Group policies, action plans, balance-sheet analyses and advising on future actions,
- The Group Management Committee (MC), which must approve all major decisions and action: the MC holds two meetings a year fully dedicated to environmental and societal responsibility,
- The Environmental and Societal Responsibility Direction, headed up by the Executive Vice-President in charge of Communications, Marketing and Environmental and Societal Responsibility,
- The Environmental and Societal Responsibility Executive Committee, which meets monthly and is chaired by the Corporate Environmental and Social Responsibility Director, and comprises:
  - the Business Line Environmental and Societal Responsibility managers,
  - the Business Line environment managers,
  - the managers of certain Group functional divisions,
  - members of the Corporate Environmental and Societal Responsibility Division.

This committee implements the Group environmental and societal responsibility policy and ensures that information and experience about environmental and societal responsibility strategies are shared between the corporate and the Business Lines.

The environmental and societal responsibility is managed as a Functional Line as far as coordination, training and monitoring career development are concerned.

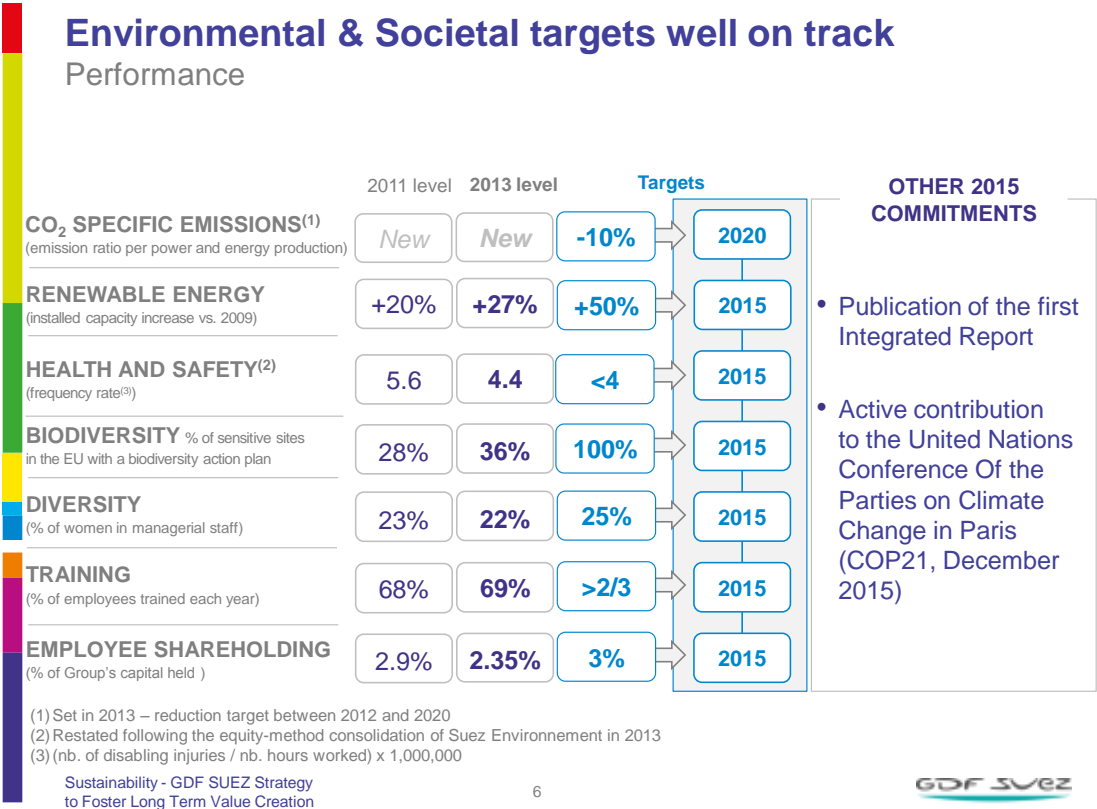
**Objectives**

The objectives at Group level is measured using indicators corresponding to the 10 objectives of environmental, social and corporate responsibility, approved by the Executive Committee of GDF SUEZ in early 2011:

- Renewable energy: 50% increase in installed renewable energy capacity between 2009 and 2015
- Biodiversity: implementing a biodiversity action plan for each sensitive site in the European Union by 2015
- Health and safety: achieving a frequency rate (Tf) of less than 6 in 2015
- Gender equality: Four goals by 2015:
  - 1 senior officer appointed on 3 will be a woman
  - 25% of women executives
  - 30% of women recruited
  - 35% of women High Potentials.
- Training: maintain the level of two thirds of the employees receiving the minimum training per year;
- Employee share: achieve and maintain the level of 3% stake in the company held by the employee share by 2015.

In 2013, GDF SUEZ has decided to set a goal of reducing the specific CO2 emissions of 10% for its entire fleet of global production of electricity and heat associated between 2012 and 2020.

The chart below shows the level of progress of the Group for most of these goals. All the data are published in the document. It provides a clear, quantified and synthetic commitment of GDF SUEZ to achieve a high level of overall performance (quality, health, safety, environmental protection, social responsibility, human and social responsibility).



## **GDF SUEZ Environmental and societal investment criterias**

The investment criteria are incorporated in the project analysis procedure. Since 2010, a ten-point evaluation of sustainable development criteria (including ethics, CO2 emissions, social impact, human resources, environmental ecosystem management, cooperation with stakeholders, health & safety, etc.) now features in the Commitments Committee's review of any new investment proposal. This complementary analysis highlights the environmental and societal risks and opportunities created for the Group by any new investment.

## **GDF SUEZ Non-financial indicators**

The Group's non-financial performance is based on dated and quantified targets and an overall assessment organized around different resources (high level of governance, reporting, scorecard, performance reviews and non-financial indicators).

That monitoring is done at several levels of the Group. The Board of Directors' Ethics, Environment and Sustainable Development Committee has established an ambitious scope for sustainable development, covering the policies implemented, the outlook and the action plans. The Group's Management Committee and Executive Committee determine the direction of the sustainable development policy.

The role of the Group's Environmental and Societal Responsibility Steering Committee is to prepare annual action plans, monitor their implementation, gather experiences across the various entities and encourage exchange on major sustainable development strategies (including the fight against climate change and corporate social responsibility). The Group incorporates sustainable development analyses in its investment projects, using 10 criteria relating to ethics, CO2 emissions, social impact, human resources, environmental management of ecosystems, cooperation with stakeholders, local purchasing, and health and safety.

The sustainable development scorecard measures the degree of implementation of the sustainable development policy. It contains indicators that ensure the balanced coverage of the three areas of this policy. Each year, the scorecard is presented to the Ethics, Environment and Sustainable Development Committee and to the Executive Committee to provide a progress report on implementation of the policy and achievement of the Group's non-financial objectives.

The Group's corporate reporting, environmental reporting and societal reporting, form the basis of a published group of indicators that are verified by an independent third party.

In 2013, the NYSE Euronext stock market and non-financial rating agency Vigeo created six stock market indices (World 120, Eurozone 120, Europe 120, France 20, UK 20 and USA 20), grouping together the large-capitalization companies with the highest ratings for non-financial performance. Since their creation, GDF SUEZ has been included on the four indices that concern it: Euronext Vigeo World 120, Euronext Vigeo Eurozone 120, Euronext Vigeo Europe 120 and Euronext Vigeo France 20.

GDF SUEZ was also given a C+ rating by Oekom in 2011.

GDF SUEZ completes a Carbon Disclosure Project (CDP) questionnaire every year. In 2013, GDF SUEZ achieved a score of 95 out of 100 for the quality and transparency component of its reporting and a "B" score for the performance component (on a scale from A to E, "A" being the highest score). The score obtained enabled the Group to join the CDP France Climate Disclosure Leadership Index.

### 3. GDF SUEZ's materiality matrix

In 2014, GDF SUEZ drew up a materiality matrix identifying its priorities according to their relevance to the Group and its stakeholders. This matrix of priorities, which covers environmental, social, societal, economic, financial and governance issues, is an integral part of GDF SUEZ's responsible performance approach.

Designed in line with the guidelines laid down in the AA 1000 standard by AccountAbility, the matrix is drawn up along geographical lines based on GDF SUEZ's strategy. Initially focused on Europe, the analysis will then be extended to fast growing markets with a view to consolidating the matrix by year-end 2014 across all the countries in which GDF SUEZ has operations.

Work drew on the mapping of GDF SUEZ's principal stakeholders, which were selected according to their degree of proximity with the Group or their influence over its strategy:

- Commercial community: corporate and individual customers, industrial partners, suppliers and subcontractors;
- Financial community: equity/fixed-income/SRI investors, retail shareholders, sell-side analysts, rating agencies;
- Human resources: all employees, managers, employee representatives;
- Public sector: local authorities, national government bodies, European institutions;
- Civil society: NGOs and charities, professional associations, neighborhood organizations, academic institutions, media.

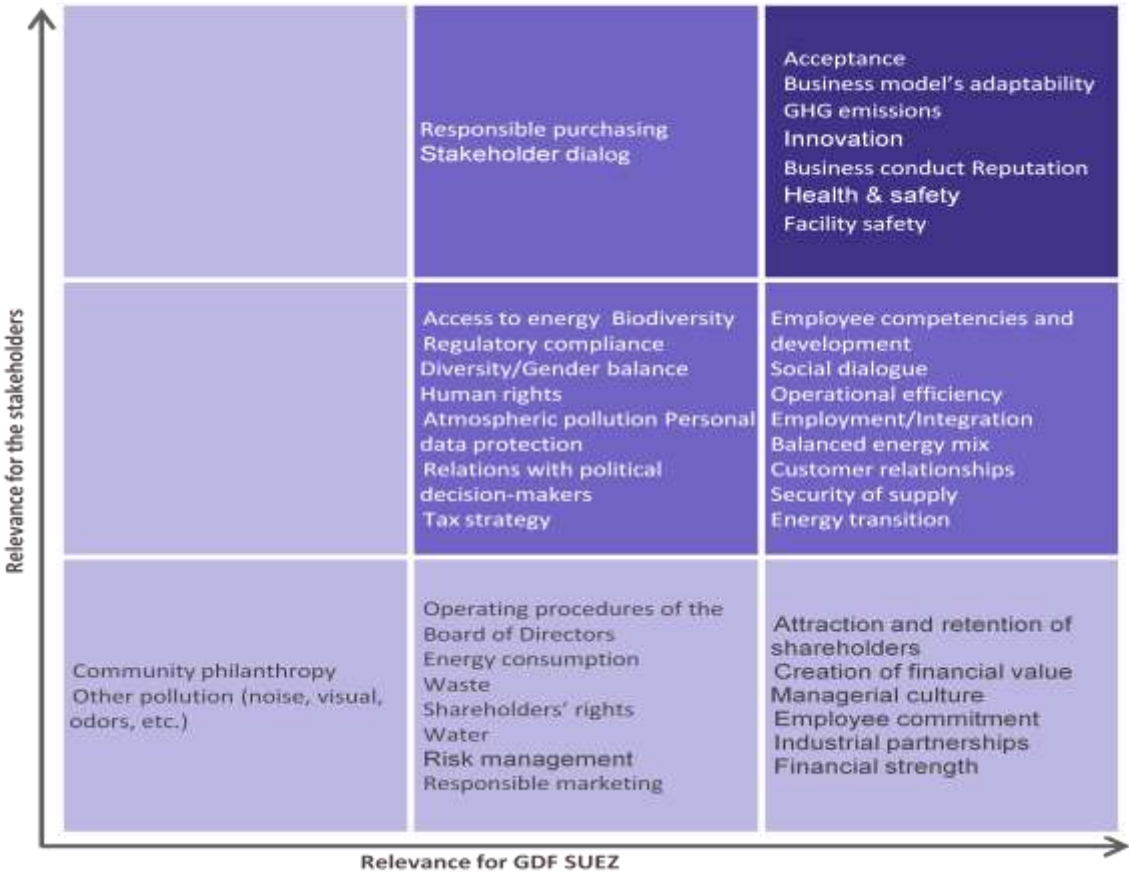
GDF SUEZ has identified the key issues and assessed their relevance to the Group and to its stakeholders based on analysis of existing information and internal and external consultations:

- Internal interviews with Divisions in relations with stakeholders
- External interviews in France and the United Kingdom: corporate customers, suppliers, SRI investors, local authorities, NGOs and media
- A panel of retail shareholders in France
- An electronic survey of the general public in France and in Belgium.

An internal taskforce led by the Environmental & Societal Responsibility Direction with representatives from GDF SUEZ's five business lines and support divisions (purchasing, finance, ethics, institutional relations, human resources and risk management) was involved throughout the process.



**Materiality Matrix**



**High priority** → issues intimately linked with the business model transformation

**Medium priority** → crucial issues for value creation by GDF SUEZ in the short, medium and long term

**Low priority** → issues to be monitored closely that may represent a risk or an opportunity for GDF SUEZ

**Analysis**

The materiality matrix highlights the very high expectations shared by GDF SUEZ and its stakeholders concerning the Group's fundamentals, i.e. adaptability of the business model, innovation, business conduct, acceptance, reputation, health & safety, facility safety and greenhouse gas emissions. These issues are intimately linked with the business model transformation.

The matrix also shows high expectations concerning GDF SUEZ's goals and how to achieve them, i.e. energy transition, balanced energy mix, customer relationships, employee development, biodiversity, etc. These issues are crucial for value creation in the short, medium and long-term. GDF SUEZ notes the high expectations among its stakeholders concerning responsible purchasing and dialog with stakeholders, these issues being addressed by action plans.

Lastly, the low priorities cover prospective issues or matters pertaining to specific stakeholders, i.e. water, waste, governance, responsible marketing, etc. These are issues to be monitored closely because they may represent a risk or an opportunity for GDF SUEZ.

The large majority of the issues are already covered by GDF SUEZ's strategy and policies. GDF SUEZ has implemented concrete measures concerning in particular the high-priority issues for stakeholders:

- **Adaptability of the business model:** GDF SUEZ's strategy is predicated on a well-balanced and resilient business model, shaped by a long-time focus on international expansion, on liquefied natural gas and on complementary business activities across the value chain.

For further information: <http://www.gdfsuez.com/en/group/summary/>

**Innovation:** Daring and risk-taking are part of GDF SUEZ's culture. In 2013, expenditure on research and technological development amounted to €161 million. In 2014, the Group has set up a dedicated new entity « Innovation and new business » in order to stimulate innovation within the Group and to capture new growth drivers.

<http://www.gdfsuez.com/en/commitments/reasearch-innovation/>

- **Business conduct:** In keeping with its values and commitments, GDF SUEZ seeks in all circumstances to act in accordance with the laws and regulations in force in the countries where it operates. The Ethics and Compliance policy is monitored by the Ethics, Environment and Sustainable Development Committee of the Board of Directors.

<http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/>

<http://www.gdfsuez.com/en/group/ethics-compliance/>

- **Acceptance:** The responsible growth model developed by GDF SUEZ integrates societal commitments into creating shared value and sustainable development. The Group therefore implements widespread consultation upstream of its projects, forges partnerships with civil society and ensures the positive economic impact of its activities, in line with community expectations.

<http://www.gdfsuez.com/en/analysts/actions/principle-3-stakeholder-relationships/acceptance/>

- **Reputation:** Reputation is an intangible asset built on the Group's values, its operational excellence and its legitimacy as a utility. Through its policies, organization, procedures and governance, GDF SUEZ endeavors to prevent operational risks and smear attacks that could affect its reputation.

<http://www.gdfsuez.com/en/group/opinions/>

- **Health and safety:** The GDF SUEZ Health policy aims to protect the physical and psychological health of Group employees, as well as its subcontractors, temporary staff, service providers and other external partners, while continuously improving quality of life at work. In 2013, GDF SUEZ has continued to see an improvement in its employee accident rate and safety performance beyond the objective set for 2015 (accident frequency rate of less than 4).

<http://www.gdfsuez.com/en/analysts/actions/principle-2-acting-responsibly/health-and-safety/>

- **Facility safety:** GDF SUEZ carries out its activities in compliance with a framework of safety regulations and has implemented a safety management system at each site. Audits of the facilities in question are performed regularly and the risk of industrial accidents is part of the Group's internal control program.

<http://www.gdfsuez.com/en/analysts/actions/principle-2-acting-responsibly/health-and-safety/facility-safety/>

- **Greenhouse gas emissions:** GDF SUEZ develops a diversified energy mix that promotes renewable energies and designs energy efficiency solutions intended for its own facilities and its customers. In 2013, the Group has set an objective to reduce the CO<sub>2</sub> emission ratio of its world power and associated heat generation fleet throughout the world by 10% between 2012 and 2020.  
<http://www.gdfsuez.com/en/analysts/actions/principle-2-acting-responsibly/environmental-conservation/climate-change/>
- **Employee competencies and development:** GDF SUEZ has implemented a forward planning of employment and skills to support the changes and transformations, to involve employees and enhance their employability. In 2013, 68.5% of the workforce attended at least one training session, exceeding the target of two-thirds of employees being trained.  
<http://www.gdfsuez.com/en/candidates/experienced-talents/your-career/your-career-at-the-group/>
- **Employment/Integration:** GDF SUEZ pursues several social initiatives to support the integration and employment of vulnerable sections of society, notably among young people. With FACE (Foundation for Action against Exclusion), the Group plays an active role in several innovative projects aimed at using sports as a lever and platform for social and professional integration.  
<http://www.gdfsuez.com/en/commitments/our-commitments-and-hr-policies/a-company-committed-to-citizenship-diversity-and-solidarity/support-in-finding-employment/>
- **Stakeholder dialog:** GDF SUEZ enacts an organized policy of cooperation and dialogue with its stakeholders (associations, NGOs, etc.) in order to facilitate the joint development of operations and projects, promote the social acceptance of its facilities, and ensure the continuity of its activities. The materiality matrix will be used to extend the dialog at Group and business lines level.  
<http://www.gdfsuez.com/en/analysts/actions/principle-3-stakeholder-relationships/>
- **Responsible purchasing:** GDF SUEZ has adopted a responsible purchasing strategy that aims to promote ethics in supplier relations. All agreements with suppliers include mandatory ethical, environmental and social responsibility clauses. GDF SUEZ is also looking to develop a regular Group-wide measurement system covering the performance of its “strategic” and “preferred” suppliers as part of a continuous improvement program.  
<http://www.gdfsuez.com/en/analysts/actions/principle-2-acting-responsibly/responsible-purchasing/>  
<http://www.gdfsuez.com/en/commitments/responsible-purchasing/>

Taking into account these lessons and the policies already implemented within the Group, action plans will be set up and monitored to assess GDF SUEZ’s performance in the short, medium and long term. The matrix will be reviewed on a regular basis with stakeholders to be adjusted to their expectations.

## 4.GDF SUEZ partnerships and memberships in support of sustainable development

As an extension of its corporate environmental and social responsibility policy, GDF SUEZ shares its ideas and best practices, and supports actions by its partner organizations, both national and international.

GDF SUEZ plays a leading role in several national and international organizations that study the issue of corporate social responsibility and promote sharing best practices, emulation and developing shared positions.

### MAIN PARTNERSHIPS AND MEMBERSHIPS OF THE GROUP IN THE FIELD OF SOCIAL RESPONSIBILITY

Name	Status	GDF SUEZ commitment
<b>Global Compact</b>	GDF SUEZ has been a member of the United Nations Global Compact since 2000	The Group is committed to respecting the 10 principles of the Global Compact. GDF SUEZ publishes an annual Communication on Progress report presenting the actions undertaken as part of this commitment. <a href="http://www.unglobalcompact.org">www.unglobalcompact.org</a>
<b>French Global Compact network</b>	GDF SUEZ is member since its creation in 2004.	Gérard Mestrallet was the président of this network from 2010 à 2013. <a href="http://www.pactemondial.org">www.pactemondial.org</a>
<b>WBCSD (World Business Council for Sustainable Development)</b>	Member	GDF SUEZ is co-chair of the “Access to energy “ and “Urban Infrastructure Initiative” working group. The Group participates in Focus Areas: Development, Energy & Climate, etc. GDF SUEZ has been an active member of the Energy Efficiency in Buildings project.
<b>EITI (Extractive Industries Transparency Initiative)</b>	Member	Each year, the Group is committed to publishing the payment information concerning member countries of the EITI in which it exercises Exploration & Production activities.
<b>MEDEF (Mouvement des Entreprises de France / Confederation of French Industries)</b>	Member	The Group participates in a variety of commissions (including corporate social responsibility, non-financial performance, climate change, biodiversity, etc.).

Name	Status	GDF SUEZ commitment
<b>Observatoire Social International (OSI)</b>	GDF SUEZ is founding member Muriel Morin (HR department) is président	With other major partners, the Group contributes to the laboratory of ideas and initiatives on major economic and social challenges faced by business and society, such as welfare to work and the universal right to health; issues of corporate governance, the development of human capital, the development of the role and tasks of managers, social finance in globalization
<b>Fondation Agir pour l'Emploi (FAPE)</b>	GDF SUEZ is founding member Muriel Morin is president	Under the aegis of the Fondation de France, GDF SUEZ supports FAPE among other projects submitted by persons in charge of internal sponsorship, solidarity, social responsibility, employees and retirees (FAPE resources come exclusively donations from employees and retirees topped 100% of their companies), and also considering draft external partners in relation the mission of FAPE.
<b>FACE(fondation Agir contre l'exclusion)</b>	GDF SUEZ is a founding member	The Fondation Agir Contre l'Exclusion (FACE) is a recognized non-profit association that was founded on February 20, 1994 to combat all forms of exclusion, discrimination and poverty. Its efforts focus on employment, education, energy consumption, health, housing, digital technology and citizenship by developing and testing local efforts for balanced regional development that benefits local residents. It promotes social commitments that strengthen the economic fiber of regional communities by encouraging and actively supporting the initiatives of companies. Through its network of local associations, known as the FACE Clubs, it now works with 4,000 companies, including major groups and small- and medium-sized businesses.
<b>Entreprises pour les Droits de l'homme (EDH)</b>	GDF SUEZ is a founding member	GDF SUEZ is one of the eight founding members of the association Entreprise pour les Droits de l'Homme (EDH), which it has chaired since its creation in 2009. EDH member companies work together to protect and integrate human rights into corporate strategies, management and business practices. EDH has set up a human rights training program for managers in order to increase awareness on human rights issues and ensure that human rights remain a central part of management decisions.

Name	Status	GDF SUEZ commitment
CSR Europe (Corporate Social Responsibility Europe)	GDF SUEZ is a founding member of CSR Europe	The Group sponsors the European “ENTREPRISE 2020” project alongside the European Commission.  The Group chairs a working group on “New Business Models at the Base of the Pyramid” and on “employment for seniors”. The Group participated in the creation of a CSR toolbox (BOP, diversity, health...).
ORSE (Observatoire sur la responsabilité sociétale des entreprises – a branch of CSR EUROPE France)	Member	The Group participates in: - the “Sustainable Purchasing” working group, - the working group producing the CSR Europe/ORSE Guide on proactive commitment between companies and stakeholders.
Business & Society	GDF SUEZ is a founding member of CSR Europe	The Group is leading several collaborative projects among organizations, especially dedicated to the promotion of technical professions, active ageing and business ethics.
Comité 21	Member of the Board of Directors	The Group participates in working groups on Agendas 21 and local authorities, sustainable marketing, sustainable development education.
FONDDR (Foundation for Sustainable Development and International Relations)	Vice-Presidency held by Françoise Guichard, Director for Sustainable Development	The Group participates in areas including the “Climate” and “Biodiversity” clubs.
AFEP (Association Française des Entreprises Privées / French Association of Private Corporations)	Gérard Mestrallet is a member of the Board of Directors	The Group participates in areas including the Sustainable Development Committee.
Emmaüs France	Partnership	The Group is committed to anti-exclusion measures by conducting various actions including energy audits, recovery/ recycling of material and property, donation of vehicles, etc.
UICN France (International Union for Conservation of Nature)	Partnership	Promotes incorporation of biodiversity conservation into the Group’s activities.

## 5. Reports and analyses: results of actions backed up by figures

The management of the environmental and social responsibility GDF SUEZ relies on a set of quantified elements which are taken especially in environmental reporting, social, societal. They contribute to the continuous improvement of the Group's performance. Demonstrating progress GDF SUEZ in terms of non-financial performance, these figures provide a basis for dialogue with the Group's stakeholders, and more specifically with investors and analysts "Socially Responsible Investment" (SRI), as well as agencies extra-financial rating.

### **Environmental reporting environnemental et results analysis**

Download the environmental reporting 2013

[http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013\\_drf\\_en\\_environmental\\_2013.pdf](http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013_drf_en_environmental_2013.pdf)

### **Social reporting and results analysis**

Download the social reporting 2013

[http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013\\_drf\\_en\\_societalreporting\\_2013.pdf](http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013_drf_en_societalreporting_2013.pdf)

### **Societal reporting and results analysis**

Download the societal reporting I 2013

[http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013\\_drf\\_en\\_socialreporting\\_2013.pdf](http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013_drf_en_socialreporting_2013.pdf)

### **Reporting methodology**

Download the reporting methodology 2013

[http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013\\_drf\\_en\\_methodology\\_2013.pdf](http://www.gdfsuez.com/wp-content/uploads/2014/04/gsu2013_drf_en_methodology_2013.pdf)

## ANNEXES

### ANNEX 1- Reporting on the 10<sup>th</sup> principle

Fighting corruption is one of the Group's major commitments, reflected in its organization and modes of governance. GDF SUEZ policy is based on the principle of "maintaining a culture of integrity, trust and honesty, including a zero tolerance policy on fraud and corruption, both inside and outside the company when it deals with third parties".

In 2012 the Group started reporting on the 10<sup>th</sup> principle against corruption for the Global Compact which comprises about 22 indicators. The reporting is made in accordance with the guidelines provided by UNGC and Transparency International.

#### I.COMMITMENT AND POLICY

##### **B1-Publicly stated commitments to work against corruption in all its forms, including bribery and extortion**

GDF SUEZ asserts its culture of integrity and compliance by corporate communications with its commitment to bar any act of corruption (which is translated in a zero tolerance policy on fraud and corruption).

This commitment is publicly stated in statements made by the CEO & Chairman and the Board of Directors, and embodied in principles provided in the ethics codes and external GDF SUEZ reports. Expression of this commitment can also be found on the corporate GDF SUEZ's internet and intranet sites: <http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/actions/external-stakeholders/>.

##### PUBLICLY STATED COMMITMENT AND DECLARATIONS

The commitment to work against corruption is also published in: the "Ethics Charter"; "Ethics in Practice" guidelines; the "Integrity Referential" which is the cornerstone of GDF SUEZ's anti-corruption and bribery system, adopted by Executive Committee in 2010 (a summary of which is posted on GDF SUEZ's internet website); the "Global Agreement on fundamental rights, social dialogue and sustainable development" signed with Trade Unions; Business Codes of Conduct particularly in the "Business Consultants Policy" validated by the Executive Committee in 2012, and in the "Ethics of Business Relationships: Governing Principles", validated by the Management Committee in May 2013, with an important section dedicated to principles to gifts and hospitality; the Global Compact Communication on Progress and specific report about the 10<sup>th</sup> principle; the CEO & Chairman's Letter on the UN Convention against Corruption; and the annual Declaration to the Extractive Industries Transparency Initiative (EITI).

**The Group's Ethics Charter (p 9), translated into 20 languages and sent to all employees everywhere in the world, includes the following:**



### **Developing a culture of Integrity**

“GDF SUEZ accepts no compromise in the matter of integrity, which must govern all its day-to-day business relationships and professional practices. This being the case, the Group attaches the greatest importance to the moral qualities of its employees.

We must all be aware of the fact that our reputation depends on our actions. It is therefore imperative that each of us should act in a morally correct manner in all circumstances and permanently foster a culture of integrity.

In practice, integrity demands that we should avoid any situation likely to create a conflict between our personal interests and those of the Group. Acting with integrity also means we always maintain our fundamental values, which helps to establish a climate of trust and acts as a shield against corrupt practices, which are a serious risk to the commercial survival of any business.”

### **The “Ethics in Practice” Guidelines (p 12) includes the following:**

“GDF SUEZ adheres to the highest ethical standards. GDF SUEZ’s principles of action are rooted in international reference models, in particular:

- The Universal Declaration of Human Rights and Additional Protocols
- The standards of the International Labor Organization (ILO)
- The Guidelines for Multinational Enterprises laid down by the Organization for Economic Co-Operation and Development (OECD)
- The United Nations Convention against Corruption” .

### **The Global Agreement on fundamental rights, social dialogue and sustainable development**

The Agreement, signed in 2011, applies to all GDF SUEZ entities worldwide. It includes the following ethics principle: *“the maintenance of a culture of integrity, trust and honesty, including a zero tolerance policy on fraud and corruption, inside the company as well as with others”*.

The **“Ethics of Business Relationships: Governing Principles”**, adopted by GDF SUEZ’s Management Committee on May 6, 2013 aims at:

- ensuring that business relationships with all external stakeholders (customers, public authorities, competitors, suppliers, commercial partners, and corporate patronage and sponsorship partners, etc.) are subject to high ethical standards;
- adapting our principles to make sure that they are compliant with applicable laws in the sensitive areas of business relationships, and to make them enforceable;
- increasing our customer satisfaction and service quality, as well as ensuring relevant standards for the protection of local populations;
- protecting the Group’s reputation.

### **The Integrity Referential “Combating fraud and corruption” in a nutshell (published on internet)**

*“Integrity is a major challenge for GDF SUEZ Group, especially within the current situation of economic and financial crisis and increasing regulation. In this context, the Group’s Executive Committee has adopted a document called The Integrity Referential, with one goal: zero tolerance.”*

Other corporate publicly stated commitments against corruption are published **on the GDF SUEZ website – CSR Expert:**

<http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/promoting-ethical-behavior/>  
<http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/actions/>

#### VOLUNTARY INITIATIVES AND MEMBERSHIPS FOR WORKING AGAINST CORRUPTION

GDF SUEZ has chosen to support multilateral initiatives from international organizations to fight corruption. The Group believes that a **global framework** is needed in order to combat **global corruption**. In this respect, the Group's initiatives and memberships are listed below:

- In 2009, GDF SUEZ's CEO & Chairman Gerard Mestrallet, at the invitation of the International Chamber of Commerce, Transparency International, The United Nations Global Compact, and the World Economic Forum Partnering Against Corruption Initiative (PACI), signed a **Letter " to support the United Nation Convention against Corruption (UNCAC)"**.
- GDF SUEZ committed to the **United Nations Global Compact (UNGC )** since 2000, chose in 2011 to complete the specific report on the 10<sup>th</sup> principle against corruption (by reporting on 22 points) ; our President and Chief Executive officer, Gérard Mestrallet, chaired the French Network of the Global Compact between 2007 and 2013.
- GDF SUEZ supports the OCDE Initiative against Corruption;
- GDF SUEZ is a member of:
  - **EITI (Extractive Industries Transparency Initiative):** since 2009 ; through this membership, GDF SUEZ has chosen to commit itself every year to publishing payment information concerning certain countries where the Group has Exploration and Production activities.
  - **Transparency International, French section,** a non-profit organization that fights corruption.

#### **B2- Commitment to be in compliance with all relevant laws, including anti-corruption laws**

**"Acting in accordance with Laws and Regulations"** is the first of the Group's four fundamental ethics principles, published in the Ethics Charter (p 5).

According to this principle: *"as a general rule and in all circumstances, Group employees must observe international, federal, national, local regulations and ethical and professional codes of practice applicable to their activities. The same is true of unilateral decisions and other regulations issued by the Group"*.

This commitment is regularly reiterated in public statements made by the Chairman and Chief Executive Officer and the Board of Directors, as well as in the company's annual reports" and is published on the corporate website.

For instance: "Acting in accordance with laws and regulations, establishing a culture of integrity, behaving fairly and honestly, and respecting others" cf. Gerard Mestrallet's, declaration published in the Integrity Referential on the Group's intranet site in November 2009.

Business partners and stakeholders can read on the Group's Internet site: "Acting in accordance with laws and regulations" is the first of the Group's four fundamental principles outlined in its Ethics Charter". This commitment was regularly reiterated in public statements made by the Chairman and Chief Executive Officer and the Board of Directors, as well as in the company's annual reports.

The GDF SUEZ Ethics & Compliance Division follows-up on relevant laws and regulations in the jurisdictions where the Group operates. It distributes them within the Group via the "Ethics and Compliance Newsletter", regular meetings, training sessions, e-learning, Ethics Referential documents, and internet and intranet sites.

Analysis concerning relevant laws is published and updated in the Integrity Referential: the French Law of November 13, 2007, the FCPA, Sarbanes Oxley, Dodd Frank Acts, and the Bribery Act.

The Group's General Counsel is a member of the Compliance Committee; the Ethics & Compliance Division and the Legal Department work in close collaboration on legal and ethics issues.

Among its activities, the Legal Department is responsible for ensuring that the Group complies with legal requirements and for advising entities on how to comply with the relevant legal requirements.

#### **D1- Publicly stated formal policy of zero tolerance of corruption**

The Global Agreement on fundamental rights, social dialogue and sustainable development signed in 2011 applies to all GDF SUEZ entities worldwide. The ethics principles of the Agreement include: "the maintenance of a culture of integrity, trust and honesty, including a zero tolerance policy on fraud and corruption, inside and outside the company (when dealing with third parties)".

This position is published on GDF SUEZ's internet web site :

[\(http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/actions/external-stakeholders/\)](http://www.gdfsuez.com/en/analysts/governance-and-ethics/ethics/actions/external-stakeholders/).

In order to give employees and business partners a better understanding of the Group's position against corruption as well as of procedures, the GDF SUEZ Ethics & Compliance Division published a specific anti-corruption program approved by the Executive Committee in 2010, "**The Integrity Referential**".

**This cornerstone document asserts the Group's zero-tolerance policy goals on fraud and corruption.** To achieve this target, two fundamental principles must be observed: any situation of fraud or corruption must be properly dealt (i.e. investigated and decided) and no situation of fraud or corruption can remain untreated.

**"The level of residual risk (acceptable, reasonable and manageable by the Group) stipulates a zero-tolerance rate in respect of fraud and corruption; the goal is to be achieved via an action plan, which is monitored by the Ethics, Environment and Sustainable Development Committee reporting to the Board of Directors.**

The Integrity Referential concerns all entities of the Group in all countries where the Group is present.

It constitutes "the foundation of the Group's anti-fraud and anti-corruption program. Its objective is to specify measures that GDF SUEZ has taken to encourage good practice in terms of integrity and, in particular, to prevent risks of fraud and corruption" ( cf. Sustainable Development Report 2010).

It provides guidelines for:

- understanding the challenge raised by corporate integrity and the risks for the Group,
- detecting instances of fraud and corruption,
- becoming familiar with the relevant rules and regulations,
- managing the risk of fraud and corruption within the Group.

It is published on the Group's intranet site, and distributed to the GDF SUEZ Ethics Officers' network for implementation in entities worldwide. It has also been distributed to Executive Managers. Its summary is accessible on the corporate internet website for business partners and stakeholders.

The Group has also established Business Codes of conduct published on its website, presenting principles about integrity in business relationships such as the Ethics Guidelines in the relationship with Suppliers, the "Business Consultants Policy" and the "Ethics of Business Relationships: Governing Principles".

## **D2- Statement of support for international and regional legal frameworks**

GDF SUEZ aligns itself with the global anti-corruption movement across industries and multilateral organizations, as well as with international and regional legal frameworks, to contribute to the promotion of level playing-fields within industries.

GDF SUEZ's principles of action are rooted in the international reference models mentioned below, for which statements of support have been made.

GDF SUEZ respects, complies with and supports the following multilateral initiatives, and international and regional legal frameworks:

- The United Nations Convention against corruption, UNCAC (2003)
- The 1997 OECD "Convention on combating bribery of foreign public officials in international business transactions", ratified in France in 2000
- The Guidelines for Multinational Enterprises laid down by the Organization for Economic Co-Operation and Development
- ICC (International Chamber of Commerce) Principles
- The Council of Europe's Civil Law and Criminal law Conventions on corruption (1999)
- The French Law of November 13, 2007, the Bribery Act, the FCPA, Sarbane Oxley, Dodd Frank Act, etc.

### D3- Carrying out risk assessment of potential areas of corruption

GDF SUEZ is aware that **Oil & Gas, Energy and Utilities sectors** are internationally considered as being at greater risk of exposure to corruption. Equally, companies of all sectors involved in public **procurement contracts** in some countries of the world are also considered as being in situation of greater risk.

To implement its ethics policy and anti-corruption policy, GDF SUEZ carries out **risk assessment** procedures through its ERM (Enterprise Risk Management) Process.

The Ethics & Compliance Division identifies, updates, and is responsible for managing the Group's ethics risks. The risk of corruption and fraud is one of them.

This risk was identified in 2009 in the mapping of ethical risks carried out at the request of the Ethics, Environment and Sustainable Development Committee of the Board of Directors and in the risk review conducted with various functional Divisions, Business Lines and Business Units.

A corporate **Action Plan attached to the Integrity Referential** has been specifically tailored to monitor and reduce this risk. It is driven by the E&C Division and monitored by the Ethics, Environment and Sustainable Development Committee of the Board of Directors. Two areas considered at risk have been specifically addressed : Business Consultants, Gifts and Hospitality.

**Potential areas of corruption** are identified by joint actions carried out by Business Lines' Ethics Officers and Risk Officers, the Ethics & Compliance Division, and the Audit and Risk Management Division, to identify countries, business sectors, and the types of partners and situations where actions must be taken to measure, prevent and reduce the risk of corruption. Since 2011, corruption and human rights violations have been incorporated in the Country Risks for the Group.

In 2014, the Supply Division and the Ethics and Compliance Division worked together to better analyze the **corruption risk inherent to supply and procurement activities**. This risk is listed as a priority risk which must be closely monitored and managed and a specific Action Plan has been implemented.

### D4 – Detailed policies for high risk areas of corruption

Some professional activities, relationships with specific business partners, business areas, and other situations can be conducive to the risk of corruption, such as: procurement and relationships with suppliers, business in the extractive industry, the use of business consultants, sponsorship/partnership deals, political funding, gifts, hospitality and travel invitations.

The Group's anti-corruption program is discussed in the "Ethics in Practice" Guidelines, in the Integrity Referential. In accordance with the Integrity Referential two leading policies, the Business Consultant Policy and the the "Ethics of Business Relationships : Governing Principles" have been elaborated and can be consulted on GDF SUEZ's internet and intranet website.

"**The Business Consultants Policy**" deals with Business Consultants and aims at monitoring the risk of corruption that can result from the use of business consultants. It was put into force on January 1, 2013 ; "**Ethics for Business Relationship: Governing Principles**" aims in particular at monitoring the same risk of corruption in the context of gifts and hospitality. These two policies have been drafted taking into account

the principles of the Foreign Corrupt Practices Act (“FCPA”) and the Bribery Act. They are accessible on GDF SUEZ website.

Business areas within GDF SUEZ presenting a high degree of risk have been identified: **policies have been drawn up and specific initiatives** taken to monitor and reduce the risk of corruption: for instance, GDF SUEZ’s participation in EITI (Extractive Industries Transparency Initiatives) since 2009.

Business Codes of Behavior are published (or will be published) on the Group intranet set.

The Ethics & Compliance Division has experienced with one Business Line (the Energy Europe Business Line) a methodology (ethics risks mapping) to identify priorities in corruption (and human rights) risk management by multiple criteria such as: a corruption situation in a given country, a violation of human rights, sensitive manufacturing sectors, geographical regions, etc. The analysis has been finalized and will be updated on an annual basis.

Compliance with the ethics policy is supported by the internal control program checks (INCOME), making activities in certain sensitive areas more secure by preventing and detecting fraud and corruption.

#### **D5 – Policy on anti-corruption regarding business partners**

To prevent and reduce the risk of corruption, GDF SUEZ closely associates business partners with its values, particularly in view of encouraging the respect and promotion of its anti-corruption principles and its ethics values.

The Group’s principal business partners are:

- B to B, B to C and public customers
- agents, business consultants and other intermediates
- joint-venture and consortia partners
- subcontractors and other commercial partners
- suppliers

Potential high-risk business partners by industry or business activities are:

- suppliers
- business consultants
- some public-sector partners especially in the extractive and energy production industry, and the water industry

Consequently, GDF SUEZ involves its business partners, especially the **suppliers, intermediates and public sector partners** in the application of anti-corruption principles.

According to the Ethics Charter (p 17) on the corporate intranet site: *“GDF SUEZ employees are required, insofar as it is necessary, to inform the people they deal with, particularly their suppliers, service providers and subcontractors, of the existence of the Group’s Ethics Charter by, for instance, providing them with a copy of this document”.*

### Relationship with suppliers

The Group's Guide to Ethics in Supplier Relations (translated into 16 languages, distributed to all Group purchasing entities and published on the corporate website) requires employees **to disseminate ethical principles and to screen suppliers** on ethical principles such as anti corruption and human rights (p 11):

- Ensure that the Group's commitments with regard to ethical standards, sustainable development and corporate responsibility are known and maintained.
- All purchasers must ensure that any potential supplier is familiar with the GDF SUEZ Group's Ethics Charter, which can be consulted on the Group's internet website.

Where appropriate, when selecting suppliers, purchasers must take into consideration the suppliers' track record in the context of its action to promote sustainable development and corporate social responsibility.

- Purchasers must impose contractual terms and conditions on suppliers selected, requiring them to observe all international regulations concerning Human rights and ethics.
- "Any supplier involved – either directly or via its subcontractors – in child labor, illegal or forced labor, corruption or discrimination must be excluded from any business relationship."

These principles are aimed at all those working with the Group's suppliers as well as with experts, purchasers, procurement partners, users, managers, and project leaders. These principles help to encourage suppliers and their subcontractors to implement anti-corruption commitments in their own companies.

A new ethics clause has been put into force in 2014 to implement Ethics in suppliers activities and relationships.

### Business Consultants

Principles are presented in the Guidelines documents "Ethics in Practice", "Ethics of Business Relationships: Governing Principles", and "Business Consultants Policy", the new policy for the selection of commercial consultants worldwide based on external assessment.

The "**Business Consultants Policy**", adopted by GDF SUEZ's Executive Committee on July 23, 2012 and put into force on January 1, 2013 has a three-fold purpose: (i) to submit all business consultants considered for appointment to a full due diligence process; (ii) to set remuneration standards by regions and therefore to strictly monitor the remunerations paid; and (iii) to ensure traceability of the entire selection process.

### Public-sector partners

The principle of transparency concerning payments via the publication of data in the framework of EITI helps encourage business partners to implement anti-corruption commitments in this sector.

## II. IMPLEMENTATION

### B3-Translation of an anti-corruption commitment into actions

GDF SUEZ has identified corruption risks within the Group's operations, developed guidelines and detailed procedures, and appointed management and the organization to implement, monitor and improve actions.

All areas particularly conducive to fraud and corruption have been catalogued and illustrated in the "**Ethics in Practice**" **Guidelines** document, which provides key information needed to understand the topic, and issues relating to specific professional practices, whether associated with a particular business (buyer) or with cross-discipline activities (relationship with suppliers), or with sensitive fields such as the use of business consultants.

The **Integrity Action Plan linked to the Integrity Referential** includes key actions implemented in this framework such as, for instance,

- strengthening the monitoring of ethics incidents
- mandatory training sessions for senior executives, training sessions for managers, and all employees on integrity (and awareness on the risk of fraud and corruption)
- certifications of entities
- a Business Consultants Policy, a policy with respect to "Ethics in the Business Relationship: Governing Principles"(including a section dedicated to the principles to be applied with respect to gifts and hospitality )

The principles regarding gift and hospitality must be implemented by the Business Lines and the Corporate Center by June 30, 2014. So far all the implementing policies have been adopted but for two Business Lines which however will adopt the required policy by the deadline set out.

The Business Ethics & Compliance Division coordinates the Integrity Action plan, mainly with the support of entity managers and expert communities: ethics officers, legal advisers, and internal control, audit and risk teams.

The global network of 190 ethics officers has the mission to devise, implement, monitor and improve the program and the action plan worldwide, under the supervision of the Group Ethics Officer.

Since 2013 an **Action Plan for Implementing Ethics in Purchasing** allows translating the policy and anti-corruption commitments towards the suppliers in actions (specific training, due diligence, risk analysis, ethics clause, auto-evaluation by suppliers, audits...) .

Internal Control and Audit help to make the fight against corruption more efficient, and the implementation of Ethics is monitored at the highest level in the Group.



#### **B4- Support by the organization's leadership for anti-corruption**

Leadership's messages and personal commitment and support on integrity are on Group's intranet site.

*"We will not tolerate any breaches in Ethics", Gérard Mestrallet, GDF SUEZ Annual Ethics Conference, 2011.*

**- "A sustainable company is an ethical company. For me, this is a core belief. It needs to be our focus for GDF SUEZ." Gérard Mestrallet (intranet website)**

*- "Acting in accordance with laws and regulations, establishing a culture of integrity, behaving fairly and honestly, and respecting others. These are the watchwords that apply **in all of our professional actions and in the world as a whole.**" Gérard Mestrallet, November 10, 2009 (The Integrity Referential, intranet).*

*- "Integrity is one of the four fundamental principles guiding ethics within the GDF SUEZ Group. These ethical principles must underpin **the behavior of each and every one of us, in all places and in all circumstances.** They represent the mindset through which we express our adherence to GDF SUEZ. In other words, integrity is an integral part of the common culture that binds the Group's companies together" (The Integrity Referential, intranet site).*

#### **B5- Communication and training on the anti-corruption commitment for all employees**

All the documents and publications about integrity (such as the referential, guidelines) are on the Group's intranet and extranet websites, available to every Group entity.

An Ethics Newsletter is published quarterly by the Ethics and Compliance Division with information on new guidelines and reference documents, relevant laws, best practices taken by entities regarding ethics, and the training schedule.

In compliance with the principles set forth in the US Federal Corrupt Practices Act and the UK Bribery Act, GDF SUEZ set up the following actions :

**A highly specialized training ("Understanding and anticipating the risk of fraud and corruption")** taught both by a leading certification agency (specialized in certifying company anti-corruption management systems), and by GDF SUEZ's in-house experts of the Ethics & Compliance Division, has been launched in 2012. This seminar has been specifically tailored for GDF SUEZ's senior executives and made compulsory to them by GDF SUEZ's Chief Executive Officer, Gérard Mestrallet.

As of today, 77% of GDF SUEZ's senior executives attended the seminar.

- A short version of this training "Understanding and anticipating the risk of fraud and corruption" has been worked out for sensitive employees such as the Ethics Officers and General Counsels. So far, this training has been delivered through "web conferences". In 2013, two "web conferences" have been organized.
- A training (web-conference type) dedicated to the principles applicable to gifts and hospitality (as they are set forth in the GDF SUEZ Group's policy "Ethics in Business Relationships: Governing Principles" ) has been worked out and delivered to the Ethics Officers. In 2013, 2 web conferences have taken place.
- A training seminar on "Business Ethics" accessible to all GDF SUEZ's employees has also been launched in 2009. This seminar aims at discussing the various aspects of (i) being ethical in the decision making process

and the management of a company and (ii) monitoring and mitigating the risk of fraud and corruption. Since its creation, 1,054 GDF SUEZ's employees attended it.

- A training seminar discussing ethics issues (including fraud and corruption) in the supply and purchase chain has been launched in the beginning of 2014 and tailored to meet the specific issues which can be faced by the managers involved in the supply and purchase chain (Purchase Division).
- Five modules of training, e-learning type, focusing on various ethics issues are accessible in 5 different languages to all GDF SUEZ's employees. The trainings discuss the following topics: Module 1: "To Make an ethic decision"; Module 2: "Competition rules within the European Union"; Module 3: "Being ethic in the context of public procurements"; Module 4: "To prevent the risk of corruption" (this module specifically addresses issues of corruption; principles applicable to gifts and hospitality as they are set forth in the GDF SUEZ Group's policy "Ethics in Business Relationships: Governing Principles" (put into force in June 2013) ; entertainment); Module 5: Ethics in Business Relationships.

#### **B6- Internal checks and balances to ensure consistency with the anti-corruption commitment**

GDF SUEZ decided to ensure consistency with the anti-corruption commitment in the sensitive field of business consultants. The inherent risk of using the services of a business consultant must be assessed by a mandatory due diligence, taking into account his/her reputation, technical, financial and commercial references, clean criminal record and professionalism.

Due diligence may also be applied in the field of business, supplier, and corporate patronage and sponsorship partnerships.

For daily professional life, 3 types of checks and check-lists are published on the intranet website at the disposal of all employees:

- **Check for an ethical dilemma:**

to ascertain quickly whether you are facing an ethical dilemma, 7 *auto evaluation points* to assess the potential risk of fraud or corruption are published on the intranet website in the GDF SUEZ's Integrity Referential such as, for instance: "What would my colleagues and managers think of this?"; "Would I like my friends and family to know about this type of practice?".

- **Red-flag check by management about the use of business consultants (source: Integrity Referential)**

In the interest of risk prevention, management must pay particular attention to seven red-flag alerts about choice criteria and the global environment for the professional relationship (e.g., an unjustified secrecy requirement by the consultant). They are published on the intranet site in the Group's Integrity Referential.

- **Check to prevent the risk of corruption and fraud**

Four principles are available on the corporate website in the "the Integrity Referential summary".

## **D6-Actions taken to encourage business partners to implement an anti-corruption commitment**

GDF SUEZ business partners are: customers, joint-venture partners, suppliers, external commercial employees, external commercial partners, business consultants, partner companies in public initiatives, public officers, etc.

Special attention is paid to the relationship with suppliers and business consultants: policies, codes of conduct, action plans, and tools aimed at preventing incidents with these business partners.

A new policy is being elaborated and will be finalized by the end of 2014. This policy will aim at extending in an appropriate way the principles set out in the Business Consultants Policy to joint-ventures partners and main suppliers.

### **a) Suppliers**

Entities are required to use an ethics clause (updated in 2014) in contracts with suppliers and subcontractors, which states that suppliers must proscribe any form of corruption whatsoever during the performance of the contract and undertake to ensure the respect and enforcement of rules by its principal subcontractors and/or suppliers.

GDF SUEZ requires its commercial partners, subcontractors and suppliers to establish their own ethical, environmental and social rules, if they have not already done so, and to maintain practices that are compatible with the Group's values.

### **b) Business consultants**

The Group has adopted a specific policy on Business Consultants which requires specific procedures to be implemented, in particular due diligence investigation aiming at checking the reputation and integrity of the Business Consultants. This policy was approved by the Group Executive Committee in 2012 and put into force in January 2013.

## **D7- Management responsibility and accountability for implementation of the anti-corruption commitment or policy**

GDF SUEZ identifies management as its priority target for implementing its anti-corruption program and as having prime responsibility for applying and communicating on ethics principles.

Tools for implementing this strategy include mandatory training sessions for senior managers about anti-corruption, and training sessions by GDF SUEZ University for newly appointed managers at all levels.

GDF SUEZ's annual Compliance Procedure (please see D12) presented to the CEO & Chairman and carried out under the responsibility of the Group Ethics Officer, requires compliance and commitment letters from the top management of each Business Lines and Business Units.

#### **D8- Human Resources procedures supporting the anti-corruption commitment or policy**

Human Resources develop the ethics and anti-corruption policy in their own policies and procedures:

- The Ethics Charter and “Ethics in Practice” Guidelines are given to new recruits;
- The Human Resources managers’ behavior reference document “Management Way”, as well as the reference document concerning “high potential employees”, formally include two points concerning ethics and integrity as required behavior for managers:
  - The ambition to act with integrity and
  - The capacity to make equitable decisions.
- Ethics is included in the annual appraisal process for senior executives.

Certain entities detail ethics criteria in:

- Recruitment announces (for instance the company SITA) and
- Annual career appraisals.

#### **D9-Communications (whistle blowing) channels and follow-up mechanisms for reporting concerns or seeking advice**

In GDF SUEZ, an Ethics Email System has been implemented for reporting ethics concerns or seeking advice on an individual basis.

This system is reserved for persons employed by the GDF SUEZ Group, whatever their employment status. Its use is strictly voluntary and cannot be made mandatory. The identity of the alert sender and of the accused person(s) are treated as confidential information subject to sanctions should a breach of confidentiality occur.

Information about the ethics email system is published on the corporate website and intranet site.

This email system was set up by the GDF SUEZ Group to enable its employees to give notice of problems that could seriously affect their work or their responsibilities. It is not a substitute for other existing reporting channels (with the hierarchy, personnel representatives, the auditors, a public authority, etc.) but complements them.

The Group Ethics Officer, assisted by the Senior Vice President in charge of Ethics and Compliance, is responsible for the ethics email system. Situations reported through the ethics e-mail must be duly investigated and decided. The Compliance Committee follows-up on those situations and has all the relevant statistics.

## **D10-Internal accounting and auditing procedures related to anti-corruption**

Cooperation between the Ethics and Legal Department (legal compliance) and the Audit and Risk Management Department ensures that specific items concerning corruption are included in the Group's audit program.

- Audits are carried out annually on those items. An external certification on GDF SUEZ's anti-corruption program will be carried out by Mazars in 2014-2015. An annual update of the is certification will be performed.
- The Internal Control Department (INCOME procedure) participates to the implementation of ethics policy and to compliance.

## **D11-Participation in voluntary anti-corruption initiatives**

GDF SUEZ decided to participate in four voluntary external initiatives fighting against corruption:

- **GDF SUEZ supports the Global Compact**

The Group aims at increasing the quality of internal procedures and reporting practices.

The Group reports to the Global Compact (since 2012) on the 10th principle against corruption on 22 indicators in the framework of COP (Communication on Progress). GDF SUEZ carries out initiatives for promoting the Global Compact with respect to its business partners.

- **GDF SUEZ is a member of EITI – Extractive Industries Transparency Initiative**

GDF SUEZ has been a member of EITI since 2009, recognizing the importance of supporting improved governance in resource-rich countries through the publication of payments to governments from oil, natural gas and mining.

In this respect the Group:

- Publishes EITI principles on its website
- Financially contributes to EITI
- Shares contacts with multi-stakeholder groups in others countries and participates in working groups in countries where the Group is present
- Reports annually to EITI for the following countries: Germany, United Kingdom, Netherlands, Azerbaijan, Norway.

- **Participation in Transparency International (TI), French Section**

GDF SUEZ is a Company Member of the French section of Transparency International, the non-profit organization that is extremely active in the fight against corruption. GDF SUEZ agrees with TI values, its object of raising awareness and reducing apathy towards, and tolerance of, corruption, and devises and implements practical actions to address it. Commitments of GDF SUEZ in relation to TI:

- not to participate in actions for corruption
- to fight corruption by participating in TI France's actions

- to implement actions for preventing corruption in the Group directly or through business partners
- to implement actions for identifying guilty partners and punishing them.

### III. MONITORING

<b>B7-Monitoring and Improvement processes</b>
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The Group's *monitoring and improvement process* for Ethics and Integrity is based on four focus areas:

- a) Guidance
- b) Risk management, audits and controls
- c) Annual Compliance Procedure
- d) Process dealing with incidents

#### a) Managerial guidance involving the Group's entire management chain

The impetus behind GDF SUEZ's ethical commitment comes from the highest level of the Group: the Chairman, the Board of Directors, and the Management Committee, who have chosen to provide the Group with appropriate structures.

Ethical policies are managed by the General Secretary, who is also the Group Ethics Officer.

Ethics and Compliance policy is overseen by the Ethics, Environment and Sustainable Development Committee of GDF SUEZ's Board of Directors.

GDF SUEZ Executives have prime responsibility for the implementation of ethical principles and practices. Business line and Business Unit top managers have each named a Business Line ethics officer, chosen from their respective executive committees. Ethics and compliance-related responsibilities are defined at all levels of the management chain.

The **Ethics Officer' Management Committee**, made up of Ethics & Compliance Division managers and Business Lines ethics officers promotes and oversees the achievement of Ethics Action Plans and confirms the operational feasibility of the measures proposed.

The **Compliance Committee**, chaired by the Group's Ethics Officer, with the participation of Heads of the Audit, Legal, and Ethics & Compliance Divisions, promotes and oversees implementation of compliance procedures and ensures that appropriate measures are taken.

The Committee reports for the GDF SUEZ Ethics policy and program to the CEO & Chairman, as well as to the Chairman of the Ethics, Environment and Sustainable Development Committee.

## **b) Risk, audit and control management**

The Internal Control Department periodically assesses the implementation of Ethics Policy. Audits are also carried out. Areas are identified by the Ethics and Compliance, Legal, and Audit and Risks Divisions.

## **c) Annual Compliance Procedure**

A detailed **Annual Compliance Procedure** for monitoring the deployment of the Group's ethics policy in the Business lines and entities has been established. Its description is given in detail in D12.

## **d) Process dealing with incidents**

**The number of ethics incidents is followed regularly by the Compliance Committee.** A detailed description of procedures for dealing with incidents is given in D13.

### **D12-Annual Compliance Procedure**

An annual Compliance Procedure allows for monitoring the implementation of the Group's ethics policy and programs within the entities. Integrity is an important issue of this procedure.

The Procedure is overseen by Gerard Mestrallet and is placed under the responsibility of the Business Line Heads, in cooperation with the ethics officers of the entities in which the procedure is followed.

It consists of an Ethics Officer Report stating the progress and the ethical organization of the entity concerned, together with a compliance letter from the manager of the entity. These documents are consolidated at the level of each Business Line. The Group Ethic Officer draw up the annual compliance report sent to the Chief Executive Officer. It is presented to the Ethics, Environment and Sustainable Development Committee reporting to the Board of Directors.

A dashboard with indicators is part of this monitoring system.

### **D13- Dealing with incidents**

GDF SUEZ has developed a system for dealing with incidents, whose aim is to: put a stop to any unethical behavior, ascertain precisely what occurred and determine the ramifications, propose compensation for the damage caused, punish the individuals responsible, and suggest measures for improvement.

The detailed procedure for dealing with incidents, including remedial steps, is described in the Integrity Referential and in GDF SUEZ's decision statement on this document, which has been validated by the Executive Committee and published on the corporate intranet website.

A specific real-time procedure, INFORM'éthics, has been deployed in the Business Lines and Business units for reporting incidents in the Group's main areas of risk: accounting and financial integrity, conflicts of interest, social responsibility and human rights, business ethics, confidential information and protection of intangible property.

INFORM'éthics includes: a declaration of incidents, the handling of reported incidents (such as sanctions and corrective actions), and continuous improvement processes (such as prevention plans).

The Compliance Committee chaired by the Group Ethics Officer drives and verifies the implementation of the compliance procedure. It notes breaches and ensures that the appropriate treatments have been applied. It reports to governance bodies and Executive Management on the application and the overseeing of GDF SUEZ ethics mechanisms.

**Whom to contact**

An individual who has knowledge of a corrupt or fraudulent act may contact people at various levels: the person directly concerned, work colleagues, managers, the ethics officer for the particular BU or Division, the legal officer of the BU or Division, the Business Line Ethics Officer; the Group’s Ethics Officer (General Secretary) and the Ethics and Compliance Senior Vice President may be contacted directly via an ethics e-mail.

**Incidents: detecting, analyzing, resolving, penalizing, reporting**

The way of dealing with incidents is presented in point 2.4. “Dealing with cases of fraud and corruption” in the GDF SUEZ Decision, approved by Executive Committee. Six actions have been identified:

- 1 . putting a stop to fraudulent behavior
- 2 . ascertaining precisely what occurred
- 3 . determining its ramifications
- 4 . deciding how best to remedy the damage caused
- 5 . punishing the individuals responsible
- 6 . suggesting measures for improvement.

**D14-Public legal cases regarding corruption**

To enhance credibility with its stakeholders, every year GDF SUEZ publishes “**The Registration Document**”, the corporate official document about activities, organizations and key facts.

Important pending or closed cases on the last 12 months with a significant impact on the Group are mentioned in that document.

**D15-Use of independent external assurance of anti-corruption programs**

The Ethics & Compliance Division and the Sustainable Development Division reply each year to assessments carried out by extra-financial ratings agencies.

In 2014 GDF SUEZ has decided to carry out external certification processes :

- The first one will involve reviewing and assessing the completeness and efficiency of the Group’s compliance anti-corruption system.
- The second one is of a more limited scope and will aim at assessing the completeness and efficiency of the Business Consultants Policy within Tractebel Engineering.

Several of GDF SUEZ’s entities have conducted assessments in partnership with independent organizations, such as “Good Corporation” including fraud and corruption issues.



## **ANNEX 2-GDF SUEZ PROFILE**

GDF SUEZ develops its businesses (power, natural gas, energy services) around a model based on responsible growth to take up today's major energy and environmental challenges: meeting energy needs, ensuring the security of supply, fighting against climate change and maximizing the use of resources.

The Group provides highly efficient and innovative solutions to individuals, cities and businesses by relying on diversified gas-supply sources, flexible and low-emission power generation as well as unique expertise in four key sectors: independent power production, liquefied natural gas, renewable energy and energy efficiency services. GDF SUEZ employs 147,200 people worldwide and achieved revenues of €81.3 billion in 2013. The Group is listed on the Paris, Brussels and Luxembourg stock exchanges and is represented in the main international indices: CAC 40, BEL 20, DJ Euro Stoxx 50, Euronext 100, FTSE Eurotop 100, MSCI Europe and Euronext Vigeo (World 120, Eurozone 120, Europe 120 and France 20). GDF SUEZ is also the main shareholder of SUEZ Environnement, an expert in water and waste management.

### **Key figures at December 31, 2013**

- 147,200 employees throughout the world
  - inc. 59,700 in power and natural gas,
  - and 87,500 in energy services.
- €81.3 billion in 2013 revenues.
- Operations in close to 70 countries.
- €27 to €30 billion of gross investment over 2014-2016.
- 800 researchers and experts at 7 R&D centers.

### **Power**

- No.1 independent power producer (IPP) in the world.
- No.1 producer of non-nuclear power in the world.
- No.1 independent power producer (IPP) in the Persian Gulf countries, in Brazil, in Panama and in Thailand.
- 113.7 GW of installed power-production capacity.
- 10 GW of power-production capacity under construction.
- 17 GW of installed power-production capacity in renewable energy.

### **Natural gas**

- A supply portfolio of 1,334 TWh (121 bcm).
- No.2 buyer of natural gas in Europe.
- No.2 natural-gas transport network in Europe.
- No.1 natural-gas distribution network in Europe.
- No.1 vendor of storage capacity in Europe.
- 382 exploration and/or production licenses in 18 countries.

- 799 mboe of proven and probable reserves.

#### **LNG**

- No.1 importer of LNG in Europe.
- No.3 importer of LNG in the world.
- No.2 operator of LNG terminals in Europe.
- A fleet of 17 LNG tankers inc. two regasification vessels.

#### **Energy services**

- No.1 supplier of energy efficiency services in the world.
- 100,000 clients in the public and private sectors throughout the world.
- 1,300 sites throughout the world.
- 202 district cooling and heating networks operated throughout the world.

## ANNEX 3- PUBLICATION

<http://www.gdfsuez.com/groupe/publications/>

### GDF SUEZ ACTIVITIES REPORT 2013



### GDF SUEZ REGISTRATION DOCUMENT 2013



### GDF SUEZ RASSEMBLEURS D'ENERGIES



## ANNEX 4- GLOBAL COMPACT 10 PRINCIPLES



### GLOBAL COMPACT - The 10 principles

#### Human rights

1. Businesses should support and respect the protection of internationally proclaimed human rights; and
2. Make sure that they are not complicit in human rights abuses.

#### Labour standards

3. Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
4. The elimination of all forms of forced and compulsory labour;
5. The effective abolition of child labour; and
6. The elimination of discrimination in employment and occupation.

#### Environment

7. Businesses should support a precautionary approach to environmental challenges;
8. Undertake initiatives to promote greater environmental responsibility; and
9. Encourage the development and diffusion of environmentally friendly technologies.

#### Anti-corruption

10. Businesses should work against corruption in all its forms, including extortion and bribery.

[www.unglobalcompact.org](http://www.unglobalcompact.org)

<http://www.pactemondial.org/>



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