

VERMEG

**CORPORATE
SOCIAL
RESPONSIBILITY
CSR POLICIES
HAND BOOK**

Empowered
by **VERMEG**

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MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

“For Vermeg, being a responsible business lies at the heart of our human adventure and the very essence of the engaged software company we aim to be for all of our stakeholders.

As a key player in the financial industry, our mission is to offer the best solutions available to advise and support individuals, businesses and institutions in the development of their projects and to ensure a positive long-term impact on the business, social and environmental world around us.

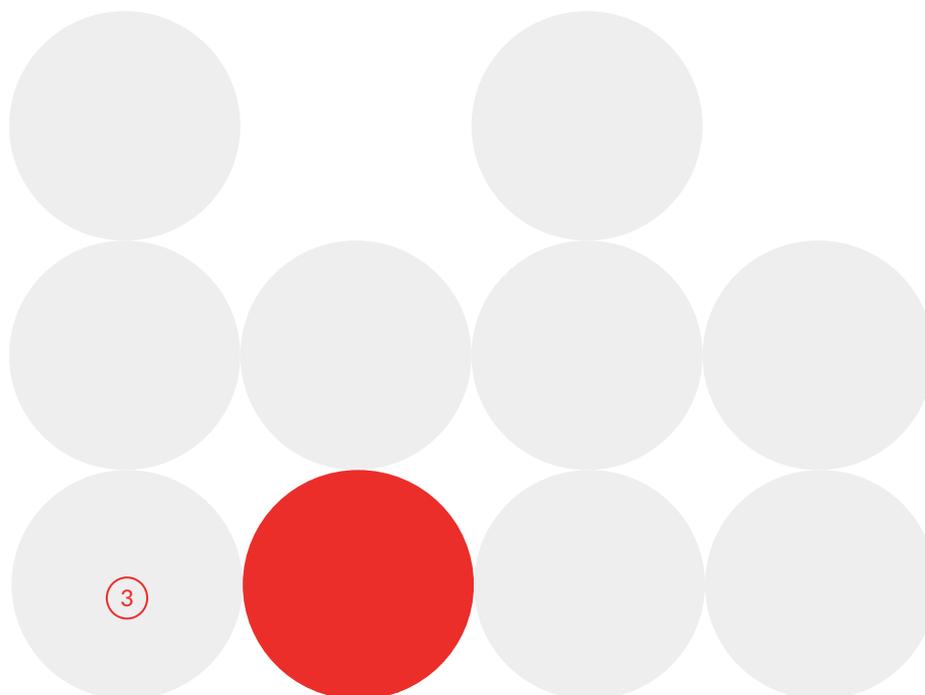
Since the founding of the company, its Founder and Chairman Badreddine Ouali has engaged the company and its employees in initiatives directed towards improving life and society. Our values – Committed, Ingenious, Authentic – and our Corporate Social and Environmental Responsibility set Vermeg apart as a radically different human adventure.

In 2016, we pursued our determined approach by deciding to drive our whole ecosystem forward, sustainably, involving every one of our employees, in every country where we operate, in making Vermeg exemplary in everything it does. To achieve our goal, this year we initiated the “Empowered by Vermeg” program, reaching all the way through to the highest levels of the company, in order to build, steer and measure the fulfilment of our commitments.

It is my firm belief that Vermeg must stand out on the market as much for its collective intelligence and knowhow as for its demonstration of the values and ethics that unite and give meaning to our day-to-day actions. As you will discover, Vermeg makes that demonstration in concrete terms and ranks as a leading financial player in Europe for its achievements as a responsible publisher.

The Group is wholly committed to robust and responsible action in the service of its clients. That commitment relies on all of us, and on our exemplary behavior both individually and collectively. I am convinced that Vermeg’s leadership model, driven by our employees’ capacity to be empowered and built on our solid values, will further strengthen our position as one of the world’s most responsible IT firms.”

VERMEG CEO



MISSION, VALUES AND VISION

Vermeq is above all a story of men with a strong culture of service and useful innovation. It's a company whose strength lies on its expertise of its key markets, but also on its commitment to do its business ethically and fairly.

Therefore, the company speech reflects both its pragmatic and humble approach while, affirming his pride and ambition.

ENGAGEMENT

Software excellence for Leaders in Finance

MISSION

Multi-local, we are committed to delivering effective solutions, **on time and on budget, for each market** we operate in.

We are the **partner** of choice of **Leading Bankers and Insurers**.

Through our strategy, we bring to this market not only our **expertise** but also a refreshing touch of **humanity** and **humility**.

The respect of **our employees** & the peace of mind of **our clients** are at the heart of our strategy.

VALUES

Authentic: Dependable/reliable/trustworthy

Committed: Engaged/involved/focused

Ingenious: Inventive/original/audacious

VISION

Become the **preferred partner** of asset servicing, portfolio management, private banking and life and health insurance companies enabling the delivery of their value proposition **all over the world**.

1. VERMEG CSR POLICIES HAND BOOK MANAGEMENT RULES

To reach its commitment for sustainable development, Vermeg implement adequate policies, procedures and controls to ensure that

- All its group's company's daily operations and effective service are compliant with the standard Corporate Social Responsibility (CSR) principles
- All its stakeholders (investors, suppliers, business partners, etc.) are also committed to these CSR principles.

In fact, along to its compliance with national, and where relevant, internationally and transnationally applicable laws, Vermeg is committed to a CSR governance in order to meet the environmental, social and ethical issues which become paramount in our society.

The CSR policies are seen as a guarantee of progress and sustainability, it is emerging as the key to an economic growth, profitable for the company, its employees, its providers, partners, civil society and the environment in which it operates.

Vermeg's commitments are formalized in this document, a reference document defining the objectives, principles and roles. It is accompanied by an environmental responsibility for all employees to participate and invest along with the company.

Within the frame of this CSR Hand Book, Vermeg undertakes to:

- Reduce its environmental footprint and build a lasting legacy for generations.
- Ensure a stimulating work environment in accordance with labor standards and Human Rights.
- Promote skills development and social advancement of its employees throughout their working lives.
- Promote diversity and equal opportunities, and fight against any type of discrimination.
- Banish corruption and exercise business fairly.
- Raise awareness among its employees on environmental and social issues.
- Controls its partners, suppliers and subcontractors regarding their compliance with the CSR values.

① CSR Hand Book Scope and Coverage

The CSR Hand Book (called also CSR Manual) have been established to group all policies relating to Vermeg CSR commitment.

The policies contained in this document are intended to cover all Vermeg group's companies and apply to any person in relation with Vermeg (such as employees, suppliers, contractors, consultants, outsourced vendors, third parties, and others).

② Objectives of CSR Hand Book

The CSR policies will provide guidance to ensure that Vermeg comply with relevant laws and regulations, industry leading practices and recognized international standards on CSR management, such as the global ISO26000 but also more specific ones (i.e.: Iso14000 Environment, Iso45001 Health and Safety replacing the BS OHSAS18001, Iso27001 Information Security, SA8000 Social, etc.).

Furthermore, Vermeg reserves the right to audit and/or monitor the compliance of its activities, employees and management practices, but also the compliance of its suppliers.

③ Policies Framework

The Policies and its relating procedures are derived from the CSR Chart and provide the details of necessary actions to achieve the objectives of this chart.

④ Stakeholders, Review and Approval

The CSR Policies are managed by the Executive Management through the CSR Committee (defined in CSR Organization Structure), which is responsible of the adoption of sustainable development principles within the group's business strategy. For this reason, it raises awareness and communicate on the measures implemented and the results achieved internally and externally.

This policy document shall be reviewed at least annually by the CSR committee or in events of any significant changes within individual group companies or within the group as a whole. The policy owner will be responsible to make the changes to the policy document. The CSR Committee will be responsible to approve the changes.

⑤ Training and Awareness among employees, customers and suppliers

The CSR policies of Vermeg have been implemented to be developed in a collective and collaborative way. It, therefore, urges all employees, customers and partners to respect this policy and follow the example.

To enable everyone to participate in the joint effort initiated by the company, Vermeg relies on several means and media outreach.

- First, the CSR Policies Hand Book is given for signature to new employees, suppliers or partners upon they start their relationship with the company.
- This CSR Policies Hand Book is also accessible directly on the Intranet and web site.
- Vermeg Academy, as centralized internal training center, dedicates specific section to this CSR Policies Hand Book during the integration seminar for employees, but also for providers or partners when necessary.
- Furthermore, CSR posters are displayed in each building entrance and common spaces and CSR flyers are distributed to employees.
- A message accompanied by a visual logo at the bottom of each of our email is reminding environmental concerns for example by inviting to not print unless needed, to clean mail box and avoid useless "in copy" people to reduce storage, etc.
- Finally, Vermeg communicates regularly on its CSR activities by dedicating section for them in its web site, Intranet and manages specifics web pages in the most important social networks.

⑥ Compliance

Each employee within the internal structure of Vermeg or in our clients' premises is aware of our social and environmental responsibility engagement. Each employee is also proactive in this global company approach. Vermeg expresses its willingness to conduct its activities in compliance with the fundamental values of a corporate citizen.

Vermeg expects all employees to comply with the Manual of policies. Failure to comply with the policies will entail appropriate action which may include disciplinary action. Therefore, their commitments are carefully monitored at the highest level. It is steered under the responsibility of the General Management and involves all of the Groups functional and operational departments.

Thus, the managers of the Group activities, who are responsible for compliance with the current applicable regulations and the internal policies and procedures for their respective entities; must ensure that all CSR within their area of responsibility are carried out correctly to achieve compliance with CSR policies and standards.

⑦ Supplier Requirements

Vermeg is committed to inform its suppliers and sub-contractors about all the requirements mentioned in the Manual of policies. It also emphasizes them to follow these CSR steps and principles. Actually, "Being a CSR friendly" is highly appreciated and is considered a crucial plus through the tender process.

Furthermore, any provider not compliant with the crucial CSR values will be banished from any business relationship with Vermeg.

⑧ Exceptions

Approval for exceptions or deviations from the policies, wherever warranted, will be provided only by the CSR Committee.

⑨ Channels to Report Violation

Any concern about a violation, or a potential violation is expected to be reported to the management of the CSR compliance through different channels that Vermeg makes available for all its stakeholders as described in the "Ethics Policy as Code of Conduct for Vermeg and all its Stakeholders".

By making use of these channels when necessary, each one will play his part in maintaining the high CSR standards to which Vermeg hold.

⑩ Disciplinary Process

The CSR Committee is responsible of the disciplinary process for employees, contractors or third-party who have violated the CSR organizational policies and procedures resulting from its CSR Chart. Such a process can act as a deterrent.

Additionally, the disciplinary process ensures, in respect of laws, correct and fair treatment of employees, contractors or third-party who are suspected of having committed serious breaches compromising Vermeg commitment for sustainable development.

⑪ Reporting and Independent Compliance Review

Vermeg publish its annual CSR Report on its website and include effective and objective KPI to make proof of its achievements regarding its CSR Policies.

Furthermore, Vermeg launches certification program review annually via external high reputed organism Ecovadis to verify that they are compliant with the CSR international standards. Findings and recommendations in the report are communicated to the concerned department personnel for implementation.

2. VERMEG CSR CHART

① CSR Chart Objectives

Our Our CSR Chart aims to formalize the engagement of Vermeg to support sustainable development and reinforce its full support to CSR challenges, standards and initiatives all over the world.

Therefore, any Vermeg Policy must refer to the spirit of this CSR Chart and guarantee the conformity.

② CSR Commitment of Vermeg

Vermeg's fundamental CSR commitment is to comply, with the 10 fundamental Principles of the United Nations Global Compact and to guarantee the compliance of all its internal and external stakeholders. Through this commitment, Vermeg emphasize its participation in reaching the 17 Sustainable development Goals of the UN (<https://www.un.org/sustainabledevelopment/sustainable-development-goals/>).

UN Global Compact 10 Principals

• 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**.

• Labour

Principle 3: Businesses should uphold the **freedom of association** and the effective recognition of the right to collective bargaining;

Principle 4: Businesses should uphold the **elimination of all forms of forced and compulsory labour**;

Principle 5: Businesses should uphold the **effective abolition of child labour**;

Principle 6: Businesses should uphold the **elimination of discrimination** in respect of employment and occupation.

• Environment

Principle 7: Businesses should support a precautionary **approach to environmental challenges**;

Principle 8: Businesses should support undertake initiatives to **promote greater environmental responsibility**;

Principle 9: Businesses should encourage the development and **diffusion of environmentally friendly technologies**.

• Anti-Corruption

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

To meet this fundamental commitment, Vermeg strategy is based on 13 Targets within 7 main CSR challenges around 3 Area as follow:



13 Targets within 7 CSR Challenges

1- Incorporating CSR into the company's governance to meet the sustainable development objectives

1. Implement CSR governance at all management levels.
2. Define a code of ethics followed by all company staff.
3. Provide optimal protection for staff according to Human rights in the various countries where Vermeg operates.

2- Minimizing our environmental impact

4. Implement an effective policy and procedures to save energy, the climate and natural resources.

3- Becoming a leading employer

5. Provide excellent working conditions.
6. Propose attractive positions facilitating the development of staff skills.
7. Maintain non-discrimination at all levels of the company and encourage diversity.
8. Ensure the fair distribution of value creation.

4 - Contributing in Equality on territories

9. Contribute to wealth development in the regions.
10. Contribute to education in the regions.

5- Doing software editor business responsibly

11. Eco-socio designs of products and services proposed to clients, with the emphasis on environment, fair practice, anti-corruption and data protection.

6- Implementing Sustainable and inclusive procurement

12. Follow a responsible procurement policy inhouse and with suppliers.

7- Sponsoring Cultural and Artistic development

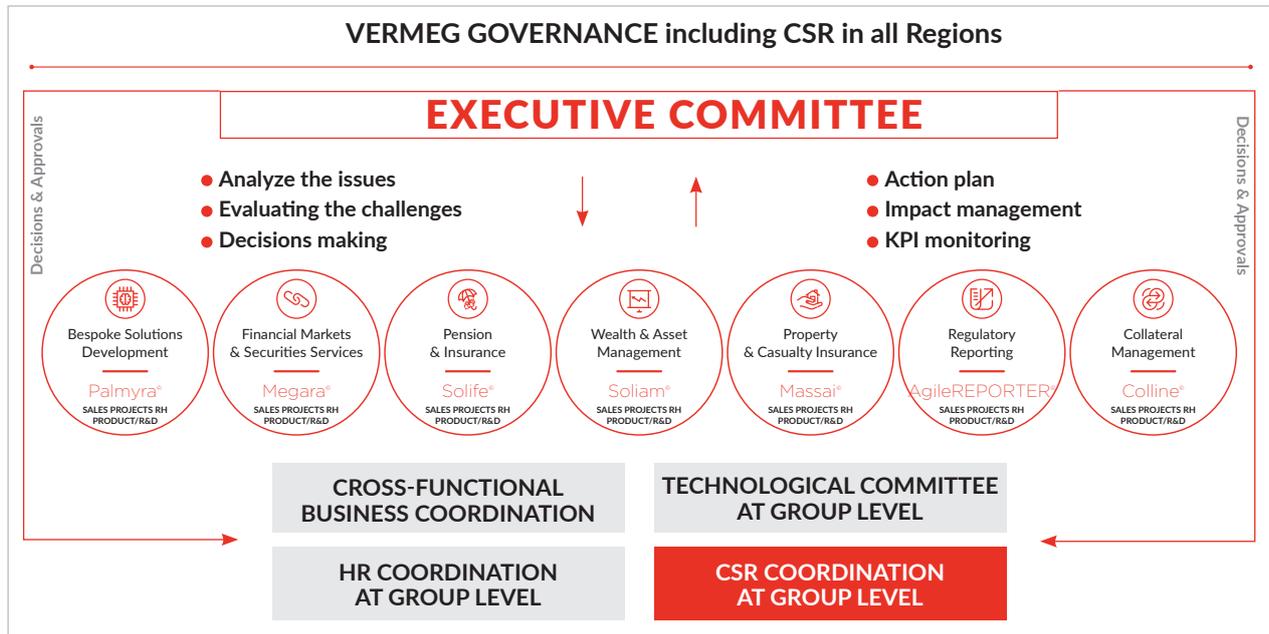
13. Support outside artists and cultural events through patronage, as well as promote artistic talents within the company.

Vermeg also commits to report annually on its CSR progression according to the international standards and KPI, in a straightforward, transparent and consistent way.

3. VERMEG CSR GOVERNANCE

① CSR Governance Objective

As CSR is a crucial transversal issue, it is steered under the direct responsibility of the CEO, but in a meanwhile involves all the Group's functional and operational departments.



Therefore, developing a strong organization and governance of CSR within our matrix organization is decisive, and shall obey to some standard requirements.

Benchmark of Prerequisites for a robust CSR Organization

- A Corporate Social Responsibility (CSR) team responsible dedicated for managing environmental & social strategy and investments and working to embed sustainability into corporate strategy and responsible for internal sustainability performance, contributing to integrated reporting, and stimulating new sustainability initiatives in other parts of the organization
- Sustainability experts that design and integrate sustainability into new or existing products and business line solutions
- Dedicated sustainability contacts per board area that focus on board area-specific opportunities to embed sustainability into their respective business
- Human resources specialists addressing topics particular in the areas of health, diversity and inclusion, employee engagement, and leadership development
- Procurement experts who include sustainability criteria in supplier evaluation
- IT operations professionals, who cover issues such as working environment and energy consumed by equipment data centers
- Facility management professionals, who design and manage our facilities based on environmental standards (Leadership in Energy and Environment Design LEED, photovoltaic, etc.)
- Local teams in the R&D and Labs locations around the world that oversee a range of sustainability projects
- CSR communications and marketing professionals
- A relations team that informs the investment community about the holistic company CSR approach
- A network of local CSR passionate who dedicate a percentage of their work to drive sustainability in their respective fields

② CSR Organization structure within Vermeg Governance

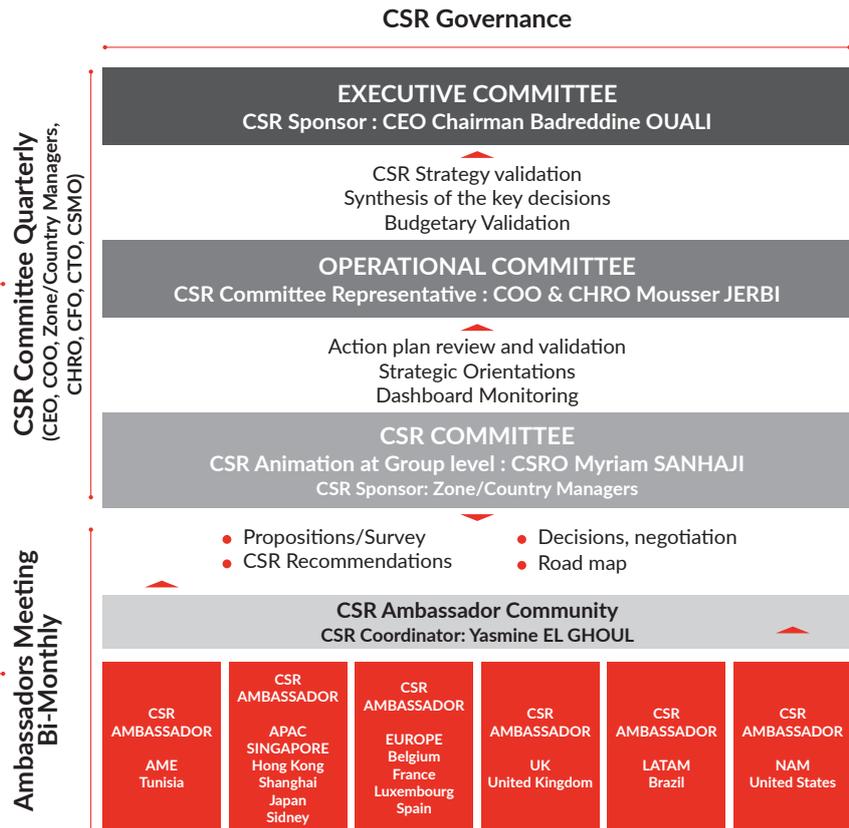
The CSR governance approved by the Executive Committee is based on three essential actions:

1. The appointment of a full-time CSR Director.
2. A CSR project management scheme based on the community of «CSR ambassadors» in each country.
3. A monthly CSR Committee with top management

EXTENDED NEW CSR GOVERNANCE FROM 2019

The CSR Ambassador's Mission

- Supervised by the Zone/ Country Manager
- Proposes ideas / recommendations to implement locally the CSR strategy according to the 3 initiative held by the CSR challenge and reinforced by the annual surveys (zero carbon, equality of opportunity, art & cultural development)
- Insures the implementation of the actions held in the country
- Insures the communication / mobilization of the collaborators in the country
- Participates in 2 or 3 working meetings monthly with CSR Director to mentor and coordinate the CSR communication of the group
- Participates to writing of the CSR report workshops, and other CSR Policies
- Men Days estimated: equivalent to 1-2 day per month



③ CSR Director Role

In terms of roles and responsibility, the CSR Director (called also Chief CSR Officer - CSRO):

- Is responsible for the strategy and management of the CSR initiative in each country
- Sets the annual performance priorities and targets and measures the results
- Updates the Operating Committee, bringing together all Vermeg directors in all countries, on his/her thoughts and actions for opinions and guidance
- Reports to the Executive Committee at least twice a year on Vermeg's CSR strategy, budget and results, and submits decisions.

④ CSR Ambassador Role

Close to the employee and under the direction of the Country Manager, the CSR Ambassador oversees:

- Leading working groups in their countries with the staff to make recommendations
- Coordinating local initiatives selected within the CSR Challenge and divided into three areas (zero carbon, equal opportunities and patronage/Vermeg's Got Talent)
- Participating, as a local staff representative, in projects to develop and monitor the materiality matrix with local Stakeholders
- Taking steps to meet the challenges selected within the materiality matrix studies
- Ensuring the implementation of the actions selected in the country
- Ensuring communication / mobilization of employees in the country
- Participate in 2 monthly work meetings with the CSR Director to pilot and coordinate the CSR work of the group
- Measuring the results obtained in each country and contributing to measuring the performance indicators of Vermeg's CSR policies.

⑤ CSR Committee Role

In charge of CSR strategy approval, decisions and budget, this committee is composed of a highest level of each involved operational or transversal function:

- CEO, to guarantee the position of CSR in the heart of Vermeg group strategy harmoniously in all the countries and business line
- COOs of business lines to guarantee the applicability in all operational areas and the compliance of all the management systems, the internal procedures and the information systems with the CSR policies
- Region Managing Director /Country Manager of each entity, to guarantee compliance with local requirements and regulations
- CHRO, to guarantee employee wellbeing and optimized labor rights
- CTO, to guarantee the green IT approach and the responsible software edition and services
- CFO, to guarantee responsible procurement
- CSMO, Chief Sales & Marketing Officer, to empower the position of Vermeg as a "CSR friendly actor".

This CSR committee is coordinated by the CSRO in charge of the CSR compliance at the group level, by heading and animating the different sub Committees controlling compliance for their specific area.



4. VERMEG ETHICS POLICY AS CODE OF CONDUCT FOR VERMEG AND ALL ITS STAKEHOLDERS

① Ethic Policy Objectives

The Ethic policy is the code of conduct that Vermeg itself commits to respect and adopt with all its management members and employees. Any Internal Rule and policy of the group or its entities must reflect this code of conduct spirit regardless the country where it is applied.

It's also the conduct code that Vermeg requires from all its stakeholders including investors, suppliers, clients, partners and any organism with which Vermeg maintains a business relationship.

② Human Rights Respect

The Company is committed to respect and promote fundamental rights under the Universal Declaration of Human Rights, in all its dealings with employees, customers, suppliers and civil society.

Relations between employees of the company are guided by the principles of **trust** and **mutual respect**, each decision is made to treat everyone with **care** and **dignity**. The company mobilizes to prevent any kind of **pressure, prosecution or harassment**, psychological or sexual nature; the actions of the sort will not be tolerated and will be subject to sanction.

③ Labor Rights

The Company undertakes to respect Labor **legislation** of all countries where it has subsidiaries and to protect its employees according to **international standards** even in the countries where local regulation does not guarantee this level. This include providing **safe work environment** that keeps **health and well-being** of its workforce.

The Company is committed in particular to respect the freedom of association and to recognize the right of **collective bargaining**, to strongly oppose **child labor**; to contribute to the elimination of **discrimination** in employment and occupation, whether based on race, age, gender, ethnicity, religion or possible disabilities (etc.).

④ Law respect and Business Relationship Integrity

All transactions and other activities of the company must be carried out in strict compliance with applicable laws and according to the rules of citizenship in each territory where they take place. This includes laws and regulations on competition, governance, taxation, financial communication, the rights of employees and the protection of the environment.

The Company bases its business relations with customers on the principles of **honesty, transparency, professionalism and fairness**. It is committed to providing an attentive listening to customer needs, to present a specific offer, clear, effective and personalized. It strives to provide quality services that meet their requirements and to meet the commitments in terms of time, cost, and reliability. The company is committed to a truthful, accurate and **fair advertising**.

Confidential information, sensitive or private about customers, employees or providers in possession of the company must in no case be disclosed to others, except when required or authorized by such customer, employees or providers as part of a contract or a project.

The company has always been committed to the fight against **corruption (bribery)** and not to offer or receive, directly or indirectly, itself and its employees, anything of value (monetary or otherwise) for the purpose of obtaining or maintaining a business transaction or receive any ease or favor involving the violation of a regulation.

The company and its employees undertake to avoid and prevent **conflicts of interest** or situations that could jeopardize its ability to carry out its work-related responsibilities (i.e. personal relationships with customers, partners or suppliers, interest in a competitor, supplier or customer, except with the prior written permission of hierarchy and direction of compliance, involving the company or one of its entities in the activities or public responsibilities he can exercise outside the Group, etc.)

The company and its employees undertake to comply with national, and where relevant, internationally and transnationally applicable law with respect to **money laundering, financing of terrorism, fraud, fiscal evasion and other illegal activities**.

⑤ Respect of Competition

The company is subject to competition law and recognizes the first virtues of market access and market transparency. It undertakes to outlaw the use of **anti-competitive practices** in its activities.

The company is prohibited from participating in **unlawful agreements** with competitors aiming to distort a tender or a consultation process, to fix prices, share a market or exclude a customer or a provider.

The company undertakes not to share sensitive information with its competitors, and not allow any act of **unfair competition** likely to cause damage to a competitor.

The company also undertakes to respect all the international agreements in the field of **intellectual property law**.

⑥ Environmental dimension and use of resources

Everyone in the company seeks to **use resources in an economical** way and takes account the environmental dimension of its decisions. Furthermore, the company is careful to preserve its tangible and intangible assets, financial or material, and uses them in a reasonable way in compliance with the rules of engagement or of use communicated to him.

No one should make an abusive personal use of resources, goods or services made available to him.

⑦ Supplier Chain control and sustainability

The company **imposes the present code of conduct to all its suppliers**, as recognizes that its own influence on its supply chain is a key success of its sustainable commitment.

The company must conduct a risk assessment on any supplier to identify **potential risks relating to its CSR engagement**. Then, the product or services to be provided is covered by a formal and strong contract or Service Level Agreement ('SLA') that takes into consideration expected levels of ethic monitoring, contingency and other stipulations as well as CSR compliance. Any change that can affect this compliance must be notified by the supplier to the company to obtain company's permission.

CSR controls on products and services specified in the contract or service level agreement must be implemented, operated, and maintained by the supplier. All contractors must be required to provide information to the company about related **subcontractors and his CSR commitment** to obtain company's permission for the subcontracting, prior to initiation of work by the subcontractor. Associated reports and records of providers should be independently assessed, reviewed and monitored.

The company imposes that the relationship with any provider is managed through clearly identified point of contacts in both the company and the supplier, to strengthen the responsibility from both parts, including responsibility regarding CSR criteria.

⑧ Duty of good management

Management members and employee, each in the framework of his duties, undertake to **act for the development and durability of the company** and apply all its policies. Therefore, in their decisions and actions, they strive to act with discretion in order to preserve and improve the quality of the assets of the entity for which they are responsible and / or under their management.

Particular vigilance should be exercised on all unusual transactions, especially those that may be in **violation with this Ethic policy**. In all cases of doubt facing operations or situations particular to the present Code of Conduct, he must seek the advice of his hierarchy and to the compliance department.

9 Right of alert and Terms of exercise

The right of alert is an essential faculty that the company gives to everyone to express themselves when believes that there are good reasons to consider that an instruction received, a operation under study or more generally a particular situation does not appear in accordance with the rules governing conduct of the activities of the company.

Each one can exercise his right of alert as part of his professional activity on facts of which he is aware, directly or indirectly. **The company protects whistleblowers.**

This right is exercised responsibly, **non-defamatory and non-abusive**. It is exercised by a writing (note or message electronic), which includes the identity from its author (except when specific procedures are necessary in certain jurisdictions). However, an oral referral (phone or interview) can precede sending.

The right of alert may be exercised Internally at 2 levels:

1. Use of **Hierarchy**;
2. Direct referral to the **Management of the CSR compliance** (particularly if the reasons justifying initial alert persist) through multi channels:
 - Dedicated email Empowered@vermeg.com with access to some exclusive CSR Committee members
 - Email addresses and Phone numbers of the CSR compliance Officer but also any CSR committee member, according to the CSR Organization Structure
 - Specific section for CSR Suggestion, Alert or Incident in the internal system (i.e. The CSR Annual Survey on Intranet)
 - "CSR Alert / Incident" boxes in the offices to collect confidential written claims

The right of alert may be exercised also Externally through specialized accredited organisms that operate a confidential helpline in some countries. When present in a country, their contact details are in the country annex of the Employee Hand Book (i.e. Public Concern at Work in UK, which act as an Independent whistleblowing charity with pubic Helpline (020) 7404 6609 ; E-mail whistle@pcaw.co.uk and Website: www.pcaw.co.uk)

The recipients of the alert ensure that investigations are conducted necessary in the largest **confidentiality compatible with requirements of the investigation** and apply the sanctions in accordance with both international and local jurisdictions.

Vermeg guarantee the **anonymity** of the person who discloses a potential unrespect of the ehtic policy.

5. VERMEG SAFETY AND HEALTH POLICY

① Safety and Health Policy Objectives

In addition to the local rules regarding safety and health that are respected strictly in each country, Vermeg apply the present global Safety and Health Policy to all the group to guarantee the same level of employee protection regardless the country where they are located and to reduce potential gaps between legislations.

Furthermore, Vermeg monitor and review the present policy and its safety and health management system involving employees at all levels for continuous effective improvement according to the international standards such as Iso 450001, BS OHSAS 18001, etc.

② Safety respect

Vermeg commits to guarantee safety of all its employees, contractors, visitors, and anyone else who may be affected by its business operations, inside its premises or outside based on an **annual reviewed safety and health risk assessment** including all the countries where Vermeg operates.

This commitment includes the following:

- Provide and maintain safe **working environment, equipment's and conditions** for operations
- Adopt **safety measures and processes** that prevent against accidents
- Provide all required safety equipment and first aid kits, including periodical verification audit and maintenance
- Provide **information, instructions, awareness, training and supervision about safety** and risks in Vermeg or outside Vermeg depending on the context (client's premises, traveling according to destination country, etc.)
- Collect **standardized data on safety** accidents through the group (i.e. accident rates) and report on them respecting the confidentiality of the personal data (conformity with specific Regulation on data protection, such as the European regulation on data protection EC 45/2001);
- Provide **adequate resources** (financial, human, etc.) to insure continual analysis and improvement of safety during business operations based on conducting ongoing risk evaluation such as sick-day and accident-rate trends, and proposing action plan to reduce the safety risk
- Effective **committee for safety** in workplace to impact operations, taking into consideration the specificity of each activity in the group.

③ Health respect

Vermeg commits to keep good health of all its employees, contractors, visitors, and anyone else who may be affected by its business operations, inside its premises or outside based on an annual **reviewed safety and health risk assessment** including all the countries where Vermeg operates.

This commitment includes the following:

- Provide **working environment, equipment's, conditions** that maintain good health and enhance wellbeing
- Adopt **measures and processes** that prevent physical and mental health issues linked to its activity nature (i.e. sight, back, lack of vitamin D, sleep disorder, stress, noise, etc.)
- Provide **periodical medical controls** and assessment that remain optional and confidential (Specific procedures may, however, be necessary in certain jurisdictions)
- Provide information, **instructions, awareness, training and supervision about health** issues in Vermeg or outside Vermeg depending on the context (client's premises, traveling, etc.)
- Collecting **standardized data on health cases** (sick-leave rates throughout the Group) and report on them respecting the confidentiality of the personal data (conformity with specific Regulation on data protection, such as the European regulation on data protection EC 45/2001);
- Provide **adequate resources** (financial, human, etc.) to insure continual improvement of health issues management such as conducting internal and external benchmarking to identify examples of successful health management; helping in the analysis of employee job duties in terms of possible risk and endangerment issues; handling proposals for suitable corrective measures; working out health management standards in close cooperation with divisional, regional and country managers, etc.
- Effective **committee for health** in workplace to impact operations, taking into consideration the specificity of each activity in the group.

④ Safety and Health Committee

Effective committee for health and safety in workplace including employee representative and operational representative must be included in Vermeg governance through the CSR organization and committee.

Furthermore, each manager is personally responsible of the monitoring of the health and safety of his team members in coordination with the HR department.

6. VERMEG ENVIRONMENTAL POLICY

① Environmental Policy Objectives

Within a continuous improvement process, Vermeg has adopted a determined Environmental Policy to contribute in building a lasting legacy for future generation as recognize the environment impact and climate change among the key sustainability challenges.

Desirous to position itself as an eco-friendly actor and play a leadership role in environment protection while pursuing its performance and business aspirations, Vermeg has implemented various means in order to control and improve the impact of all its infrastructures and activities on the environment and call all its stakeholders (investors, providers, partners, etc.) to do the same.

② Environmental Governance

Vermeg positioned the environment challenge in the heart of its strategy and governance with the following instructions:

- Work to fulfill all national and international environment compliance obligations, including Iso14001 environmental management system, Iso14064_3 Greenhouse gases, etc.
- Positive contribution to national and international initiatives about environment issues (biodiversity, climate, resources, etc.) by supporting protocols, conventions, agreements, etc. and participating to debates, forum, etc.
- Communicate its environment policy to all internal and external stakeholders and require their compliance, by including environment criteria in their objectives and their annual evaluation without exception and regardless the level.
- Calculate and publish periodically key environment indicators specific to its activity sector.
- Establish clear environment strategy with plan and quantified performance targets (KPI)
- Review its environment policy periodically taking into consideration the evolutions, the activity sector new challenges, the stakeholders expectations of improvement in infrastructures, operations, processes, solutions and services, and adjust its objectives and plans consequently.
- Report on environmental achievement through various communication channel to emphasis publicly the commitment of the group with all its stakeholders to environment challenges.
- Participate to certification programs that include environment challenges, such as Ecovadis sustainability platform.

③ Carbon Neutral

Although its environmental impact is naturally low due to the primarily intellectual nature of its IT services, Vermeg takes engagement to:

- Carries out an **annual carbon assessment** to measure its Greenhouse Gas (GHG) emissions per year, including both direct impact of its activities and the indirect one (i.e. transport home work for employees).
- Constantly questions its **working methods to reduce the environmental footprint** of all its activities and operations especially regarding key resources such as energy (lights, transport, air conditioning, heating, etc.).
- Integrate the **environmental consideration in the design on any new or old building** and infrastructural facilities to reduce carbon impact (naturel resources, renewal energy, water, etc.).
- Quantified **carbon emission reduction target** proportionally to the company growth (turnover, employees, etc.)
- Contribute to **carbon offsetting actions** by planting trees or buying carbon compensation credits.

④ Sustainable Consumption and purchase

Vermeg take engagement to enhance its consumption and purchase behavior to adopt with its employees responsible one:

- Monitor and benchmark **good practices regarding sustainable consumption** to implement them and promote them internally and externally.
- Fighting **against overconsumption and wasting habits** internally and externally.
- Improve **resources efficiency** of all its activities and building, especially for energy and water (converting lights to LED in all premises, implementing photovoltaic system when possible, automation of electricity cut off, promote public transport and car share, provide shuttle services for employee's transportation, low-flush toilet, water tap with automatic cut-out ...).
- **Extend the life cycle of its equipment** by better organizing donations of outdated materials
- Adopt **very strict responsible procurement policy** giving preference to services and products with low impact on environment:
- Increase the renewable energy component of its energy portfolio (solar power, wind power, hydropower, etc.) against non-renewal one (fossil fuels: coal, petroleum, and natural gas)
- Increase the use of remanufactured consumables (papers, plastic, wood, etc.)
- Chose **suppliers with high commitment to environment** and work with all its supply chain parties to reach the low carbon economy and the more sustainable business.

⑤ Waste management

Vermeg adopt a waste management philosophy in favor of the circular economy within all the group, even in the countries where no local regulations are requiring this. This philosophy is based on three main principals:

1. First, waste Minimization by tracking waste production thanks to internal measures (such as reducing paper printing, plastic container uses) and awareness session campaign.
2. Then, waste Reuse by extending life cycle when possible.
3. And finally, waste Recycling (papers, plastics, metal, tonners, etc.).

Thus, the dedicated selective sorting bin are available to employees in all Vermeg's premises, and the collection service is guarantee by either the local collectivity or external private organisms in the countries where no public service is offered.

⑥ Green IT

As an IT partner of international Technological groups, Vermeg is developing a Green IT approach for its products and services to drive direct and indirect reduction of environmental and climate impact for itself and for its clients who must meet their own sustainability objectives.

Vermeg Green IT approach is built around two main areas with the following purposes:

1. **Reduce the impact of its IT materials on the environment** especially its carbon footprint through:
 - The establishment of **data centers**: reducing energy consumption thanks to server virtualization.
 - The **streamlining of printing**: reducing the volume of printing (black and white, double-sided, systematic print preview, ...), collection and recycling of consumables (paper, tonners, etc.), reusing printed paper non-used as drafts or notepad, visual logo inviting to not print unless needed at the bottom of each email, etc.
 - The **management of computers**: promote the acquisition of computers labeled Green IT or Energy Star, reduce of electrical consumption by systematic programming of a hibernate mode, etc.
 - **IT material donation** to encourage reuse before recycling: The used computer consumables are collected and recycled; the unused hardware is transferred free of charge to associations, hospitals, students for the solidarity economy.
2. Use of new technologies to support sustainable development
 - The development and evolution of **video conferencing infrastructure** and web conferencing to reduce travel during inter-company meetings, steering committees, etc.
 - The **Eco-socio design of its IT software products and services** to enhance their environmental and healthy impact during the whole product life cycle: conception phase, development phase, delivery to client's phase, the deployment-implementation phase and the production maintenance phase.
 - The Implementation of a **sustainability management system** to structure, monitor, facilitate and improve all the aspect relating to environment management, according to international standard (such as Iso 14001).

7. VERMEG RESPONSIBLE PROCUREMENT POLICY

① Responsible Procurement Policy Objectives

Through strict corporate governance, Vermeg is committed to improve and monitor its whole supply chain as recognizes that providers and sourcing management activities play a crucial role in its strategic approach to sustainability.

Therefore, Vermeg Responsible Procurement Policy aims to conform to the highest ethical, social and environmental standards for procured products and services with two targets

1. Encouraging sustainable procurement by reduce its environment impact: i.e. ecofriendly, respectful of the environment, promoting its protection and enhancement.
2. Increasing solidarity procurement from fair-trade companies, but also from companies employing disabled workers or people reentering the job market, to promote social progress and the development of small and medium-sized structures.

This policy is applied to all Vermeg group entities, premises and employees, but also used to promote responsible purchasing with all its suppliers, contractors and partners.

② Sustainable Procurement

Thanks to its responsible procurement policy, Vermeg commits to reduce environmental impact of its purchase through:

- Introducing **environmental criteria in all its purchase process** (as described in its Purchase and Providers Management procedure) depending on the services and goods (i.e. IT equipment and material, infrastructure, office furniture and arts, cars for operational uses, business travels, and any other consumable office supplies such as papers, media, tonners, food, drinks, containers, small machines, etc.)
- Giving **preference to products and services that meet the requirements of the environment** policy and the specific sustainable criteria specified in the purchase criteria by the buyer (i.e. no polluting, low energy consumption, local as less transport impact, low risk on health, recycled, recyclable, etc.)
- **Evaluating its providers through recognized certifications programs** (such as Iso, EcoVadis, etc.) when possible, and exclude doubtful suppliers regarding CSR criteria (as described in its Purchase and Providers Management procedure).
- **Requesting from its providers to adopt the minimum of standards of its Environment policy** (including small and medium-sized providers) and help them when needed through support and guidance to improve their own sustainability and reach the compliance.
- Introduce **environment criteria in annual objectives and evaluation for all stakeholders** taking part in the purchase decision and process (the buying part, the financial purchase officer, the IT infrastructure manager, etc.) to strengthen their responsibility.
- Publishing **key performance indicators in annual reports** to monitor the improvements of its environment impact and the efficacy of its procurement process and facilitating this reporting (i.e. by the implementation of an Environment management system -EMS).

③ Solidarity Procurement

Thanks to its responsible procurement policy, Vermeg commits to increase its solidarity purchasing through:

- Introducing **solidarity criteria in all its purchase process** and contracts when possible (as described in Vermeg's Purchase and Providers Management procedure).
- Allowing **fair competition for the goods and services from local, small and medium-sized companies and fair-trade companies** (i.e. furniture and arts, annual gift for clients and partners, birthdays gifts for employees, internal events, team building, trainings, consulting, etc.).
- Launching **supplier diversity and inclusion programs** that target various minority owned businesses (women, LGBT, disabled, ethnic minority, etc.).
- Organizing **selling events in its premises** all over the world to promote local, small -medium size or fair-trade companies, non-profitable organization supporting diversity programs (minority, women, LGBT, disabled, etc.), and to encourage its employee to buy according to solidarity criteria.
- Introduce **solidarity criteria in annual objectives and evaluation for all stakeholders** taking part in the purchase decision and process (buying part, financial purchase officer, etc.) to strengthen their responsibility.
- Publishing **key performance indicators** in annual reports to monitor the improvements of it solidarity procurement.

④ Supplier's code of Conduct and sustainable engagement

Vermeg is committed to get from all its suppliers and sub -contractors the engagement to follow the CSR principles and to adopt a **very strict code of conduct**.

Therefore, it requires from all its suppliers and contractors to **sign its "CSR Policies Manuel" that includes "Ethics Policy as Code of Conduct for Vermeg and all its stakeholders"**.

Furthermore, any provider not compliant with the CSR values, especially the Code of Conduct, will be banished from any business relationship with Vermeg.

The **list of banished suppliers and products** are maintained by the CSR compliance team and communicated on regular basis to Vermeg purchase departments all over the world.



9. VERMEG VOLUNTEERING POLICY

① Objectives of Volunteering Policy

Vermeg's Volunteering policy aims to outline the opportunities and procedures for Vermeg's employees and stakeholders to engage in community volunteering activities.

The volunteering program supports Vermeg's business strategy and objectives, as seeks to add value through the positive impact of volunteering. Participation in voluntary activities creates mutual benefit for employees, business and the community.

Vermeg encourages all its stakeholders (employees, investor, providers, partners, etc.) to undertake activities in conjunction with all the issues supporting the sustainable development, recognizing as legitimate volunteering opportunities those addressing the three Axes highlighted by Vermeg's CSR Chart:

1. Environmental issues (carbon neutral, resources, waste management, etc.)
2. Equal Opportunities issues (social, nondiscrimination, health, charity, etc.)
3. Cultural and Artistic development (patronage, diffusion, external and internal talents support)

② Volunteering options

Volunteering is the commitment of time and energy for the benefit of society and the community and can take many forms. It is freely undertaken and not for financial gain.

There are several ways in which an employee can volunteer within an employer supported volunteering (ESV) program. They include:

- Team Challenges: One off practical tasks completed by a group of employees typically involves, but not limited to, decorating, painting, or gardening.
- Individual volunteering: Employees are able to give regular time. Activities could include teaching, training, mentoring, sports administration or helping at a youth club, or befriending an older person.
- Skills based volunteering: A wide range of skills is required by voluntary and community organizations to help maintain and develop more effective services. Skills based volunteering could include financial or legal services, business planning, marketing or IT support.
- Board/Trustee Membership: Improve the governance of a voluntary organization by becoming a trustee or member of the board.
- Fundraising: Help to raise funds for voluntary organizations.

EXAMPLES OF APPROPRIATE USES FOR VOLUNTEERING TIME

- Building a house for Habitat for Humanity
- Volunteering at a food bank
- Cleaning up a beach, park or trail
- Coaching a basketball team of inner city disadvantaged youth
- Volunteering at a local hospital
- Judging a science fair competition
- Volunteering at a school for teaching or enhancing educational program
- Serving on a nonprofit board

EXAMPLES OF INAPPROPRIATE USES FOR VOLUNTEERING TIME

- Coaching your child's basketball team
- Serving as your child's scout leader
- Attending a professional, religious, or personal interest conference
- Taking a ski/golf vacation and charitably giving ski/golf lessons
- Judging a beauty pageant

③ Volunteering Rules

The Volunteering Policy is subject to the following internal rules to encourage the maximum of persons to practice volunteering activity:

- Vermeg commits to offer Volunteering Time Off (VTO) to all employees (up to half a day permission per year for volunteering by employee).
- The volunteering time usage does not affect legal leaves rights (vacation, sick, etc.).
- An employee can offer another employee's his time, taking into consideration the condition that he cannot do it 2 years successively; as in a period of 2 year each employee should undertake at least half day of volunteering.
- Vermeg highly recommend granting to a colleague his VTO when cannot be taken, as if not used or offered, it cannot be accrued or carried-over into the following year
- No payments will be made in lieu of time not taken or for personal time used to volunteer.
- No payments will be made by the Group to employees for costs incurred by the employee partaking in the volunteering activity.
- Employees must choose an organism or an activity from a predefined list. In fact, to avoid doubtful organizations or activities, Vermeg will provide a list of reputable and effective local organizations; but also, internationally known NGOs; the selection of which will be made by the CSR Committee based on guaranteed ethical codes. Therefore, Volunteering may not be used for organizations that discriminate based on race, color, age, gender, religious creed, veteran status, marital status, sexual orientation, pregnancy, childbirth, national origin or ancestry, physical or mental disability, medical condition or genetic information, or political affiliation.

This list of organisms is update every year by adding or removing new according to the suggestions received by the CSR Committee from Vermeg members.

- This policy does not from part of the contract of employment.

④ Endorsement

The volunteering time off is subject to an approval process that simplify the request, but in a meanwhile that avoid abuses to encourage the validation of this VTO by the managers without compromising the operational engagements and projects.

- The volunteering request must be applied with reasonable notice to their supervisor, on the internal System.
- In case of extra time offered by an employee to a colleague, this must to be validated by both the supervisor and the HR manager as the VTO for the beneficiary will be more than half a day, and then reflected on the internal System by the HR manager.
- The approval of the VTO request must be done:
 - First by the supervisor or line manager according to the operational need, as Work demands, and constraints can take priority over the Volunteering request
 - Second by CSR committee who check the respect of the current policy
- When using the volunteering time, employees are bound by all the Group policies whilst on volunteering and required to comply with the rules and processes detailed in this policy.
- The Volunteering program is discontinued. VERMEG reserves the right to modify, amend, suspend or discontinue this program at any time without prior notice. VERMEG also reserves the right to revoke approval if it is felt that the employee is misusing the program.
- VERMEG reports annual volunteering data in the Annual CSR Report. Therefore, a record needs to be kept on the internal System of how many people volunteer, how many hours and equivalent days are spent volunteering, what opportunities are chosen and the impact our volunteering program has on employees, business and community.

COMPLIANCE WITH VERMEG'S POLICIES HAND BOOK

I acknowledge that I have received Vermeg CSR Policies Manual. I have read the Vermeg CSR Policies Manual and I acknowledge that I am required to comply with the guidelines described therein and failure to do so may subject me to action as per my contractual relationship terms and relevant company policies.

If I have a concern about a violation, or a potential violation of the Vermeg CSR Policies, I understand that there are channels available to me to report such concerns. By making use of these channels when necessary, I will play my part in maintaining the high ethical standards to which we hold ourselves.

Signature: Date:

Name:

Organism:

Relationship with Vermeg (Employee, Supplier, Partner, etc.):

Address:

CSR REFERENCES AND USEFUL LINKS

Universal Declaration of Human Rights

www.un.org/Overview/rights.html

United Nations Global Compact

www.unglobalcompact.org

United Nations Sustainable development Goals

www.un.org/sustainabledevelopment/sustainable-development-goals/

Women Empowerment Principles

www.empowerwomen.org/en/weps/about

Human Rights Campaign

www.hrc.org

CSR International Standards ISO26000, ISO14000, ISO45001, ISO27001; Iso 9001

www.iso.org

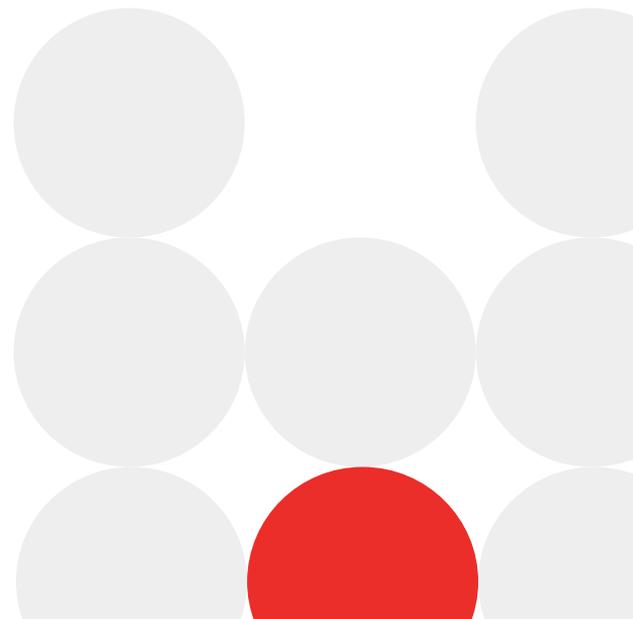
Eco Vadis CSR rating Platform

www.ecovadis.com

Vermeg CSR Publications

www.vermeg.com/empowered.html, <https://www.facebook.com/empoweredbyvermeg/>,

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