

ETHICS IMPULSE - THE RIGHT PROCEDURE

CONFLICT OF INTERESTS

WHAT DO I NEED TO KNOW & WHY?

A conflict of interest is a situation where an employee's personal interests compete with the functions or tasks entrusted to him/her by the company. The employee may therefore no longer be impartial in his or her professional decisions, or be judged as such by a third party. While conflicts of interest do not constitute an offence as such, they often constitute delicate situations that can lead to offences under French law.

The personal interest may be direct or indirect and may concern the individual or those close to him or her. This interest may be of a very diverse nature (economic, financial, political, professional, religious or emotional, etc.).

The ADP Group must detect and deal with situations of conflict of interest. The mere appearance of a conflict of interest can damage the reputation of employees and the Group. As managers, it is necessary to identify the populations most at risk within our teams and to define specific actions concerning them.

The golden rule is to declare any potential conflict of interest so that the situation can be thoroughly analysed and addressed.

WHAT ARE THE ISSUES?

This procedure aims to protect the employee and the company.

Some conflicts of interest can lead, for example, to corruption, which is punishable by imprisonment and fines (up to 10 years' imprisonment and a €1 million fine).

This is why it is imperative that these real or supposed conflicts of interest be declared and dealt with. It is necessary to trace the treatment implemented (see sheet below).

Any breach of these rules may give rise to disciplinary action, depending on its seriousness or frequency.

WHAT PROCEDURE SHOULD I FOLLOW?

There are 4 imperative steps:

1 I detect

There can be a conflict of interest in various situations. For example:

- When a contract is awarded, the candidate company belongs to someone close to me or I own shares in it.
- When hiring an employee, a relative is a candidate.
- In the context of an elected office, a discussion is held about the ADP Group in the forum (town council, etc.) where I sit.

2 I declare to my manager

Given the complexity of conflicts of interest, you should consult your manager.

Discussing with your manager is essential because, in a potential conflict of interest situation, your own judgement may be altered by the interests at stake. It is therefore important not to arbitrate this type of situation alone.

3 I deal with my manager

The exchange with the manager will make it possible to establish the risks relating to the conflict of interest. This first step will enable you to take the most appropriate decision to protect yourself and the company.

For example, the measures taken could consist of:

- removing the employee from the tender process for which the company with which the conflict of interest exists is a candidate; at the very least, using the employee's technical expertise to understand tenders, but excluding him or her from decision-making or financial negotiations;
- removing the employee from the recruitment process involving a member of his or her family (for example, the candidate could be received by his or her manager) and possibly not create a hierarchical link between members of the same family.

An employee can never be blamed for questioning a situation and reporting it to his or her manager.

4 My manager traces the treatment implemented.

These elements will make it possible to prove the good faith of the ADP Group and its employees in the event of allegations of offences (see table below).

At all stages of the process, the Ethics and Compliance Officer can advise you.

WHERE TO FIND HELP?

From whom?

- The Ethics & Compliance Officer
- To report a malfunction:

<https://alert.groupeadp.fr/>

Where to go?

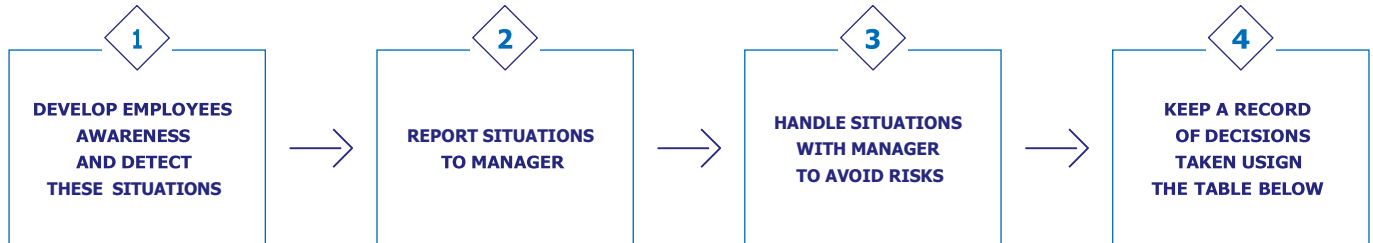
- The «Conflicts of interest» chapter of the code of conduct :

<http://codeofconduct.groupeadp.fr/>

ETHICS IMPULSE - THE RIGHT PROCEDURE IN SUMMARY

TO PROPERLY MANAGE CONFLICTS OF INTERESTS

4 essentials preventives actions



ANNUAL OVERVIEW OF CONFLICTS OF INTEREST

(The Ethics and Personal Data Department has a template available in Excel format and an example is attached).

DIVISION : CDG					
EMPLOYEE	POSITION	DATE OF RECEIPT	DESCRIPTION OF CONFLICT OF INTEREST	DATE OF HANDLING	DESCRIPTION OF DECISION AND ACTIONS TAKEN
Serge Dupont	Baggage Manager (market influencer)	01 / 08 / 2018	Familiarity with the sales director (Nicole Gâche Serge Dupont's sister-in-law) of a candidate company for a Baggage call for tenders	06 / 08 / 2018	Serge Dupont will be excluded from the scoring procedures during this call for tenders

WHAT TO DO WITH THIS REGISTER?

1/ These tables are kept in the departments and must be returned every year on 1 February to the Ethics & Compliance officer in your entity, who will forward them to the Group's Ethics and Personal Data Department, then overwritten in compliance with the RGPD,

TO PROTECT PERSONAL DATA, THE PROCEDURE FOR MANAGING CONFLICTS OF INTEREST IS RECORDED IN THE REGISTER OF INFORMATION TECHNOLOGY AND FREEDOM.

ADP-SA implements a register of gifts and invitations in the legitimate interest of proving that it is fighting against corruption. The information you provide through the gifts and invitations declaration form is intended for the ethics department, which keeps it for 6 years.

You have the right to access, rectify, delete, oppose and limit the processing of your data, which you can send to the ADP-SA Data Protection Officer via the e-mail address: informatique.libertes@adp.fr

If, after contacting the Data Protection Officer, you feel that your rights regarding your data have not been respected, you can appeal to the CNILL.

2/ As a manager :

- You must formally validate the register before sending it to your Ethics & Compliance Officer,
- This summary can help you to identify recurrently exposed functions and to define a specific action concerning them.

ETHICAL PROCEDURE - CONFLICT OF INTEREST				V2
FUNCTION	REDACTION	APPROVAL	VALIDATION	THIS PROCEDURE IS APPLICABLE FROM: 01 / 02 / 2023
DEPARTMENT	ETH	ETH	DJA	
DATE	10 / 01 / 2023	16 / 01 / 2023	30 / 01 / 2023	