



**Linedata**

# **CODE OF ETHICS & PROFESSIONAL CONDUCT**

**6<sup>TH</sup> EDITION**

**AUDIT & COMPLIANCE  
12/2020**



# Message from the Chief Executive Officer



## “Best Practices for Sustainable Development”

Anvaraly Jiva, Chief Executive Officer

The purpose of this Code is to formalize the ethical framework in which all the employees of the Linedata Group must conduct their professional activity on a daily basis.

- Each employee must be aware and comply with this Code, regardless of their position in the company, using their common sense, thoughtfulness and integrity.
- Each employee must demonstrate exemplary behavior and promote a culture of trust, integrity and tolerance within the Group.
- No performance objective may be imposed or accepted if its implementation involves derogating from the company's ethical principles.

I ask you to read this Code carefully and to make sure that you understand it.

Each manager is responsible for the implementation of this Code within his/her scope.

This document may not describe all the professional situations that may arise. In case of difficulty in its interpretation or its practical application, please contact your direct manager, your local Human Resources Department or any authorized person according to the local legislation.

This code of ethics has been prepared for all employees (permanent, fixed-term, trainees and similar).



By adhering to the principles of the United Nations Global Compact, Linedata is committed to supporting, within its sphere of influence, the ten principles of the UN Global Compact relating to human rights, international labour standards, environment and the fight against corruption.

# THE VALUES OF THE LINEDATA GROUP

## Living ethics

**Caring . Smart . Passionate . Sustainable**



Our ethical mindset is open, generous and warm. Partners with strong team spirit we are direct, simple and oriented towards a collaborative service.



Our intelligence is at the service of ethics, we use our expertise with elegance, inspired by innovation.



Corporate ethics is important to us. We invest in long-term relationships which are honest, serious, trustworthy and transparent.



It is our ethics in action, our passion that drives us to thrive, to engage, to meet challenges and to achieve our ambitions.

# SUMMARY

<b>1. COMMITMENT OF EMPLOYEES</b>	<b>5</b>
1.1 Comply with the law, regulations & this code of ethics	5
1.2 To be an ambassador of the Linedata Group	5
<b>2. CONTRIBUTE TO A HEALTHY AND SAFE WORK ENVIRONMENT AND PROTECT THE ENVIRONEMENT</b>	<b>6</b>
<b>3. RESPECT PRIVACY &amp; PROTECT PERSONAL DATA</b>	<b>7</b>
<b>4. RESPECT HUMAN RIGHTS &amp; FIGHT AGAINST DISCRIMINATION</b>	<b>8</b>
4.1 Fight against discrimination	8
4.2 Promote diversity	9
<b>5. GUARANTEE CONFIDENTIALITY</b>	<b>10</b>
<b>6. PROTECT &amp; COMPLY WITH INTELLECTUAL PROPERTY RIGHTS</b>	<b>11</b>
<b>7. PREVENTING AND FIGHTING AGAINST CORRUPTION &amp; INFLUENCE PEDDLING</b>	<b>12</b>
7.1 Preventing conflicts of interest	12
7.2 Refusing any form of corruption	12
<b>8. FIGHTING AGAINST MONEY LAUNDERING AND TAX FRAUD</b>	<b>14</b>
8.1 Fighting against money laundering and terrorist financing	14
8.2 Fighting against Tax Fraud	14
<b>9. SECURING FINANCIAL INFORMATION AND PREVENTING INSIDER TRADING</b>	<b>15</b>
<b>10. DEVELOP FAIR TRADE PRACTICES</b>	<b>16</b>
<b>11. FAIR SELECTION OF SUPPLIERS</b>	<b>17</b>
<b>12. SECURE RELATIONSHIPS WITH BUSINESS PARTNERS</b>	<b>18</b>
<b>13. WHISTLEBLOWING SYSTEM</b>	<b>19</b>

# 1 COMMITMENT OF EMPLOYEES

**Each employee must refrain from any activity, behavior, agreement or partnership that may cause the Linedata Group to be in an illegal or unethical practice.**

## **1.1 Comply with the law, regulations & this code of ethics**

All Linedata Group employees are committed to complying with all applicable laws and this Code of ethics. This code of conduct is communicated annually to all employees who must acknowledge receipt of it.

Each manager must ensure that this Code is known to their team, that it is understood and implemented. Each manager gives employees the means to achieve their objectives without having to derogate from it.

If difficulties are encountered in assessing the legality of an action, in understanding it, or applying it in a regulatory framework, the Legal Department must be consulted and its opinion or decision must be followed.

Failure by a collaborator to comply with the provisions of any applicable law or this Code of Ethics may lead to disciplinary sanction, up to and including dismissal for serious misconduct, regardless of any civil or criminal proceedings that may be incurred in light of the infringements found.

## **1.2 To be an ambassador of the Linedata Group**

Each employee, during and beyond the duration of his employment contract, is a representative of Linedata. They must convey a positive image of the Group and take care not to damage the interests of Linedata.

Everyone is subject to the duty of discretion and loyalty that requires expressing oneself with reserve and restraint, both in conversations and in news forums and social networks.





## 2 CONTRIBUTE TO A HEALTHY AND SAFE WORK ENVIRONMENT AND PROTECT THE ENVIRONMENT

**The Linedata Group offers healthy and safe work conditions and is committed to limiting its impact on the environment. It is the responsibility of all to contribute, by exhibiting responsible behaviour and respecting the rules of health and safety.**

The Linedata Group is committed to :

- Preserving the health and safety of its employees,
- Preventing, evaluating and controlling the risks related to health and safety conditions through the health and safety committees set up within the Linedata Group,
- Train employees so that they are aware of the potential risks of an accident at work and that they know their active roles and responsibilities,
- Limiting the Group's impact on the environment. The Linedata Group, as a software publisher, is aware of its responsibility to protect the environment and pays particular attention to actions to reduce the impact of its activity on the environment, the rules and
- Communicate with its business partners the expected standards regarding working conditions and environmental protection.



### **Do you know ?**

In practice, the expected behaviors are :

- Compliance with health and safety laws and regulations in all countries where Linedata is present,
- To know that any violation of health and safety laws and regulations may attract civil and criminal sanctions of both the directors and the company,
- To limit daily waste and promote recycling and actions to limit the impact of our activities on the environment,
- To report to their line manager any situation that could constitute a risk to health & safety.

# 3 RESPECT PRIVACY & PROTECT PERSONAL DATA



The Linedata Group prohibits any processing of personal data that may be used for discriminatory purposes. The protection of personal data as well as of privacy is a fundamental right.

Every employee has a right to privacy. The collection, processing, use, propagation and storage of personal data may only take place within the framework of the provisions laid out relevant legislation.

The General Data Protection Regulation allows any European resident who has given one or more personal data to regain control over the collection, processing, use and storage of such data.

These personal data must only be kept for the duration imposed by the purposes of the processing.



## Do you know ?

Personal data is information that directly or indirectly identifies a natural person. For example: a name, a date of birth, an email address, a social security number, a bank account number etc.

The General Data Protection Regulation only applies to the personal data of European residents but it regulates that data regardless of where in the world that data is stored.

If you have any question about the GDPR or personal data please contact our Data Protection Officer : [dataprotectionofficer@se.linedata.com](mailto:dataprotectionofficer@se.linedata.com)

# 4 RESPECT HUMAN RIGHTS & FIGHT AGAINST DISCRIMINATION

Linedata Group is committed to respecting human rights, promoting diversity, and fighting discrimination, the use of forced labor, and the exploitation of children through work.

## 4.1 Fight against discrimination

The Linedata Group formally prohibits all harassment and discrimination (in hiring as well as throughout the work life) including those based on sex, physical appearance (including skin color), residential address, religion, age, morals, sexual orientation, family or pregnancy status, surname, health status, genetic characteristics, membership or non-belonging, ethnicity or nation, political opinion, trade union or associative activity, disability or any other characteristic.

Religious, political or any other related party membership cannot interfere with the proper functioning of the Group or the execution of a mission.

The Linedata Group strives to promote a healthy environment in which every Linedata employee and representative can flourish.

If an employee considers or is the victim of any type of harassment or discrimination, they may open up to their manager or alert the Audit and Compliance department through the alert system or by sending an email to : [InternalAudit@se.linedata.com](mailto:InternalAudit@se.linedata.com)



### Do you know ?

Respect people, promote equal treatment of every employee and fight discrimination. Start with small simple everyday actions such as :

- Be open-minded
- Do not have prejudices against any person on account of their opinions, their appearance, or their abilities
- Respect and behave with others as one would like to behave with oneself
- Foster team spirit
- Avoid all types of sexist behavior and promote equal opportunities and treatment between men and women in the workplace.



# 4 RESPECT HUMAN RIGHTS & FIGHT AGAINST DISCRIMINATION

## 4.2 Promote diversity

The Linedata Group firmly believes that diversity at all levels of its organization is a real asset.

Linedata recruits employees from different backgrounds, visions and personalities, giving them access to different professions and ensuring fairness during career advancement.

Linedata is committed to creating and maintaining an inclusive and collaborative work culture that will ensure its sustainability.

As an international group, we also believe that our people must represent our customers and local communities.

In this context, the Linedata Group is committed to supporting NGOs and has joined the United Nations Global Compact.

The Linedata Group actively fights against discrimination, harassment, victimization and intimidation and ensures that its employees work in an environment based on dignity and respect for others, regardless of their diversity.

To guarantee this, an ethics alert system is available to employees covering any breach of the principles of diversity.



# 5 GUARANTEE CONFIDENTIALITY

The Linedata Group guarantees the confidentiality and protection of confidential information, whether such information is about the Linedata Group, its employees or third parties working with and for the Linedata Group.

Confidential information is non-public data or documents whose disclosure to third parties would be likely to harm the interests of the Group, its employees, suppliers, customers, prospects or partners.

Each employee is the custodian of, and is responsible for, any confidential information they receive and must only use that data, whether internally or externally on a need to know basis

This confidentiality obligation continues after the departure of the Linedata employee.



## Do you know ?

Respecting for confidentiality begins with simple everyday actions :

- Respect the rules of dissemination, preservation and destruction of documents
- Respect any specific rules related to the security of information as laid out in our IT Charter, which can be found in our Intranet,
- Be alert in public places : trains, planes, etc.

In case of question or doubt please contact our Information Security team by emailing : [DL\\_informationsecurity@na.linedata.com](mailto:DL_informationsecurity@na.linedata.com)

# 6 PROTECT AND COMPLY WITH INTELLECTUAL PROPERTY RIGHTS

**The Linedata Group holds copyright, protected patents and has numerous business and corporate secrets. The unauthorized use or disclosure of such knowledge may cause serious harm to the Group and may have consequences under labor, civil and criminal law for the employee concerned.**

Intellectual property rights (inventions, patents, trademarks, copyrights) are part of the key assets of the Linedata Group, which must be protected.

The Linedata Group expects its employees to respect intellectual property rights, including copyrighted material, as well as the intellectual property rights of third parties, our clients, our suppliers and other partners.

To prevent any infringement of the intellectual property of third parties, it is forbidden for our employees to communicate or use the confidential information of a previous employer or another partner.

Employees must maintain the confidentiality of all industrial and commercial secrets of the Linedata Group, and of any undisclosed information.

These secrets may include information related to the development of systems, processes, products, know-how and technologies, source codes, etc.

All employees of the Linedata Group are prohibited from appropriating information learned from a third party in the professional context when it is reasonable to think that this information is confidential, or that this appropriation constitutes an intellectual property infringement or a violation of the rights of third party's intellectual property (including patents, trademarks, domain names or trade or industrial secrets) of a third party.



## **Do you know ?**

- Never use third-party assets without checking that you have the right to do so,
- If a risk of theft of intellectual property is identified, do not act alone. Seek help from your manager, contact the Legal department or use the alert system.

# 7 PREVENTING AND FIGHTING AGAINST CORRUPTION & INFLUENCE PEDDLING

**The Linedata Group prohibits and fights against acts of corruption, active or passive, and trading in influence that may affect its integrity and reputation.**

## **7.1 Preventing conflicts of interest**

Employees must avoid being in a situation where their interests or those of close associates may conflict with those of the Group and may impair their independence of judgment or professional integrity as well as the image and reputation of the Group.

Linedata understands that personal relationships may arise or develop between two Group employees or with a collaborator of a third party company (customer / supplier).

If these relationships are likely to create a problem of independence or a conflict of interest, in fact or appearance, in the minds of our customers or our employees, they must be declared formally by the persons concerned to their direct managers to determine whether notifications or changes of assignment are necessary.

## **7.2 Refusing any form of corruption**

The Linedata Group rejects any form of corruption in its relations with all of its stakeholders, whether it is to offer or receive an undue advantage.

In particular, each employee must refrain from accepting for themselves or their relatives, directly or indirectly, any advantage from any person having or seeking to create or develop business relationships with any Linedata company.

When gifts or invitations are received, the principle of transparency is imperative by immediately informing your manager and if necessary by returning the gifts if it creates a sense of accountability. Employees should refer to the Linedata Group Anti-Corruption Policy and declare the gifts and invitations via the form available on the intranet.

Employees are expected not to accept or propose, directly or indirectly:

- Money payments
- Gifts with significant value
- Or other kinds of advantage

The Linedata Group does not intervene in the financing of political life and complies with the reporting requirements of the High Authority for the Transparency of Public Life in France.

# 7 PREVENTING AND FIGHTING AGAINST CORRUPTION & INFLUENCE PEDDLING



## Do you know ?

Current regulations sanction **active bribery** (offer) and **passive bribery** (accept). For companies or individuals, sanctions can be civil and criminal in nature with the potential for heavy fines and jail time.

Bribery in one country may be extraterritorial in nature, meaning that such acts may lead to civil and criminal prosecution in other countries. This is the case of legislation such as the so-called "Sapin 2" French law, the Foreign Corrupt Practices Act ("FCPA") US law, or the Anti-Bribery Act (a UK legislation).

A corrupt act made public has significant negative consequences that may impact the Linedata Group at a commercial level and also in terms of reputation and image.

Removing bribery & trading in influence requires small daily actions :

- When dealing with service providers, some signs may indicate a risk of corruption on the part of service providers. We ask you to pay attention to:
  - The reputation of the provider
  - Contracts describing the missions of the different parties
  - Payment terms
  - Fees
- In case of doubt about a procedure or a situation, the Audit and Compliance Department has put in place an Anti-Corruption & Influence Peddling policy. You can also contact the Audit and Compliance Department by email: [InternalAudit@se.linedata.com](mailto:InternalAudit@se.linedata.com) or via the alert system.

# 8 FIGHTING AGAINST MONEY LAUNDERING AND TAX FRAUD

## 8.1 Fighting against money laundering and terrorist financing

**The Linedata Group is committed to fighting money laundering and the financing of terrorism. The Group monitors its financial flows in compliance with the regulations in force. Each employee must participate in this vigilance.**

Money laundering is the act of giving a legitimate appearance of money that comes from illicit activities such as corruption, extortion, arms trafficking, etc.

More generally, money laundering refers to funds arising from a criminal offense such as tax evasion.

Terrorist financing is the act of providing or raising funds for use in terrorist activities.

Any act of money laundering exposes leaders and collaborators to civil and criminal prosecution as well as disciplinary actions. The reputation and image of the Linedata Group may also be in jeopardy.

### **How to fight money laundering and terrorist financing**

1. Know your client
2. Know the transactions of its clients (purchases of services from Linedata Group)
3. Know your procedures (control of risk policies, systems)
4. Be vigilant about the identity of non-recurring clients
5. Be vigilant about the origin of the funds (refuse any payment of cash benefits)

## 8.1 Fighting against tax fraud

**The Linedata Group is committed to fighting all types of tax evasion by complying with the tax obligations of the countries where Linedata operates.**

Tax evasion consists of avoiding or reducing a tax by illegally transferring wealth or profits to a country different from the one to which they should be attached. It is to be distinguished from tax optimization, which consists in optimizing its taxation while complying with the law.

The Linedata Group treats with integrity and transparency any tax issue. The Linedata Group does not seek to avoid taxes through structures designed for this purpose.



# 9 SECURING FINANCIAL INFORMATION AND PREVENTING INSIDER TRADING

**The Linedata Group maintains the confidence of its shareholders and customers by providing accurate, transparent, relevant and complete (extra)-financial information.**

The Linedata Group undertakes to ensure that all financial and non-financial information contained in the reference documents and financial communications is accurate and truthful.

Every employee involved in the production, analysis, preservation or communication of this information must carry out these operations in an honest and transparent manner.

The Group oversees the procedures for disseminating financial and extra-financial information within and outside the Group and complies with applicable legal and regulatory requirements.

**The Linedata Group rejects any form of insider trading or attempted insider trading.**

Insider trading is the act of making or allowing a person or third parties to trade (buy / sell) securities of a listed company through privileged information before it is made public.

Privileged information is specific information that has not been made public and which, if it were, could influence the price of the shares concerned. This is for example:

- Financial results of the Linedata Group or its subsidiaries
- Acquisition projects
- Projects of new products and / or services
- Current or future lawsuits or litigation

It is strictly forbidden to communicate to third parties, or to exploit for its own account or that of others, any privileged information. The insider trading rules apply to all employees.

Any employee with access to privileged information will be placed on a list of insiders and must acknowledge receipt of the related obligations.



## **Do you know ?**

Respect the transparency, the reliability and the confidentiality of the information, through small daily actions:

- Comply with the procedures and delegations of authority defined within the Linedata Group regarding the dissemination of information,
- Communication of financial information or privileged information that may affect the price of the Linedata share is only to people whose access to it is strictly necessary,
- Control and limit your comments about the Linedata Group outside of the group,

If you have any doubt, do not hesitate to speak with your manager.

# 10 DEVELOP FAIR TRADE PRACTICES

**The Linedata Group is committed to ensuring that the actions of its employees are guided by a commitment to customer satisfaction. The Linedata Group respects the rules of competition law.**

Every employee is prohibited from participating in any agreements or practices that may have the effect of impeding the free play of competition.

The following topics must not be discussed with competitors unless those have been made public :

- Prices, rates, discounts, margins, billing conditions
- The composition and quality of our products,
- Information about our products, unpublished projects
- Financial information, our profits, our margins
- Tenders
- Contracts & agreements with business partners

All Linedata Group suppliers and service providers must be selected and treated with equality and fairness in the context of transparent business practices and compliance.



## **Do you know ?**

Violation of current antitrust laws and competition laws is punishable by fines and damages for the Linedata Group and the individuals involved.

Points of vigilance in everyday life can avoid these situations :

- Respect national and international competition laws,
- Avoid informal contact with our competitors if that contact will lead to talking about subjects/ projects that may violate antitrust laws or competition laws, etc,
- When in doubt about a procedure or a situation, discuss it with your manager or alert the Audit and Compliance department through the alert system or by email : [InternalAudit@se.linedata.com](mailto:InternalAudit@se.linedata.com)

# 11 FAIR SELECTION OF SUPPLIERS

**The Linedata Group is committed to equitably selecting its suppliers and service providers.**

Fair competition between all companies, especially in the context of tenders, must be organized in order to fairly select a supplier. Suppliers must be treated equally (transmissions of information, deadlines, etc.) and the information received from suppliers is confidential and must not be disclosed to competitors.

The choice must be based on objective elements such as the quality of the proposal, the skills put forward and also on ethical criteria such as the respect for human rights, individual freedoms, confidentiality.

Linedata, as an international group, selects suppliers capable of providing services in its various international locations.

The risks and opportunities of a contract must be identified with all stakeholders.

The Linedata Group wishes to establish healthy and lasting relationships with its suppliers by making them adhere to its charter of business partners.

**The Linedata Group follows a traditional supplier referral process:**

1. Identify suppliers through a commercial and technological search
2. Benchmark suppliers to analyze their efficiency and financial health,
3. Develop a specification: definition of needs in terms of functionality, quantity, quality and price,
4. Negotiate with at least two suppliers under the same conditions in order to put them in competition,
5. Write a contract that includes the terms of the negotiation and specifies the objectives, products / services expected, duration and termination of the contract, tariff revaluation, commitment in terms of Corporate Social Responsibility policy, etc,
6. Evaluate suppliers according to the Linedata Group system: ensure that the supplier adheres to the Code of Ethics of business partners.



# 12 SECURE RELATIONSHIPS WITH BUSINESS PARTNERS

**The Linedata Group is committed to obtaining maximum adherence from its business partners to its Code of Ethics for Business Partners.**

The Linedata Group asks its business partners to comply with our ethical standards, to respect human rights as well as fundamental principles and rights at work, as stated in the statement of the International Labor Organization, particularly on child labor and forced labor.

The Linedata Group expects its business partners to declare any conflict of interest that could affect the fulfillment of their business relationships.

The Linedata Group asks its trading partners to respect the laws and regulations in force concerning anti-corruption and trading in influence.



## **Do you know ?**

Maintaining good relations with our business partners requires small daily actions:

- Know the reputation of your business partner
- Ask business partners to read, complete and sign the Business Partner Ethics Chart
- In case of a doubt about a procedure or a situation, discuss with your manager or alert the Audit and Compliance department through the alert system or by email : [InternalAudit@se.linedata.com](mailto:InternalAudit@se.linedata.com)



# 13 WHISTLEBLOWING SYSTEM



**The Linedata Group has set up an alert system for each employee and third party.**

If an employee or a third party believes, in good faith, that any law, regulation or one of the principles set out in this Code of Ethics and Business Conduct is violated or about to be violated, he or she may report this concern to their line manager or their Human Resources correspondent. If they do not feel comfortable or if they consider that the answer given is not sufficient, they may use, in accordance with the rules applicable in the country where they reside and where they carry on their activity, the ethical alert system :

- Online : <https://wrs.expolink.co.uk/> (password: Linedata) or via the Audit tab on the KEN intranet
- by phone on : +44 1249 661808
- or by contacting the Audit and Compliance Department : [InternalAudit@se.linedata.com](mailto:InternalAudit@se.linedata.com)

No measure of sanction may be taken against a collaborator who has reported in good faith a breach of these principles.

Through this ethical alert system, the Linedata group undertakes to listen to ethical concerns, to be fair in the instructions given, to preserve the confidentiality of the information transmitted, to protect against any form of retaliation and to respect local regulations framing this warning device.



## **Do you know ?**

In order to help employees make the right decision and if necessary use the alert system, they may ask the following questions:

- Is it against the law or legal?
- Is this consistent with the policies and procedures of the Linedata Group?
- Is it consistent with the culture and values of the Linedata Group?
- Will I be comfortable explaining my decision to a third party? or that it is made public?
- Have I considered the risks involved for the Linedata Group and for myself?



[Linedata.com](https://linedata.com)