

# CODE OF ETHICS



Making progress become reality

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## FOREWORD

The success and future of the Bouygues group depend on the confidence it inspires in its staff, shareholders, public and private-sector partners and, more generally, all its "stakeholders".

One key factor that helps to create this confidence is respect for the rules of conduct common to all the Group's business segments which are set out in the Code of Ethics which was first drawn up in 2006 and is regularly revised and updated in line with legal and social developments.

The Code of Ethics aims to bring together employees around the core shared values that must prevail when doing business, no matter what the circumstances or country.

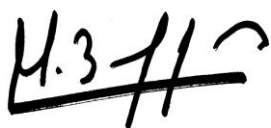
This Code of Ethics thus reflects the Group's values on matters of respect, integrity and responsibility.

These are the principles that must guide senior executives, managers and staff in their day-to-day actions.

It is important for you to read this Code of Ethics, to make sure that others read it and to comply with it scrupulously in the course of your activities.

It is up to each and every one of you to comply with the Code of Ethics to enable the entire Bouygues group to continue its development.

Martin Bouygues  
Chairman of the Board of Directors

Handwritten signature of Martin Bouygues, consisting of the initials 'M.B.' followed by a stylized flourish.

Olivier Roussat  
Group Chief Executive Officer

Handwritten signature of Olivier Roussat, featuring a large, stylized 'O' followed by a horizontal line and a vertical stroke.

## DEFINITIONS

**Senior executive:** means the directors and corporate officers of each Group Entity.

**Entity:** means the French and foreign-law companies and Entities that are directly or indirectly "controlled" by the Group's Business segments.

**Group:** means Bouygues SA and all the French and foreign-law companies and Entities directly or indirectly "controlled" by Bouygues SA (including joint ventures controlled by Bouygues SA, the Business segments or their Entities). "Control" has the meaning given to it in the combined provisions of Articles L. 233-3 and L. 233-16 of the French Commercial Code (*Code de Commerce*) and consequently includes both *de jure* and *de facto* control.

**Manager:** each Business segment will define the concept of "manager" applicable to its scope based on its processes and activities.

**Business segment:** means, in this document, Bouygues SA and each of the Group's Business segments, which are, as of the date hereof, Bouygues Construction, Bouygues Immobilier and Colas (Construction businesses), TF1 (Media) and Bouygues Telecom (Telecoms).

**Ethics Officer and Compliance Officer:** each Business segment appoints its own Ethics Officer and a Group Ethics Officer is appointed within Bouygues SA. In principle, the Ethics Officer is the General Counsel of the relevant entity and is in charge of the roll-out and implementation of the Group's Code of Ethics, Anti-Corruption Code of Conduct and Compliance programmes and policies. He or she may be supported by a Compliance Officer who is responsible for the operational implementation of these matters.

## I. CODE OF ETHICS: WHAT IS IT FOR?

The Bouygues group's reputation and robustness hinge on the confidence of its stakeholders, its employees and Senior executives, which in turn stems from respect for the core shared values of respect, integrity and responsibility. These values are intended to guide our Business segments in all their business dealings.

This Code of Ethics aims to ensure that everyone adopts the appropriate behaviour at all times. Its purpose is to bring together the Group's Senior executives and employees around shared values. These values must underpin the decisions we have to make on a day-to-day basis, whatever our level of responsibility.

The resulting principles of action are clarified in the Anti-Corruption Code of Conduct, a practical guide setting out the behaviour to adopt in all situations that might breach the ethical rules and, therefore, our core shared values.

Furthermore, compliance programmes<sup>1</sup> and policies<sup>2</sup> have been drawn up to deal more specifically with certain key issues for the Group.

The Anti-Corruption Code of Conduct, compliance programmes and policies form an integral part of the Code of Ethics and constitute its implementation guidance.



They may be supplemented, as necessary, by procedures drawn up by the Business segments.

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(1) As of the date hereof, these Compliance programmes are "Embargoes and Export Restrictions", "Competition", "Financial Information and Securities Trading" and "Conflicts of Interest".

(2) As of the date hereof, the "Gifts and Hospitality" policy.

## II. CODE OF ETHICS: WHO IS IT FOR?

This Code of Ethics applies to all employees and Senior executives of the Group<sup>1</sup> in the course of their activities, regardless of the Entity, project or country concerned.

It is intended to be shared with all stakeholders with whom we interact. We expect them to comply with it or to apply standards that are least equivalent to those set out in our Code of Ethics.

The Group's Senior executives are responsible for ensuring that the Code of Ethics is fully and properly applied. They are supported in this by the Ethics Officers, who make sure that it is implemented on a day-to-day basis and is understood and embraced by everyone.

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(1) In the case of a joint venture controlled jointly by a Group Entity and a partner where it is not possible to require compliance with this Code of Ethics, the partner should be asked to make a contractual undertaking to respect standards that are at least equivalent to those set out in this Code of Ethics.

### III. ETHICAL MANAGEMENT

The Group believes that exemplary leadership should form the foundations of any ethical approach. Employee engagement stems from management's respect for and embodiment of the Group's ethical values and culture.

Senior executives and Managers must not only observe the highest ethical standards but also pass on this message to their employees.

They are therefore expected to lead by example and, in particular:

- they must not do anything that is contrary to the provisions of this Code of Ethics;
- they must be fair and refuse to tolerate any form of discrimination, and must treat all employees equally and fairly;
- they must make self-respect and respect for others a managerial priority and refuse to tolerate any form of harassment, including all sexist or insulting comments and any behaviour that could threaten human dignity by creating an intimidating, hostile, humiliating or offensive environment; and
- they must react immediately and take whatever measures are required in response to situations in breach of management ethics.

## IV. SHARED VALUES

### *Acting with respect, integrity and responsibility*

#### 1. Respect

Respect is one of the Group's key values and must guide everyone in their individual behaviour, whether internally in dealings with the Group's employees and Senior executives, or externally in dealings with stakeholders and all third parties.

All Business segments and Entities must ensure that everyone with whom they interact is treated with respect and dignity.

#### **Employees and Senior executives**

The Group seeks to apply a fair human resources policy, with no distinction in terms of gender, ethnic origin, religion or beliefs, disability, age, sexual orientation or nationality. It promotes gender equality in all areas (training, job grade, promotion, internal job mobility, pay, etc.) and diversity of backgrounds and qualifications.

The Group also seeks to respect the private lives of its employees and senior executives, including their personal data, and assures their health and safety during the course of their activities.

Reciprocally, the Group expects its employees and senior executives to show respect on a day-to-day basis, whether:

- **Internally**, in dealings with their colleagues, line Managers and subordinates; or
- **Externally**, in dealings with other stakeholders (authorities, customers, suppliers, shareholders, etc.).





## Stakeholders

Respect is at the heart of the Group's relationships with its various stakeholders (authorities, customers, suppliers, shareholders, etc.). Thus, the Group makes sure that all of its dealings with them are conducted honestly and fairly, regardless of the contact person.

Reciprocally, the Group expects all its stakeholders to show mutual respect.



Lastly, the Group promotes its commitments in terms of respect for human rights by complying with the following principles and agreements:

- Principles of the United Nations Universal Declaration of Human Rights;
- Fundamental conventions of the International Labour Organisation (ILO), in particular with regard to forced and child labour;
- Principles of the United Nations Global Compact.

## 2. Integrity

The Group places a high value on strict compliance with laws, regulations and internal standards, particularly as regards the fight against corruption and influence peddling; competition law; stock market regulations; economic sanctions; prevention of conflicts of interest; human rights; fundamental freedoms; environmental protection; health, safety and security in the workplace; and personal data protection.

To that end, the Group has published various documents describing the rules to be applied by senior executives and employees on a day-to-day basis. All of those rules are set out in the Anti-Corruption Code of Conduct and the various compliance programmes, which may if necessary be supplemented by other documents such as policies, procedures or recommendations.



The Business segments organise training for employees and senior executives to ensure that they do not engage in any illicit behaviour that might incur their liability or that of other employees and senior executives, their Entity, Business segment and/or Bouygues SA.

Thus, we expect all employees and senior executives to:

- have a minimum knowledge of the regulations that apply to their sector of activity;
- regularly question the legality of their actions; and
- seek advice when needed from their line Manager, legal department, Compliance Officer or Ethics Officer.

Failure to do so may lead to internal sanctions and/or sanctions imposed by the competent legal and administrative authorities, which could therefore generate a potentially significant reputational risk.

If you have any questions about this Code of Ethics or about ethics in general, you should contact your line manager, legal department, Compliance Officer or Ethics Officer to obtain further clarification about these standards and the behaviours to adopt.

### 3. Responsibility

All Senior executives and employees have a duty to respect a professional ethic based on the Group's shared values, the rules and principles of action set out in this Code of Ethics, the Anti-Corruption Code of Conduct, the Group's compliance programmes and policies, as well as the Business segment procedures where applicable.

Senior executives and Managers are also ambassadors for this Code of Ethics. They are therefore responsible for initiating communications, awareness and training actions to help employees embrace the Group's ethics culture.

This responsibility is all the more important in that failure to respect the rules set out in this Code of Ethics could lead the Group to take civil action against employees or senior executives who deliberately breach the rules.

Furthermore, the Group's actions also include a social responsibility, of which all employees and senior executives should be aware.

Growth in our business is contingent on strong, unconditional acceptance of international CSR (Corporate Social Responsibility) standards.

A CSR Charter for Suppliers and Sub-contractors formally sets out the commitments expected by the Group of its suppliers and sub-contractors in terms of ethics, anti-corruption, respect for human rights and working standards, health and safety of people and environmental protection.

Lastly, aware of the social and environmental impacts its activities can have, the Group promotes patronage, in particular to forge lasting links with local communities in the countries where it operates.

## V. EVERYDAY PRINCIPLES OF ACTION

### 1. Employee and senior executive ethics

The performance of the Group and its Business segments is dependent on the ethics of its employees and senior executives.

We expect all employees and senior executives to:

- **be loyal and respect the higher interest** of their Entity, Business segment and the Group;
- **fulfil their commitments** internally and towards third parties;
- **refrain from denigrating** their Entity, Business segment or the Group; and
- **embody the Group's shared values** both internally and in dealings with other stakeholders, in particular as regards:



#### RESPECT FOR HUMAN RIGHTS

Each year, the Group draws up and publishes a vigilance plan in its Universal Registration Document. This plan sets out the reasonable measures to be taken to identify risk and prevent serious violations of human rights and fundamental freedoms caused by the activities of the Group or the subcontractors and suppliers with which it has an established business relationship. Senior executives and employees are expected to read and comply with the vigilance plan, in particular as regards human rights, in the course of their activities.



#### RESPECT FOR THE ENVIRONMENT

The Group aims to observe best practices in environmental protection. In response to the climate crisis, the Group has made concrete commitments to reduce its greenhouse gas emissions by 2030 by setting objectives compatible with the Paris Agreement. Employees and senior executives should be aware of the role they have to play in this area. At their own level, they should ensure that their activities minimise their effects on the environment by considering how best to preserve biodiversity, protect natural resources and manage waste.



#### HEALTH AND SAFETY

Preventing the risk of accidents and occupational illnesses is of paramount importance for the Group. It requires everyone to follow all health and safety rules scrupulously. Employees and senior executives should, therefore, regularly consult the instructions on display concerning the Group's safety systems and arrangements.

### **PARTICIPATION IN PUBLIC LIFE AND CORPORATE NEUTRALITY**



The Group respects the commitments of its employees and senior executives who participate in public life. There must be no discrimination against employees or senior executives who are candidates for an election or who hold a political office. The Group seeks to maintain a neutral political stance. Employees and senior executives may therefore exercise their freedom of opinion and political activity outside the workplace, at their own expense and on a strictly personal basis. They must not involve the Group or any of its Entities, in particular by disclosing their ties with the Group. To that end, all employees and senior executives should ensure that they observe the Conflicts of Interest Compliance Programme.

The Group respects the beliefs of its employees and senior executives when expressed in a private capacity. The principle of neutrality in the expression of political, religious or philosophical beliefs must be respected and no form of proselytising in the company will be tolerated.

### **CONFLICTS OF INTEREST MANAGEMENT**



Given their duty of loyalty, employees and senior executives should take care not to put themselves into a conflict of interest situation, either directly or indirectly, with their Entity, Business segment or, as the case may be, the Group. As required by the Conflicts of Interest Compliance Programme, they must inform their line Manager of the possible or actual conflict of interest facing them without omitting any facts. In such a situation, they may not act or intervene as a representative of the company. They must also abstain from any decision-making process involving the conflict of interest subject matter.

### **ZERO TOLERANCE FOR ALL FORMS OF CORRUPTION, INFLUENCE PEDDLING AND FRAUD**



The Group has adopted a zero tolerance policy in these matters. Employees and senior executives are therefore expected to avoid any behaviour that could be considered as corruption, influence peddling or fraud. The Group's Anti-Corruption Code of Conduct sets out the standards and practices to be observed.

### **RESPECT FOR PERSONAL DATA REGULATIONS**



The Group complies with all regulations governing the protection of personal data, in particular the GDPR. Employees and senior executives are expected to apply the relevant standards in this matter and to make sure that all personal data gathered in the course of their activities is treated appropriately.

### FINANCIAL REPORTING



The Group strives for transparency and reliability in its financial reporting. Employees and senior executives must not disclose any financial information they hold on account of their duties to parties outside the Group. Nor must they pass on such information to employees or senior executives of the Group who are not authorised to have it.

### PREVENTING INSIDER DEALING



The Group comprises several listed companies. Employees and senior executives should take great care when trading in the securities of a listed company controlled by the Group or a company involved in a transaction with the Group. A compliance programme has been drawn up for this purpose.

### RESPECT FOR COMPETITION LAW



The Group complies with competition law (prohibition of collusion and abuse of dominant position, and all other practices contrary to competition law). The behaviours to adopt are set out in a specific compliance programme. In particular, employees and senior executives must refrain from any behaviour aimed at or having the effect of preventing, restricting or distorting competition in the markets.

### EMBARGOES, ECONOMIC SANCTIONS AND EXPORT RESTRICTIONS



Due to its international reach and the nature of its business activities, the Group is expected to comply with regulations on embargoes, economic sanctions and export controls. To that end, it has drawn up a specific compliance programme, with which all employees and senior executives must comply.

### PROTECTION OF ASSETS



Employees and senior executives must safeguard the integrity of the Group's tangible and intangible assets, regardless of their origin, nature or purpose. This includes ideas or know-how, customers, market information, technical or commercial practices, statistical data, movable and property assets etc. Employees and senior executives remain bound by this duty even after leaving the Group. The Group's assets may not be used for unlawful purposes or for purposes that are not connected with its activities (use for personal purposes or making them available for use by other parties). The Group attaches particular importance to the business use of communication systems and intranet networks. Use for personal purposes is only authorised if lawful, justified, necessary and reasonable.



### INTRA-GROUP SOLIDARITY

We set great store by the wealth of our Business segments and we wish to preserve a relationship of internal solidarity. Thus, when several Group Entities forge a business relationship between them, they are guided by the same duty of loyalty as they have towards their customers, suppliers or external partners. All employees and senior executives, albeit bound first and foremost to safeguard the interests of their own Entity, should also ensure that intra-Group relations are excellent and run smoothly, regardless of the area involved.

## 2. Stakeholder ethics

Our Group owes its success to the confidence and ethics of its stakeholders.

### Group customers

The diversity of our customers (individuals, French or foreign, public or private companies, governments, etc.) is an asset for the Group. Customer satisfaction is key to our long-term future and success.

Quality is therefore one of our strategic concerns. We urge all employees and senior executives to strive for continuous improvement in quality, while complying with the applicable standards on health, safety, ethics and the environment.

### Suppliers and sub-contractors

We respect our suppliers and sub-contractors and we endeavour to ensure that our business relationships are fair and professional. We therefore urge all employees and senior executives to:

- seek to create a fair framework for negotiations in all circumstances; and
- govern relationships with third parties through a clear contract.

In exchange, we expect our suppliers and sub-contractors to comply with principles at least equal to those set out in the Code of Ethics and the CSR Charter for Suppliers and Sub-Contractors. They must use best efforts to ensure that their own suppliers and sub-contractors do likewise.

### Group shareholders

Shareholder confidence is a key factor in the success of the Bouygues group. This is achieved through ongoing constructive dialogue and the regular provision of accurate, high-quality information.

We undertake to ensure that all of the Group's operations and transactions comply with stock market regulations. These operations and transactions are recorded accurately and fairly in the accounts of each Entity, in accordance with applicable regulations and internal procedures.

## VI. IMPLEMENTING THE CODE OF ETHICS

***The Group provides everyone with the practical means to implement the Code of Ethics.***

### 1. Implementing the Code of Ethics in the Business segments

The Group's Business segments are responsible for implementing this Code of Ethics, as well as the Anti-Corruption Code of Conduct and the Group's compliance programmes and related policies.

It may supplement them where necessary according to the legal, practical or geographical requirements of its activities. However, any such additions must not breach the values and principles set out in this Code of Ethics. They must be approved by the Group Ethics Officer.

For ease of implementing the Code of Ethics, the compliance programmes and related policies are available at all times to the Group's employees and senior executives on their intranet. The Business segments may also make these documents available to their employees and senior executives by any other means.

### 2. Ethics Committee

Each Business segment has an Ethics Committee reporting to the Board of Directors. It meets regularly to address all ethics issues. It contributes to defining the rules and action plans underpinning the conduct of senior executives and employees. The Ethics Committee assesses the mechanisms in place to prevent and detect corruption.

### 3. Exchange and prevent

Our priority is to create a climate of dialogue within the Group. We are aware that it is not always easy to implement the Code of Ethics on a routine basis and that it may raise questions. We want everyone to be able to express their opinions and concerns about the Code of Ethics in the firm belief that they will be heard and supported by their line Managers.

In case of doubt or uncertainty, employees or Senior executives should contact their line Manager, legal department, Compliance Officer or Ethics Officer.

We also invite our stakeholders to contact the Business segment Ethics Officer and/or Group Ethics Officer if they have any questions about the proper application of the Code of Ethics and compliance arrangements.



#### 4. Being responsible also means raising the alarm

We encourage employees (including external or occasional workers) and senior executives to flag any ethics issues to their direct or indirect line Manager, their legal department, Compliance Officer, Business segment Ethics Officer and/or Group Ethics Officer, Human Resources manager or the Entity's senior executives, allowing sufficient time for them to give relevant advice or to take an appropriate decision.

They may also use the whistleblowing facility (<https://alertegroupe.bouygues.com>) set up by the Group in accordance with the applicable provisions.

The whistleblowing facility guarantees that the identity of both the whistleblower and the person implicated will remain strictly confidential. In any event, the person who receives the alert is required to take measures to protect the identity of both the whistleblower and the person implicated when receiving, processing and retaining the alert.

A whistleblower who acts in good faith will not be liable to discriminatory or disciplinary measures of any kind. The procedure for dealing with alerts raised under the whistleblowing facility is described in the appendix to this Code of Ethics entitled Whistleblowing facility: procedure and rules pertaining to the receipt and processing of whistleblowing alerts.

## APPENDIX: WHISTLEBLOWING FACILITY - PROCEDURE AND RULES PERTAINING TO THE RECEIPT AND PROCESSING OF WHISTLEBLOWING ALERTS

### DEFINITIONS

**Designated recipient:** in principle, the designated recipient is the Ethics Officer of the relevant Business segment or the Group Chief Ethics Officer. By extension, it may also be the whistleblower's line Manager, the head of human resources, the compliance officer or legal department director of the relevant Entity or Business segment.

**Facilitator:** means any natural person or private not-for-profit organisation that assists the whistleblower in raising a concern or reporting a breach.

**Whistleblower:** means any natural person who reports or discloses, in good faith and with no direct financial incentive, information about a crime, an offence, a threat or harm to the general interest, a violation or attempt to conceal a violation of an international commitment duly ratified or approved by France, a unilateral act of an international organisation taken on the basis of such a commitment, European law or the laws and regulations.

**Whistleblowing facility:** means the tool made by the Group to receive and process all whistleblowing alerts. The facility can be accessed at <https://alertegroupe.bouygues.com>

### 1 RAISING A WHISTLEBLOWING ALERT

An alert must be raised in good faith and without direct financial incentive.

When the information underlying an alert has not been obtained by the Whistleblower in the course of his or her activities, the whistleblower must have witnessed the reported events first hand.

### 2 GROUP ALERT

If the Whistleblower believes that the situation goes beyond the scope of the Business segment, he or she may report the alert to the Group Ethics Officer instead of the Business segment Ethics Officer. Likewise, the Business segment Ethics Officer may pass on an alert to the Group Ethics Officer if he or she believes that the situation goes beyond the scope of the Business segment.

### 3 HOW TO RAISE AN ALERT

- **Method:** the Whistleblower should use the confidential and secure Whistleblowing facility to raise an alert. It may also be done via post or e-mail, preferably encrypted. An alert raised by telephone or in a private conversation with the Designated recipient must, where practicable, be confirmed in writing. Furthermore, if the alert is not raised on the Whistleblowing facility, it may be transferred to it with the prior agreement of the Whistleblower.
- **Subject heading:** the subject heading or the content of the letter or e-mail must clearly indicate that an alert is being raised under the Whistleblowing facility.
- **Whistleblower's identity:** the Whistleblower may provide all information about his or her identity (name, first name, Entity, function, e-mail, telephone numbers, etc.). Alerts may also be raised anonymously. Using the Whistleblowing facility guarantees the Whistleblower's anonymity. In any event, a Whistleblower who wishes to remain anonymous should provide the designated recipient with the means to contact him or her to facilitate the investigations of the facts reported.

- **Assistance:** the Whistleblower may be assisted by a Facilitator when raising an alert or disclosing a breach. The Facilitator will be protected in the same way as the Whistleblower.

## 4 CONTENT OF THE ALERT – DESCRIPTION OF THE FACTS OR EVENTS

The Whistleblower must provide a clear, impartial description of the events and information being reported.

The Designated recipient will only consider information directly related to the areas covered by the Whistleblowing facility and which is strictly necessary to verify the substance of the report and investigate the allegations.

The Whistleblower must, in all circumstances, treat the report and the identity of the person implicated in the strictest of confidence.

## 5 EVIDENCE – DOCUMENTATION

The Whistleblower should provide any documents, information or data he or she has to support the allegations, whatever the format or medium.

Any document, information or data given in the report that does not fall within the scope of the Whistleblowing facility will be destroyed or archived immediately by the Designated recipient, unless the relevant Entity's vital interests or the physical or mental well-being of its employees are at risk.

## 6 ACKNOWLEDGEMENT OF RECEIPT

No later than seven days after receipt of the alert, the Designated recipient will notify the Whistleblower of:

- acknowledgement of receipt;
- if applicable, any other information that might be required for the alert to be processed;
- an indication of how long it is likely to take to process the alert, which may not exceed three months from acknowledgement of receipt;
- how the Whistleblower will be advised of the action(s) taken (via the Whistleblowing facility, letter or secure e-mail), which will normally be before the end of the period referred to above.

## 7 CONFIDENTIALITY GUARANTEE

Alerts are received and processed in a way that guarantees the strict confidentiality of:

- the Whistleblower's identity;
- the identity of the person(s) implicated;
- documents, information or data provided in the report.

The Designated recipient will take all necessary measures to protect the security and confidentiality of any document, information or data provided, not only when the alert is first received but also during the investigations and as long as such information is retained. Anyone who comes to know about the alert and its contents, particularly during the investigations, is bound by the same strict confidentiality obligations.

More specifically, the Whistleblowing facility can only be accessed via an individual user ID and password, which are changed regularly, or by any other means of authentication. Access to data is recorded and the conformity of such access is controlled. The Designated recipient and anyone else who knows about the alert and its contents are bound by a heightened written confidentiality undertaking.

Any information likely to identify the Whistleblower may not be disclosed (other than to the judicial authorities) without the Whistleblower's prior consent. Any information likely to identify the persons implicated in an alert may not be disclosed (other than to the judicial authorities) until the merits of the allegation have been established.

Consequently, the following procedure will apply:

- alerts may be raised by any means but preferably via the Whistleblowing facility as it guarantees total confidentiality;
- when processing an alert, the designated recipient will never mention the name of, or anything that might identify, the person(s) implicated except, as appropriate, (i) to his or her direct or indirect line Manager where necessary for internal investigation purposes, in accordance with applicable legal provisions, (ii) to the Group or Business segment Ethics Officer or (iii) to the judicial authorities. The direct or indirect line Manager and the Business segment or Group Ethics Officer are bound by the same strict confidentiality undertaking as the designated recipient.

## RIGHTS OF PERSONS IMPLICATED IN A WHISTLEBLOWING ALERT

A person implicated in a whistleblowing alert will be informed by the designated recipient as soon as his or her personal data has been logged, electronically or otherwise. He or she has the right to access the data, ask for it to be rectified or deleted if it is incorrect, unclear or obsolete. These rights may be exercised by contacting the designated recipient.

When protective measures are necessary, particularly to avoid the destruction of evidence about the alert raised, the person implicated will only be informed once those measures have been taken.

The Designated recipient will inform the person implicated of the allegations made against him or her. The person implicated may obtain the following information upon request:

- a copy of these rules governing the Group's whistleblowing facility;
- a copy of the [applicable legal provisions](#) on whistleblowing.

The person implicated may under no circumstances obtain disclosure of the Whistleblower's identity.

## HOW A WHISTLEBLOWING ALERT IS PROCESSED

The Designated recipient, where not the Business segment Ethics Officer, must inform and obtain the opinion of the Business segment Ethics Officer. The Designated recipient may also inform and obtain the opinion of the Group Ethics Officer or the competent Ethics Committee.

As part of a preliminary enquiry, the Designated recipient will first make sure that the Whistleblower has acted within the scope of the Whistleblowing facility and in accordance with the applicable regulations. If he believes that this is not the case, the Whistleblower will be informed promptly. The Designated recipient may ask the Whistleblower for additional information before a full investigation of the merits of the alert is initiated.

When processing the alert, the Designated recipient may make any enquiries he deems appropriate to assess the merits of the alert. He may involve the line Managers of the implicated persons) (provided they are not implicated) or any employee whose involvement he believes necessary to process the alert, always in the strictest of confidence.

As part of his investigations, he may call upon any outside service provider, who shall act in the strictest confidence.

If necessary, he may also ask the Whistleblower for further clarification.

If the Designated recipient believes that the investigation process will take longer than initially expected, he must inform the Whistleblower, if appropriate, giving reasons for the extra time needed and the ongoing status of the investigations.

The receipt and processing of a whistleblowing alert will always be conducted on a right-to-reply basis (the adversarial process principle) and in accordance with the provisions of labour law.

The Whistleblower may not receive any direct financial incentive for raising an alert.

## ACTION TAKEN FOLLOWING THE ALERT – CLOSE OF PROCEDURE

Once the investigations are complete, a decision will be made on the action to be taken, which may include disciplinary action against the person who has committed or taken part in the wrongdoing and/or, as the case may be, referral of the matter to the administrative or judicial authorities.

The Whistleblower will be informed of the action taken following the alert via the Whistleblowing facility or by letter or secure e-mail. The Whistleblower and the persons implicated will also be informed that the whistleblowing procedure has been closed.

If, once the investigations are complete, no disciplinary or legal action is to be taken, the information contained in the original alert identifying the Whistleblower and the person(s) implicated will be destroyed or archived promptly (and no later than two months after the investigations have ended).

The information will be destroyed regardless of the medium on which it is stored, including electronic data.

## CIRCULATION OF THE PROCEDURE

This procedure is an appendix to the Group Code of Ethics. It will be made available to employees by any appropriate means:

- wherever possible, a copy of the Code of Ethics to be given to all new employees;

- publication on the websites and intranet sites of Bouygues and the Business segments; and
- display on company notice boards intended for that purpose.

## 12 LEGAL PROVISIONS

In accordance with the [applicable legislation](#), no retaliatory measures, threats, attempted reprisal or sanctions, including disciplinary action, may be taken against a Whistleblower or Facilitator who acts in good faith and with no direct financial incentive, provided the alert raised falls within the scope of and complies with the provisions of this procedure. Nor will the Whistleblower be liable to any civil sanctions if the alert or disclosure was necessary to safeguard the interests in question.

Conversely, anyone who abuses the system or acts with malicious intent will be liable to disciplinary action and, potentially, legal proceedings.

## LIST OF ETHICS OFFICERS (GROUP, BUSINESS SEGMENT)

Business segment	Name	Contact details (France)
Group and/or Bouygues SA	Arnauld Van Eeckhout	Address: 32 avenue Hoche 75378 Paris Cedex 08 Tel.: +33 (0)1 44 20 10 18
Bouygues Construction	Jean-Marc Kiviatkowski	Address: 1 avenue Eugène Freyssinet 78280 Guyancourt Tel.: +33 (0)1 30 60 26 48
Bouygues Immobilier	Pascale Neyret	Address: 3 boulevard Gallieni 92130 Issy-les-Moulineaux Tel.: +33 (0)1 55 38 26 24
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### **IMPORTANT NOTICE**

This document gives an overview  
of the rules in effect  
at 30 January 2022.

It will be revised as necessary  
and the amendments will be posted only  
on the intranet and on [bouygues.com](https://www.bouygues.com).

2014 • Revision: January 2022

The Bouygues group Code of Ethics, Anti-Corruption Code of Conduct and Compliance Programmes (Competition, Financial Information and Securities Trading, Conflicts of Interest Embargoes and Export Restrictions) are accessible on the Group's intranet (ByLink).

The Bouygues logo, consisting of the word "BOUYGUES" in white, bold, uppercase letters inside a white rounded rectangle, which is itself centered within a larger orange rounded rectangle.

**BOUYGUES**