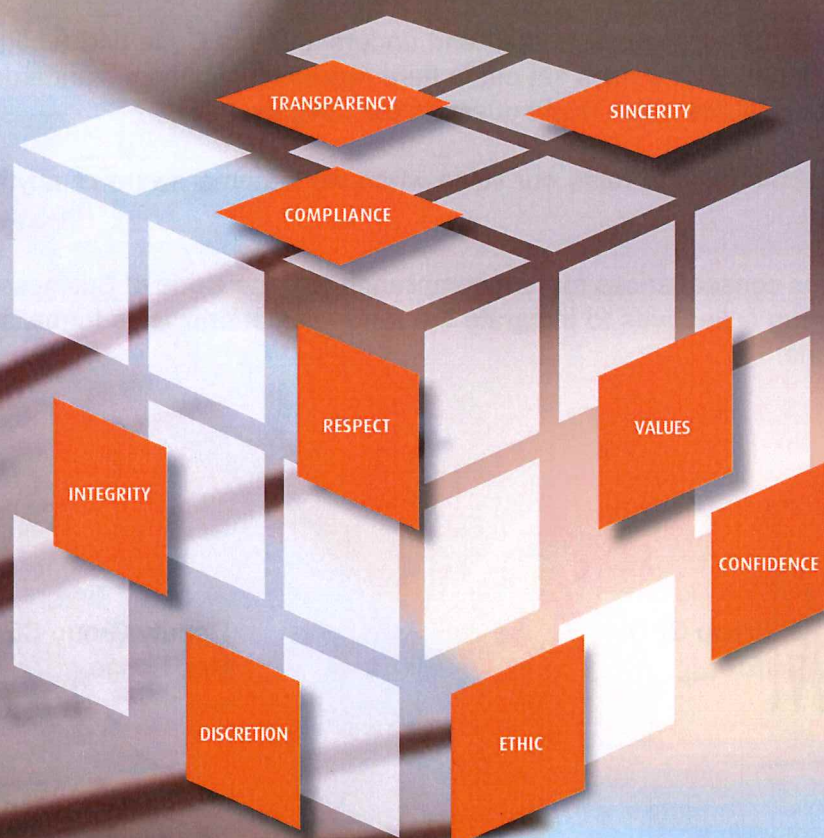


Code of Business Conduct



PREAMBLE

Today, the Atalian Group (the « Group ») represents more than 90 years of experience and a global presence over four continents with 32 000 clients and 125 000 colleagues.

Our Group success depends on the application of fundamental values such as integrity and the responsibility that underpin our decisions, business conducts and relationships.

As a key player in Facility Management, we are convinced that Management, Colleagues and Third parties (customers, suppliers, subcontractors, partners) who support us every day, share and practice an ethical policy.

This Code of Business Conduct articulates the standards to which we all must hold ourselves, wherever in the world we live and work.

We ask all the Atalian Group people to read and understand this Code and recognise the significance of the commitments we make. The rules set out in here represent minimum standards for all colleagues with the view to prevent situations which might question our integrity.

We also have a responsibility to raise our voice when we become aware of anything that is inconsistent with it.

There can be serious consequences for non-compliance with the Code of Business Conduct. We therefore count on all the Group colleagues to integrate the fundamental principles formalised here, into their daily decisions and actions.

Deputy Group CEO & Group CFO
Jean-Jacques GAUTHIER



Deputy Group CEO & Group COO
Rob Legge



Chairman & Group CEO
Franck JULIEN



WHAT ARE WE TALKING ABOUT?

1. Fair and Regulatory Conduct of Business

Group colleagues must comply with all laws, rules and regulations of the countries in which the Group operates as applicable at their workplace as well as with the internal directives and policies communicated to them.

In their workplace, they must conduct themselves with **honesty, fairness, dignity and integrity** and should avoid any conflict between private and business interests. Beyond that they should take care that they conduct themselves in their private life in a manner that does not bring the Group into disrepute.

2. Diversity, fairness and respect

The Atalian Group does not tolerate **discrimination or harassment** in its working environment based on criteria such as age, disability, ethnic origin, gender, race, political attitude or workers representative activities, religion or sexual orientation...

We all strive to create an environment in which personal dignity, privacy, freedom of association and collective bargaining, and the personal rights and safety of every individual are part of our everyday work experience. We believe respect in the workplace is fundamental to performance and engagement.

3. Confidentiality, privacy and data protection

Group colleagues must protect and take measures to safeguard the confidential and personal information that the Group holds, collect and handle it in compliance with applicable laws and its own data management policies and practices.

The use of confidential information for personal advantage or for the benefit of third parties is **strictly** prohibited.

If someone without clear authority consistently tries to obtain confidential information, the involved colleagues must notify immediately the local Compliance Officer, or the Group Compliance Officer and proper actions will be taken.

Relevant communication must be conducted only by duly authorised departments of the Atalian Group **after approval by the Management Board**.

4. Anti-Corruption or bribery

The Group does not tolerate any form of **corruption or bribery**.

International anti-corruption laws apply to all our operations around the globe. It is never acceptable to offer, give, authorise, or receive any form of bribe or kickback, including to or from any public official or private person.

We also do not hire third parties to do things we are not allowed to do ourselves, like paying bribes. Third parties acting on behalf of the Atalian Group must therefore never give or receive bribes.

The term "third parties" can include (non-exhaustive list) consultants, subcontractors, sales agents, customs brokers, accounting or law firms, or companies that provide assistance with obtaining visas, permits, or inspection certificates, and joint venture partners.

Regardless of the type of third party, it is critical that all third parties who conduct business or provide services for or on behalf of the Group are selected through fair procurement processes and engaged in compliance with the Due Diligence policy of the Atalian Group.

5. Gifts and entertainment

By exercising common sense, discretion, and sound judgment before offering or receiving any gifts or entertainment, we can avoid good intentions being misinterpreted.

Gifts and entertainment must always be moderate and should never be used to exert improper influence or create a perception of or actual conflict of interest.

With regard to gifts or entertainment to public officials, you should always be cautious. Public officials are widely defined and cover any person exercising a public function for a given country (civil servants), which can include employees of a public agency or state-owned enterprise.

Some governments and government institutions have particular rules with regard to giving gifts and hospitality to their public officials that may in fact be stricter than what is allowed by the Atalian Group's policies and directives.

Gifts offered to public persons (elected officials, civil servants, employees of an international organization or State company, etc.) **require advance consultation and approval by the Group Compliance Officer.**

You may not use your own money or resources to circumvent the rules in our policies, directives, or as set out in this Code. All gifts and entertainment offered and provided to others on behalf of the Atalian Group must be properly reflected in the Group's books and records and the trackers sent every year.

Entertainment

Entertainment includes meals and refreshments, as well as cultural, entertainment, or sporting events where at least one the Atalian Group colleague acts as a host and attends. If no employee is attending, then the entertainment is a "gift" and subject to the rules on gifts.

Gift

Gifts can include goods or services as well as other things of value, for example, loans, school fees, medical care expenses, and trips or tickets to cultural, entertainment, or sporting events. Cash gifts or their equivalent (such as gift vouchers) and tips are not permitted.

In case of doubt, Compliance should be involved. *For more details please see the Group Gift and Entertainment policy.*

6. Donations and sponsorship

Before any donation or sponsorship transaction, the Compliance department must be contacted for validation of the operation.

Charitable contributions as well as sponsorship payments must remain within the framework of the respective legal system and the current corporate policy.

Political contributions and contributions to political parties are **strictly forbidden**.

7. Conflict of interests

The Atalian Group does not allow bias, conflict of interest, or inappropriate influence of others to override our responsibilities.

We avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing business on behalf of the Atalian Group.

Regarding outside engagements, additional employment or professional consultants' activities must not interfere with the interests of the Group.

When such relationships or activities cannot be avoided, you must disclose them promptly to your supervisor and send immediately the conflict of interest tracker to the Group Compliance Department.

In addition, you should similarly disclose any personal interest that could be perceived as having a connection with the execution of your professional duties. In case of doubt, disclosing such relationships or activities is in your interest.

Transparency often removes any perception of improper activity.

8. Fair competition

Violations of antitrust and competition laws are never in the Group's interest and **are not tolerated**.

In all regions and countries where we do business, we are committed to competing vigorously but fairly for suppliers and customers.

It is **strictly** forbidden to discuss with competitors.

Any meeting with competitors must be pre-approved by the Compliance Department.

There are many forms of conduct that may be subject to antitrust laws. You must abide by these laws as well as the Atalian Group's internal policies and seek guidance from the Group competition law experts, if you have any questions or concerns.

Group colleagues must neither be engaged in nor tolerate any illegal activity in their workplace. This applies in particular to any infringement of anti-trust regulations and any support of tax evasion, including but not limited to, any kind of complicity in tax fraud, be it in the country of the colleague's subsidiary or be it in other countries in which the Group is active. This includes complicity of fraud that could have been done by third parties we are working with.

9. Reliability of financial information

The Atalian Group is committed to convey in the most truthful and clear manner, its financial transactions in the appropriate accounting books.

Falsification or improper alterations of records is prohibited. You must never instruct someone else to prepare or approve a false or misleading record or to do so yourself at the direction of another person.

When preparing records, we must all act with integrity so that information is not incorrectly withheld, incomplete or misleading.

Discrepancies in any records must be resolved with appropriate corrections and made transparent to persons who need to know of any such corrections.

10. Preventing money laundering

Money laundering is a crime involving disguising the source of money connected with criminal activity, such as terrorism, drug trafficking or bribery.

The Group does not want to be misused for any kind of illegal activities, be it through clients, third parties, sales agents, business contractors or through its own employees and shall take appropriate measures to protect against such misuse.

In order to prevent the Atalian Group from being used as a means to launder money, our colleagues must follow all accounting, record keeping and financial reporting requirements applicable to cash payments and other forms of payments in connection with our business transactions

In case of suspicions or questions about a proposed transaction, raise questions with your supervisor or local and Group compliance officer.

11. Consequences of Non-compliance

Failure to comply can expose the colleague, or associates and the Group to reputational as well as legal, disciplinary and regulatory sanctions.

Disciplinary proceedings by a regulatory body in the case of severe compliance misconduct may result in a reprimand, prison, fine, withdrawal or suspension of authorization to conduct business either for entire units of the Group and/or colleagues.

In addition, **failure to comply, which constitutes a breach of colleagues' contractual obligations, may result in disciplinary actions, including dismissal, by the Atalian Group**.

3. HOW TO ACT?

Any colleague facing a situation listed below (non-exhaustive list) that is contrary to the principles set out in this code, unethical, potentially fraudulent or contrary to laws and regulations, must immediately alert its hierarchy, the Compliance department or any other authorised person.

- A crime or an offence (money laundering, insider dealing);
- A corruption and an influence peddling (including disclosure of confidential information);
- A serious threat or damage to public interest;
- A clear and serious violation of an international commitment duly ratified or approved, or a violation of laws and regulations;
- A financial fraud;
- Deliberate concealment of any of the above acts.

An internal whistle-blower is a person who raises in good faith a real concern related to the above domains.

Alerts can be communicated in writing or verbally. In many cases, it will be sufficient to raise an Alert Subject to the direct supervisor(s) who will be able to find a solution quickly and effectively.

Otherwise, it is possible to contact directly:

- the local Compliance Officer Orçun OCAKOĞLU
0533 702 59 83 E-posta adresi: orcun.ocakoglu@atalianworld.com
- the Group Compliance Officer Margaux HALPERN at the following numbers
+33 (0)1 55 53 05 06 or +33 (0)6 73 45 97 08 Or to the email address: margaux.halpern@atalianworld.com

Or use the following alert's email address alerte.compliance@atalianworld.com, administered by Margaux HALPERN.

Whistleblowing concerns are raised confidentially in order to protect the whistleblower from potential reprisals. Similarly, the highest level of confidentiality will be applied to the persons targeted and the information provided.

The whistleblowers must not suffer any detrimental treatment as a result of raising a whistleblowing concern.

For more details concerning the type of information that can be communicated, the retention period for these elements, the status of alerts and the actions taken, please refer to the Group alert procedure.

Additionally to this Code, we would like to remind you that all other internal policies of the Group must be followed by the Group colleagues.

Name:

Title:

Signature

Note:

The Group may revise this Code or implement such other policies or procedures as deemed suitable to conduct business in an ethical environment and comply with the applicable laws and regulations. Details of the designated persons named in this policy might change, and additional contacts may be included at the discretion of the Group's senior management. Any changes made in the policy, or any matter related thereto, would be intimated through proper channels.

 atalianservest.com