



Insuring  
a more  
open world

**C@pEthic**

Group Code  
of Conduct



## A few words from the Chief Executive Officer and the Chairwoman of the Board of Directors



**Véronique Weill**  
Chairwoman of the  
Board of Directors

"The CNP Assurances group has demonstrated its ability to develop and adapt to a constantly evolving environment. This is the fruit of the commitment of the women and men who uphold our values and professional ethics shared by all.

Our continued growth and long-term viability is based on three values that together guide our activity:

**"Respect, responsibility, exemplariness."**

In a competitive, moving environment, where technologies are transforming our businesses and where regulators and customers demand greater transparency, ethics and dialogue, what will make us stand out is our culture founded on common values, rules and behaviours,

As a responsible company, the CNP Assurances group condemns all breaches of probity, acts of fraud and anticompetitive practices. It ensures financial accountability, compliance with economic sanctions programmes, and the protection of personal data. We act in compliance with the most demanding standards in matters of safety and security in conducting our activities, protecting health and the environment, and in accordance with international standards concerning human rights.

By acting ethically and responsibly and applying our commitments to our code of conduct, we act in the interests of our Group, its staff, customers, partners and shareholders. Through individual actions, we are all ambassadors of the Group and guarantors of its reputation.

Disseminating these values with due observance of our principles of action is the responsibility of the managers of all the Group's entities. Each and every one of us is responsible for familiarizing ourselves with the Code of Conduct, understanding it, abiding by the principles of action asserted day after day and being its ambassador in our dealings with all those who work with and for us.

The top managers of all our subsidiaries join with us to ask you to ensure that everyone acts with integrity on a daily basis."

**"A good reputation can boost loyalty and confidence and attract the best talents and investments."**



**Marie-Aude Thépaut**  
Chief Executive  
Officer

## Our corporate mission

The CNP Assurances group's corporate mission upholds our cardinal value, being open to others and to the world:

**“As a responsible insurer and investor driven by the community values of our Group, we work with our partners to create an inclusive and sustainable society, providing solutions to as many people as possible to protect and support them on their chosen paths.”**

We accompany the development of our staff with a collective enriched by all its talents and diversities.

We undertake to:

- Promote equal opportunities;
- Enhance the skills of our staff;
- Develop the engagement of our staff in conditions conducive to individual and collective well-being.

**These aims are imprinted in our corporate mission.**

## A few words from the executive committee

**Our undertaking:** Sustain the values upheld by the C@pEthic Code of Conduct on a daily basis.

The C@pEthic defines **the appropriate behaviour** to adopt in professional relations within the CNP Assurances group and in relations with third parties, at all levels without exception and in all our activities. It defines what we require of our staff in their day-to-day decision-making and in their relations with stakeholders.

It serves as a reference in case of questions or concerns. We encourage a climate of dialogue that enables everyone, confident of the support of their superiors, to express their point of view and their concerns regarding the C@pEthic.

We are all at your sides to **abide by and enforce this C@pEthic.**

*Count on us; we are counting on you.*



**Marie-Aude Thepaut**  
Chief Executive  
Officer



**Thomas Behar**  
Deputy Chief Executive Officer  
and Group Financial and  
Extra-Financial Director



**Sarah Bouquerel**  
Head of Activities and  
Strategic Relations with the  
La Banque Postale Group



**Thomas Chardonnel**  
Director of Development  
and Partnerships Europe



**Sun Lee**  
Group General  
Counsel



**Olivier Guigne**  
Director of Investments  
and Savings Europe



**Herve Thoumyre**  
Head of Customer  
Experience, Digital Services  
and Data



**Agathe Sanson**  
Head of Stakeholder  
Dialogue, Communication  
and Sponsorship Group



**Josselin Kalifa**  
Chief Risk Officer



**Maximiliano Villanueva**  
Head of Latin America  
Business Unit



## The values of the CNP Assurances group

The CNP Assurances group strives to be **open to the world**. This outward-looking resolve comes from our firm belief that by opening up to others and to the world we can bring out positive solutions that are useful now and in the future for people and society in all the Group's entities.

CNP Assurances wants this world to be more sustainable. That is why its **environmental commitment** in all its aspects illustrates our commitment to values over the long term founded on respect for people and for their environment.

### CNP Assurances, an international group

Opening up to the world has been central to the Group's development for a long time. The desire to establish relations outside France has furthered the emergence of a group **firmly established in Europe and Latin America**.

We remain vigilant about **compliance with the legislation and customs of the countries** where we do business.

C@pEthic, our Group code of conduct, may not meet all the requirements of local laws. In such cases, if the local legislation imposes more stringent standards, it takes precedence. On the other hand, if the Group's values create more demanding rules, they must apply.

### The CNP Assurances group, a public-spirited and responsible actor

C@pEthic reflects the corporate social responsibility approach adopted by the CNP Assurances group. This approach is structured around three key commitments **to furthering**:

- **A sustainable environment;**
- **A sustainable economy;**
- **A sustainable society.**

CNP Assurances has for a long time wished to assert its commitment in matters of corporate social responsibility, not least by signing up to the United Nations Global Compact in 2003. The principles of the Global Compact are shared and promoted by the entire CNP Assurances group.

The CNP Assurances group reasserts its commitment to respecting internationally recognized human rights enshrined in the French Constitution. Through the application of due diligence regulations, it takes care to conduct its activities by respecting human rights and the dignity of everyone, vis-à-vis its staff, suppliers and subcontractors.

### The CNP Assurances group, an organization founded on respect

Respect is an essential value in our company. It enables us to recognize, accept, appreciate and spotlight the qualities of each of our members of staff. It is also a mark of attention, consideration and politeness that finds expression at all times through active listening, explanation and dialogue.

Harmonious development of our activity is indissociable from **the confidence, open-mindedness and mutual respect** established between the CNP Assurances group and its staff, as well as between members of staff themselves, at all levels.

Each member of our staff must embody our values through exemplary behaviour, namely listening attentively, having respect for ideas and contributions in their diversity, having an across-the-board approach, and sharing information in accordance with confidentiality rules.

Each member of staff is expected to **foster a team spirit**, exercising vigilance and banishing immoderate language or inappropriate gestures, and racist, sexist and discriminatory remarks or remarks of a sexual nature, which are unacceptable.

In this respect, managers have additional responsibilities: they indeed undertake to respect staff, in particular those they manage, but they also ensure that their staff respect one another and the members of other teams or entities.

The CNP Assurances group pursues a policy of committed social responsibility with regard to the fight against discrimination and the promotion of equal opportunities, assistance to persons with disabilities and risk prevention, more particularly psychosocial risks.

### The CNP Assurances group as employer

Throughout the Group we promote a **working environment that respects people** and is conducive to the development of all skills sets.

As an international Group, diversity is already our reality. We pay particular attention to our staff's working conditions, more particularly with regard to **non-discrimination, the freedom of association and collective bargaining**, as well as **health and safety**.

Developing **diversity** and promoting inclusion are an integral part of our corporate responsibility.

We involve our staff in our development by circulating relevant information, fostering consultation and establishing **constant dialogue**.

We **respect privacy**, in particular the personal data of each member of staff or any other stakeholder.

We ensure the development of the professional skills and career of each member of staff, without discrimination of any kind based on their origins, gender, age, disability, sexual orientation or identity, or membership of a political or religious organization, trade union or minority.

Lastly, the CNP Assurances group ensures the well-being of its staff by ensuring due observance of a work/life balance.

# A Code of Conduct to guide and protect you in the CNP Assurances group

## What is C@pEthic?

C@pEthic is the Group's code of conduct.

This Code is a legal obligation presenting requirements concerning behaviour and interactions between the staff, managers and other internal stakeholders of the CNP Assurances group.

It serves as a common reference intended for all our managers and staff. It reminds the staff and anyone else working on behalf of the Group **of the ethical and civic values** that are shared by all the Group's entities that forge its identity. It presents the Group's commitments in their respect and aims to guide staff and third parties in their behaviour and practices on a daily basis.

## Who to contact with questions?

The code is of a general nature. It can on no account replace personal integrity or common sense, and cannot provide answers for each type of situation liable to arise.

Staff who have questions on its interpretation, applicability to a specific situation or practical implementation can contact their superiors, their local compliance department or the Group Compliance Department.

## For whom is the C@pEthic Code intended?

C@pEthic concerns all CNP Assurances group **staff and corporate officers**.

The Group also expects its **partners** to adhere to the values of C@pEthic: distributors, managing general agents, suppliers, subcontractors and asset managers. They are all urged to subscribe to the Group's values.

Our **customers** are also concerned, be they individuals or businesses that choose to take out a contract with the Group.

# Let's all sustain our values.

# Communicating in the company

## Organization of communication

The CNP Assurances group encourages **communication in all its forms**, both between group entities and within each entity.

Encouraging **seamless communication** is essential for the circulation of information and to provide teams with a sufficient level of information, guaranteeing **the highest standards of service** for our customers and partners in the light of our evolving regulatory and societal environment.

Regarding ethics, compliance benefits first and foremost from this approach, thanks to an **extensive network of correspondents in the entities**.

The Group ensures the necessary acculturation with regard to compliance: the fight against fraud and corruption, conflicts of interest, protection of personal data, the fight against money laundering and the financing of terrorism, economic sanctions, safeguarding the clientele; these are just some of the issues that are strongly governed by French and European regulations, the principles of which the **Group intends to apply to all its entities**.

The Group Compliance Department takes many initiatives aimed at **heightening awareness among all corporate officers and staff** about current compliance issues through regular communications with **compliance correspondents** in the different entities.

The Group Compliance Department constantly instils compliance principles into staff and their reality on the ground.

## Documentary corpus

**The C@pEthic is supplemented by policies that clarify rules and commitments on specific subjects.** The following policies<sup>1</sup> are covered in this document:

- CNP Assurances group policy on the prevention and management of conflicts of interests,
- CNP Assurances group anti-corruption policy,
- CNP Assurances group personal data protection policy,
- Anti-money laundering policy,
- Financial sanctions policy
- CNP Assurances group fraud prevention policy
- Inside information identification and management policy,
- Competition policy
- Complaints handling policy
- CNP Assurances group gifts, invitations and advantages policy,
- CNP Assurances group Corporate Social Responsibility (CSR) policy,
- CNP Assurances charter for responsible lobbying,
- Responsible purchasing policy,
- Framework procedure for collecting and processing whistleblowers' reports.

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<sup>1</sup> (\*) non-exhaustive list of CNP Assurances group policies

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# 1

## General rules governing the good conduct of staff

1.1 Individual and collective behaviour principles.....	11
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We are **confident about the skills, loyalty, integrity and engagement of our staff**, who are the richness of our company. We bank on their sense of responsibility in the acts of their professional life. We expect them to avoid any situations of conflict of interests and to guarantee the primacy of customers' interests, in accordance with regulatory requirements and the policies in force in the CNP Assurances group.

Furthermore, everyone must abide by commitments made in their dealings with our customers, partners and suppliers, demonstrate fairness in their respect and make choices based on objective criteria.

Everyone is invited to promote and **adhere to the rules of good conduct in force in CNP Assurances group entities**. These rules extend to the good relations that everyone should maintain in the departments.

Professional ethics is a discipline that should be shared by everyone. It refers to general principles such as professionalism, unbiased judgement, confidentiality, accountability and due observance of the rules laid down by the company, which serve as benchmarks for activities.

### **Managers must more particularly:**

- Refer to C@pEthic when the situation so warrants;
- Create a climate of confidence that fosters dialogue in order to encourage staff to openly voice their concerns;
- Ensure proper application and observance of our action principles;
- Have an exemplary conduct that embodies our values.

## **1.1 Individual and collective behaviour principles**

Everyone in the CNP Assurances group, irrespective of their responsibilities, must ensure due respect and consideration of all the staff, and constantly abide by all agreements, policies and framework procedures in force in the company.

Consequently, staff must comply with rules of conduct, and more particularly:

- Generally speaking, refrain from undermining the orderliness, discipline and safety of persons and property;
- Recommend the use of prudent and measured remarks, and prohibit the use of extreme remarks and coarseness, both in written and verbal exchanges and in attitudes. Cooperation between departments and staff must be the rule;
- Refrain from any misconduct, in particular through conduct that could be likened to sexual or psychological harassment, sexist misconduct or acts of violence.

**Everyone must adopt respectful and responsible behaviour at all times.**

## 1.2 Fairness and integrity

Fairness should be a key quality of our staff in their professional relations, vis-à-vis their superiors, but also vis-à-vis our customers. It manifests itself through the sincerity of one's convictions, faithfulness, and due observance of the company's rules, procedures and goals.

Integrity should be the prime motivation of our teams in our work.

These qualities of probity and honesty must be total and manifest themselves in exemplary conduct, both within the CNP Assurances group and beyond.

Unless expressly permitted by their superiors and/or the compliance officer, all staff must refrain from providing assistance against payment or free of charge to companies or individuals engaged in community or professional activities in competition with the CNP Assurances group.

**All staff should act with professionalism, due care and fairness vis-à-vis the Group and its employees, customers and different stakeholders.**

## 1.3 Due observance of confidentiality and professional secrecy

All the information accessed by staff in the performance of their duties must be considered confidential.

All staff are **bound by a general and permanent non-disclosure obligation**, that is to say, never consult, use or directly or indirectly exploit any confidential or inside information on their own account or that of any third party; they also have a duty to protect such information.

This non-disclosure obligation does not preclude mandatory disclosures required by law, regulations, internal rules and procedures, one's line manager, internal supervisory bodies such as the internal audit department, the Compliance department or expressly authorized external supervisory bodies.

Information is no longer of a confidential nature when it is legitimately public knowledge, when the Group's line authority has expressly permitted its publication, or when the individual or company concerned has expressly consented to its disclosure.

As a matter of policy, **the circulation of confidential information should be confined** to staff needing to know it for the proper performance of their duties.

Furthermore, all Group staff are **bound by professional secrecy**, which is not just a legal requirement but also guarantees our customers' confidence in the Group.

All staff who are asked to disclose confidential information must therefore **object, citing their obligation of professional secrecy to third parties and staff not authorized to know it**, whether the requester is a natural or a legal person:

- Information about customers must remain confidential both vis-à-vis third parties outside the CNP Assurances group and vis-à-vis staff who do not need the information to fulfil their duties;
- Exemptions from the obligation of professional secrecy may be granted, either at the customer's discretion or by law (judicial authority, banking authorities, supervisory authority, administrative authorities tasked with the fight against money laundering; etc.).



# 2

## Corporate Social Responsibility

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Corporate Social Responsibility (CSR) is the way in which the CNP Assurances group assumes its responsibilities and mobilizes the resources needed to address the social, environmental and economic issues in its activities, in conjunction with its stakeholders.

## 2.1 Promotion of inclusion and diversity

Promoting diversity and embracing an inclusive approach gives each and every person a place, irrespective of their singularity, differences and opinions. It also considers such diversity as the creator of cohesion, richness and well-being, favouring the company's performance.



### Appropriate Conduct

- Promote kindly attitudes;
- Express your discomfort when faced with inappropriate situations;
- Advocate values of open-mindedness and tolerance.



### What you should never do

- Behave or make decisions\* that would result in deteriorating working conditions;
- Repeatedly make fun of others.

The CNP Assurances group's ambition is to have a significant societal, inclusive and concrete impact. Its staff can play a part in this process by making sure to:

- Adopt a caring attitude in their daily professional conduct;
- Promote the inclusion of each and every person in the workplace, without distinction;
- Be inclusive on a daily basis and in all team events (meetings, seminars, etc.).

## Group Questions & Answers



Through an inclusive approach, how can I contribute to a more inclusive company?



*As a member of staff, advocate values of open-mindedness, tolerance, and show interest in the singularities, opinions and ideas of everyone.*

*Each member of staff has a role to play in promoting inclusion and diversity.*

\* Adopting any hurtful or humiliating attitudes of psychological harassment, and making any offensive, racist, sexist or homophobic remarks are prohibited.

## 2.2 Prevention of discrimination

Discrimination is the unfavourable treatment of an individual due in particular to the person's origins, disability, opinions, gender, sexual orientation, age, physical appearance, name, pregnancy, beliefs, family circumstances... that leads to inequality between individuals, in particular for access to a right such as employment, wages, career development, social welfare, training, etc. (criteria and situations defined by law).

Discrimination can be described as:

- **Direct:** when it is based on one of the criteria defined by law.
- **Indirect:** when unequal treatment stems from a measure that is apparently neutral, relating to one of the aforesaid criteria, barring objective justification.

The law punishes any behaviour that undermines equal rights. Inducement or instruction to discriminate is also punishable.



### Appropriate Conduct

- Avoid any behaviour (remarks or acts) liable to lead to a situation of discrimination or harassment;
- Show respect for others, and in your capacity as manager ensure mutual respect between the members of your teams.



### What you should never do

- Give rise to a situation of discrimination (even indirect) or incite to discriminate;
- Commit acts that would result in unequal treatment of staff;
- Fail to react to a situation you witness.

Protection against any form of discrimination by making a commitment that any decision is made on the basis of professional criteria.

The CNP Assurances group is committed to quality of worklife, equal opportunities and treatment, and professional development.

All staff are treated with dignity and have the same opportunities. In that respect, no one in the company can be subject to direct or indirect discrimination.

## Group Questions & Answers



**If a company refuses to hire a person because of his or her disability, even though the job's duties are totally compatible with such a disability, is that a discriminatory act?**

*Absolutely, this would be discriminating against the job applicant through unfavourable treatment on account of this disability.*

*This case of direct discrimination is prohibited.*

## 2.3 Harassment and sexist misconduct

Harassment and sexist misconduct take the following forms:

- **Psychological harassment** is the fact of repeatedly imposing remarks or behaviour on a person that aim to worsen or result in worsening his or her living conditions. This manifests itself in an alteration to the victim's physical or mental health.
- **Sexual harassment** is the fact:
  - Of repeatedly imposing on a person remarks or conduct of a sexual or sexist nature that either violates the person's dignity because of the degrading or humiliating nature thereof or creates an intimidating, hostile or offensive situation for the person; or
  - When a person is subjected to such remarks or behaviour by several people, in a concerted manner or at the instigation of one of them, even though none of those people acted repeatedly; or
  - When a person is subjected to such remarks or behaviour successively by several people who, even if not in a concerted manner, know that such remarks or behaviour characterize repetition.
- **Putting serious pressure on someone with a view to obtaining an act of a sexual nature** is regarded as sexual harassment. This consists of any form of serious pressure, even if not repeated, exerted with the real or apparent intention of obtaining an act of a sexual nature, be this for the benefit of the offender or that of a third party.
- **Sexist misconduct** is characterized by any **conduct relating to the sex of a person**, that aims to violate or results in violating the person's dignity or creates an intimidating, hostile, degrading, humiliating or offensive situation for the person.

**Such misconduct constitutes offences subject to criminal sanctions and disciplinary measures.**



### Appropriate Conduct

- Be mindful of how our words or actions can be perceived by others, even without any malicious intent;
- If you are a victim or witness of harassment:
  - You must react; everyone is a fully-fledged actor in the fight against harassment;
  - Invoke your right to report wrongdoing by using the whistleblowing system at the disposal of staff;
  - Advise presumed victims of harassment and refer them to the appropriate point of contact.



### What you should never do

- Make remarks that could create a situation of repeated unease for a member of the company's staff, regardless of the latter's duties or status;
- Put pressure on the person, preventing him or her from expressing themselves;
- Repeatedly discredit, bring into disrepute, isolate or destabilize a person;
- Say nothing when you have witnessed a situation of harassment or sexist misconduct.

The CNP Assurances group undertakes to maintain a working environment that protects staff in all work situations against any form of psychological harassment and sexist misconduct by putting in place a prevention and support mechanism.

## Group Questions & Answers

1



**A member of staff is subjected to repeated acts of misconduct consisting in diminishing his or her responsibilities and intentionally omitting to invite him or her to attend meetings.**



*To guarantee staff integrity and health, you can make use of the prevention and support mechanism put in place in your entity (e.g.: psychological harassment expert, occupational health service, etc.), but also make use of the professional whistleblowing system.*

2



**A female employee is subjected to verbal or physical conduct of a sexual nature.**



*Such misconduct violates his or her dignity and puts him or her in an intimidating, hostile or offensive situation. Such misconduct does not need to be recurrent to characterize an offence of this nature. The company's mechanisms apply to all forms of harassment.*

## 2.4 Respect for human rights

The United Nations Organization defines **“human rights”** as **the universal and inalienable** rights of all human beings, regardless of the law in force in the state where they find themselves and without any distinction, including on the basis of race, sex, nationality, ethnicity, language, religion, or any other status.

The CNP Assurances group takes great pains to be a responsible employer, insurer, purchaser and investor, where everyone is treated with dignity and respect. The Group undertakes to abide by the four fundamental standards of the Declaration on Fundamental Principles and Rights at Work of the International Labour Organization, namely:

- freedom of association and the effective recognition of the right to collective bargaining;
- the elimination of all forms of forced or compulsory labour;
- the effective abolition of child labour; and
- the elimination of discrimination in respect of employment and occupation.

The Group takes into account potential violations of human rights ensuing from the activities of business partners in the management of business relations, and provides specific measures for that purpose.

The Group expects its business partners to abide by the principles stated in the fundamental standards of the declaration on human rights and makes every effort to insert clauses guaranteeing respect for human rights in the contracts and agreements it enters into with the latter in connection with activities carried out with the Group or on its own account.

## 2.5 Guaranteeing occupational health and safety

The CNP Assurances group has a legal and moral obligation to ensure **the health and safety of its staff** and of all persons frequenting its places of business. Occupational health and safety more particularly includes prevention of accidents at work or commuting accidents, occupational disease and psychosocial risks.

The Group implements a prevention process in all the entities it controls. It coordinates different teams and allocates the necessary resources to preserve the physical and mental health of its staff and of anyone working on its behalf in its premises.

The CNP Assurances group is in favour of consultations leading to agreements on the quality of worklife (QWL) and the work/life balance.

## 2.6 Protecting the environment and combatting global warming

By its very existence, any organization has an impact on the environment (greenhouse gas emissions, depletion of natural resources, destruction of biodiversity, etc.). For an enterprise, Corporate Social Responsibility (CSR) consists in determinedly factoring in environmental concerns with a view to limiting the impact of its commercial activities, in particular its carbon footprint, in accordance with the targets set by the Paris Agreement.

The CNP Assurances group is mindful of its environmental responsibilities and is very firmly committed to the ecological and energy transition, with a view to reducing as much as possible its environmental impacts, particularly with regard to carbon emissions, pollutants and consumption of resources.

The Group strives to adapt behaviour and its plant and equipment. Environmental impacts are factored into decision-making processes.

## 2.7 Due diligence

The European directive on corporate sustainability due diligence and French law no. 2017-399 on the due diligence of parent companies and order giver companies (hereafter the "Due diligence law") requires such entities to identify the risks and, through a mechanisms to be implemented, avert serious violations of human rights, fundamental freedoms, health, life safety and environmental protection.

In more practical terms, such risks concern:

- **Human rights and fundamental freedoms:** freedom of association, the absence of forced labour and child labour, non-discrimination...;
- **Personal health and safety:** working conditions that prevent serious accidents, harassment and acts of violence, health hazards due to toxic products...;
- **Environmental protection:** reduction of carbon emissions and air pollution, non-pollution of soil and water, preservation of biodiversity...

## Your code of conduct

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These risks may stem from the activities of the CNP Assurances group including the entities it controls, as well as the activities of the suppliers and subcontractors with which it maintains an established business relationship, when such activities are connected to this relationship.

**Current regulations require an alert mechanism to be put in place** regarding the existence or occurrence of such risks.



### Appropriate Conduct

- Be sure to respect human rights with regard to our activities.
- When entering into a contract with suppliers and subcontractors, make sure that the due diligence clause is included in the contract.
- Report any breach or failing of due diligence internally and by third parties having established business dealings with the Group.



### What you should never do

- Enter into a business relationship with a supplier or subcontractor who does not comply with employment law or our ethical principles in matters of human rights.

Based on its public-spirited values and its commitment to socially responsible investing and environmental protection, the CNP Assurances group has deployed a mechanism for meeting its statutory and regulatory obligations regarding **due diligence**.

Pursuant to the law on due diligence, the Group has put in place a whistleblowing mechanism for its staff, as well as an external platform to enable any external stakeholder to report the risk of serious wrongdoing associated with the Group's activities and those of its subcontractors and suppliers.

The platform, available for everyone, serves to collect and process reports under conditions guaranteeing the security and confidentiality of communications.

**The external platform, open to all types of third parties**, is available on the corporate website of CNP Assurance, at the following address: <https://www.cnp.fr/le-groupe-cnp-assurances/qui-sommes-nous/la-gouvernance/ethique-des-affaires> or click directly on the following link: <https://groupecnp.integrityline.app/?lang=fr>.

**The internal platform for Group staff** is available on the home page of the "Submit a whistleblowing report" intranet and/or by reading the framework procedure for collecting and processing whistleblowers' reports.

## Group Questions & Answers



**During an informal conversation with one of my suppliers, I learn of practices in his company that seriously violate human rights. What should I do?**



***I use the supplier's internal whistleblowing system to send a report to their relevant services. In parallel, I warn the Purchasing Department, which may decide to reassess the integrity of the third party.***

*The CNP Assurances group takes care to conduct its activities by respecting human rights and the dignity of everyone, vis-à-vis its employees, suppliers and subcontractors.*

## 2.8 Promote responsible purchasing

A purchase of goods or services may be deemed responsible when it preserves in a balanced and sustainable manner the environmental, social and economic interests of all the interested parties, both internal and external. Veritable vectors of innovation and value creation, responsible purchases include different aspects of sustainable development throughout the life cycle of the purchased products or services.



### Appropriate Conduct

- Purchase responsibly, ascertaining the usefulness of the purchase;
- Incorporate CSR criteria into the assessment of suppliers' offers;
- Strictly follow the purchasing procedure implemented by the company;
- Inform third parties of the principles set forth in the code of conduct.



### What you should never do

- Enter into a contract with companies or persons who do not abide by our ethical principles and/or the employment law of the country concerned;
- Enter into a contract with a company without evaluating its integrity and that of its corporate officers, in accordance with our internal rules.

Drawing on the values of its corporate mission, which is to act for an inclusive and sustainable society, the CNP Assurances group includes a responsible purchasing process in its supply chain, which factors in environmental, social and societal, and governance dimensions.

The CNP Assurances group attaches great importance to relations with the suppliers and subcontractors, which are governed by purchasing procedures founded on exemplariness, integrity and mutual commitment.

## Group Questions & Answers



**Further to a call for tenders launched with the support of the Purchasing teams, you have short-listed three suppliers. How to choose between them?**



***You should assess the different offers with the buyer, taking due account of CSR criteria, and favour a supplier who embraces an environmentally responsible approach.***

*In a responsible purchasing process, buyers and functional departments can choose to prioritize goods and services having the least environmental, social and societal, and economic impact.*

Our CSR approach is available [on the corporate website\\*](https://www.cnp.fr/le-groupe-cnp-assurances/engagements-rse) of CNP Assurances.

\*<https://www.cnp.fr/le-groupe-cnp-assurances/engagements-rse>

A young couple is shown from the chest up, smiling and looking upwards. They are standing under a large, vibrant blue umbrella. The woman on the left has long, light brown hair and is wearing a beige trench coat over a black top. The man on the right has short dark hair, a beard, and is wearing glasses, a yellow cable-knit sweater, and a beige trench coat. He is holding the black handle of the umbrella. The background is a soft-focus view of rain falling, creating a romantic and cozy atmosphere.

# 3

## Protection of the clientele

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## 3.1 Protection of the customer's interest

Protection of the interests of customers and members is fundamental for the CNP Assurances group. It is the condition for establishing a relationship of trust over the long term. The major risk of these principles not being observed lies in the company's image and loss of customer confidence.

In accordance with Directive (EU) 2016/97 on insurance distribution (the "IDD"), in its capacity as a distributor of insurance or reinsurance, the company has an obligation to inform and advise vis-à-vis its prospective and current customers. The IDD aims to strengthen customer protection with regard to insurance products.

For the duration of the business relationship, staff must be attentive to customers to fully understand their expectations, assess their needs and, in the light of their situation, offer them a product consistent with their objectives and advise them to best advantage on their transactions.



### Appropriate Conduct

- Fulfil the duty to advise and the primacy of the customer's interest;
- Prioritize first and foremost the customer's interest over any other consideration;
- Make sure that the customer fully understands the characteristics of the proposed solutions;
- Present clearly and accurately the products/transactions and services that match the stated needs\*;
- Observe professional secrecy, patient confidentiality and the confidentiality of our relations with customers.



### What you should never do

- When proposing a product or transaction, provide inaccurate information or omit important factors;
- Propose a product ill-suited to a customer's needs to meet sales targets;
- Object to termination of a contract when all the conditions for termination have been met.

The CNP Assurances group takes measures guaranteeing that its distribution model conforms to the IDD.

The company also wishes to apply similar insurance distribution principles to its subsidiaries located outside the European Union. The CNP Assurances group adopts best practices concerning declarations, communications and presentations made to customers and abides by three cardinal principles: **clarity, accuracy and honesty**. **The Group ensures compliance with current regulatory requirements.**

## Group Questions & Answers



**A prospective customer wishes to take out a life insurance contract. What is the proper approach to adopt in our capacity as a responsible distributor?**



*You should listen to and question the customer on his situation, profile, knowledge and experience of insurance products, getting him to clarify his aims, expectations and needs. An analysis of the situation may lead to discontinuation of the sales process.*

\* concerns staff whose jobs involve direct sales to customers of the CNP Assurances group, and who in that capacity are subject to the obligations of the IDD (Insurance Distribution Directive) regulation.

## 3.2 Identification and handling of customers' complaints

A complaint can be defined as **the expression of discontent** with a professional, regardless of the person or department receiving the complaint. It can be made by anyone, even in the absence of a business relationship with the CNP Assurances group: customers (individuals or businesses), former customers, beneficiaries, persons having asked the professional to supply a product or service or who have been approached by a professional, including their agents and their successors in title.

Unsuitable handling of complaints exposes the company to a **risk of tarnished image** (being criticized on social networks, in the media), business risks (losing customers) and financial risks (the cost of litigation, loss of contracts). A lack of due care in handling complaints can result in **administrative and financial sanctions**.



### Appropriate Conduct

- Make a response within the agreed deadline;
- Provide possible answers comprehensible to the customer and consistent with the subject of the complaint;
- Recognize an omission or error made beforehand and report it.



### What you should never do

- Ignore a complaint (an ignored complaint is prejudicial to the company and weakens its position in the response);
- Make a standard response that does not match the customer's description of the situation (customer dissatisfaction).

Our customers must have the assurance that the services and products we propose to them best match their needs and their long-term interests. To that end,, all Group entities undertake to communicate with customers in a transparent and honest manner.

## Group Questions & Answers



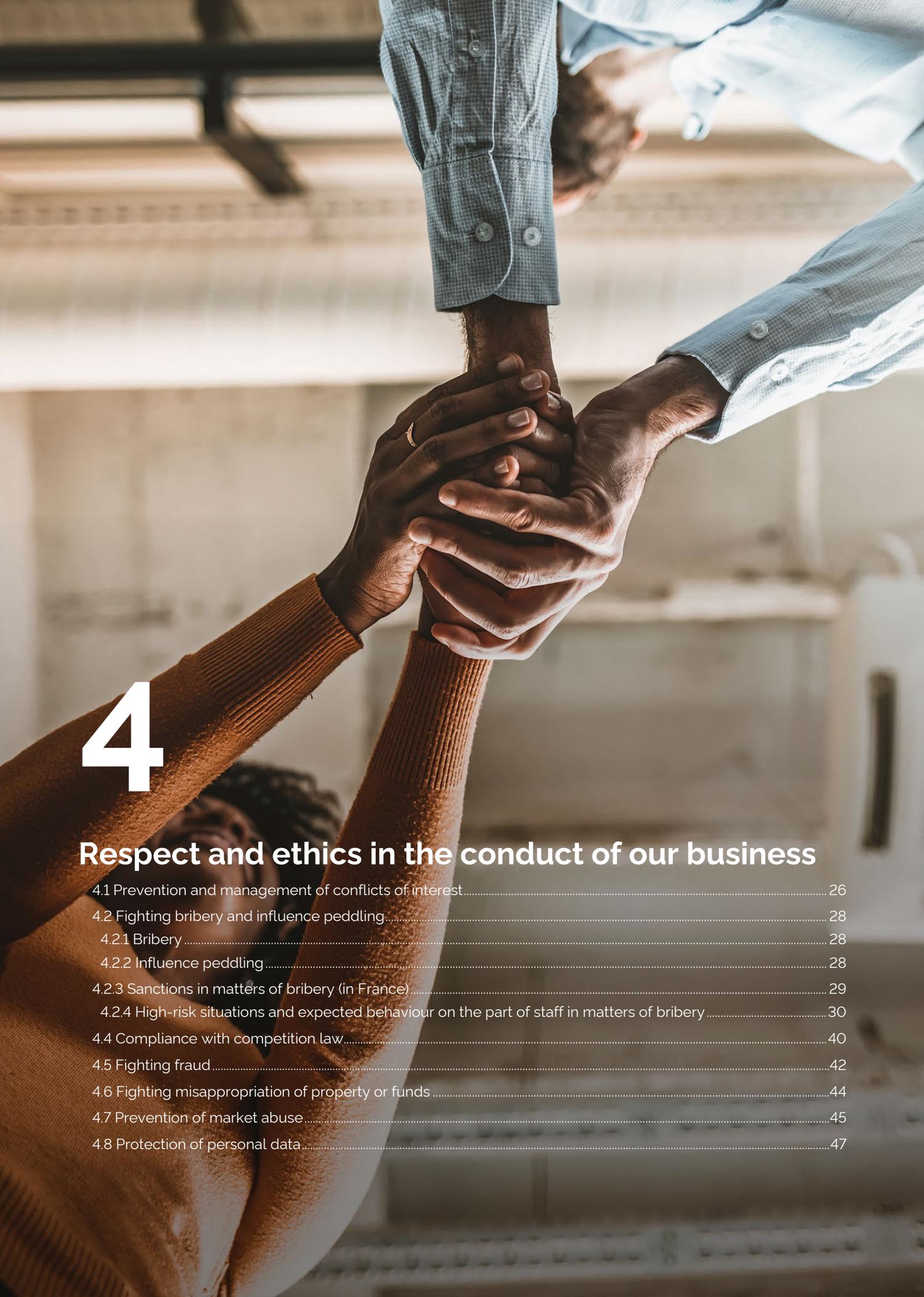
I have again received a complaint from Mrs Dulac. But I have already responded... I'll send her the same letter (nothing has changed!) a little later.



*If the lady customer has written back, it's undoubtedly because your response was unsatisfactory or unconvincing. Read her complaint again and send her an appropriate response point by point.*

Customers must be assured that their complaints will be handed efficiently, fairly and consistently, regardless of their profile or the context of their complaints.

**Our Group complaints handling policy is available for consultation on request.**



# 4

## Respect and ethics in the conduct of our business

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The CNP Assurances group has a zero tolerance policy in matters of bribery/corruption and influence peddling and has introduced a series of measures guaranteeing compliance with all anti-corruption and bribery laws and regulations (or facilitating payments), wherever it does business.

### 4.1 Prevention and management of conflicts of interest

Law no. 2013-907 of 11 October 2013 on the transparency of public affairs defines the notion of "conflicts of interest" as "**any situation of interference between a public interest and public or private interests that is likely to influence or appear to influence the independent, impartial and objective performance of a function**".

Conflicts of interest are not easy to identify. Accordingly, staff must be able to identify situations in which they may find themselves having an established or apparent conflict of interests; such situations **can tarnish the Group's reputation**.

- **Personal relations:** In their circle of friends or family circle, staff may have relatives or close friends whose personal interests are connected to certain activities of the Group, including as supplier or service provider. In such cases, staff should so inform their line manager and should not be involved in the activities concerned. Equally, they must not participate in decisions concerning the hiring of members of their circle of friends or family circle.
- **Commitments outside the company:** Any political opinion or personal commitment of staff must remain personal and distinct from the CNP Assurances group. Staff are strictly prohibited from committing the company in connection with political activism, meetings or demonstrations by mentioning the name of the Group, using pictures that show its logo, or using its headed notepaper, funds or resources.
- **Other commitments outside the company:** We encourage staff to get involved in voluntary activities in their communities at local level and in various charity activities. However, it is the duty of each member of staff to make sure that none of their outside activities, be they charity-related or unpaid, present a conflict of interests or are incompatible with their job in the Group.
- **Financial or commercial holdings outside the company:** Staff should make sure there are no conflicts of interest when they plan to invest in a competitor company (this includes listed companies), a supplier, partner or customer of the company, inasmuch as personal investments may lead to or create a conflict of interests.

Conflicts of interest may also arise when the relative of a member of staff has shares or plays a role (management or consultancy) in a company that has commercial links with the CNP Assurances group.

- **Directorships:** Staff must make sure there are no conflicts of interest if they plan to hold a directorship in an entity outside the Group, in a personal capacity or as representative of a Group entity.



**Appropriate Conduct**

- Declare any situation that could be regarded as a potential or actual conflict of interests; if in doubt, seek the advice of the compliance officer
- Alert your superiors or the compliance officer if your personal circumstances change and could create a conflict of interests.
- Review your situation with the Human Resources department when making a job move



**What you should never do**

- Keep quiet about a conflict of interests, even potential.
- Refuse as a matter of principle to make a formal declaration on being hired, making a job move or having a change in situation, because you consider you do not have a conflict of interests;
- Keep secret your personal links with a third party (situation that could be revealed in due course)

The Group undertakes to prevent and manage any conflict of interests it is aware of. To that end, staff are required to disclose any personal connections that could lead to a conflict of interests in the discharge of their duties.

In the interests of integrity, staff must not use their job with a view to making direct or indirect personal gain. The Group policy entitled "Prevention and management of conflicts of interest" describes the Group's mechanism and procedures to follow in order to identify, assess, manage or mitigate actual or potential conflicts of interest.

## Group Questions & Answers

1



**My spouse is Sales Account Manager with a new supplier of my company, selected by the Purchasing Department where I work. Does this pose a problem?**



*Talk to your supervisor about this. Some of your duties may give one to believe that there could be a conflict of interests behind the choice of supplier.*

*Your duties may need to be reviewed to safeguard the company's image and not give the impression of a conflict of interests.*

2



**I distribute the products of my employer. To convince him of my skills, I canvass my family circle regardless of target!**



*Your determination does not justify selling a product to everyone without distinction. The European regulation on the distribution of insurance products requires compliance with a number of customer protection principles. Your personal interest must not take precedence over your duty to advise insured persons.*

3



**I manage life insurance contract from the back office. A beneficiary requests payment of an insured person's death benefit. The beneficiary is a close friend; what should I do?**



*Tell your supervisor straight away. He must be informed of the situation; it is up to him to appoint another manager to handle the case.*

*There is no similarity between the names, and yet you are in a situation of conflict of interests. Should anyone dispute the payment, your situation would undermine the company's decisions.*

**Our Group conflicts of interest policy is available for consultation on request.**

## 4.2 Fighting bribery and influence peddling

### 4.2.1 Bribery

Bribery can be passive or active. It is an offence punished by the French Criminal Code<sup>3</sup>.

**Active bribery** is the fact that a natural or legal person (the briber) proposes offers, makes promises, gifts or presents, or offers any advantages to a public legal person or private individual acting in a professional capacity (the bribe-taker) so that they accomplish or refrain from accomplishing an act related to their job, duties or office, or facilitated by their job, duties or office. It is also the fact for the briber of yielding to enticement on the part of the bribe-taker.

**Passive bribery** is the fact that a public legal person or private individual acting in a professional capacity agrees to be bribed or entices a briber with a view to being bribed. Bribery occurs when the person tries to obtain an advantage from someone else, even if in the end the latter does not engage in a relationship of bribery.

Anyone inciting bribery, or having knowingly helped or facilitated a bribe may be found guilty of aiding and abetting bribery, which is also illegal.

### Group Questions & Answers



You receive a customer who wants to take out a life insurance contract. The customer does not meet the eligibility criteria. As the customer works in the tourism industry, he offers you very advantageous conditions for a foreign holiday you told him about, in exchange for your help in taking out the life insurance contract.



The customer seeks to influence your decision, in exchange for an advantage. If you accept this offer you are committing an act of bribery.

### 4.2.2 Influence peddling

Influence peddling for its part is the act of offering, granting, accepting or directly or indirectly soliciting any advantage to or from a person so that they abuse their influence, actual or presumed, in order to obtain a favourable decision from a public administration.

Influence peddling involves 3 parties:

- a **beneficiary**, who is the person wishing to benefit from a favourable decision and who provides the advantage
- an **intermediary**, who is the person who uses the credit they have by virtue of their position with a target person, and who receives the advantage
- a **target person**, who has the decision-making power

**Influence peddling** can also be **active** or **passive** <sup>4</sup>.

The law punishes influence peddling committed by a public official but also influence peddling committed by **private-sector agents**, **court officers** and **foreign public officials**.

<sup>3</sup> Article 433-1 of the French Criminal Code

<sup>4</sup> Articles 432-11, 433-1 and 433-2 of the French Criminal Code

## Group Questions & Answers



You are a member of staff and also a local elected representative. A customer asks you to intercede with a public decision-maker to obtain planning permission, in exchange for a cash perk



The customer is attempting to get you to take part in influence peddling by the fact of intermediating this request by using your presumed influence.

Our Group anti-bribery and influence peddling policy is available for consultation on request.

### 4.2.3 Sanctions in matters of bribery (in France)

▪ Sanctions for staff and the company:

	Criminal sanctions for bribing a French or foreign public official	Criminal sanctions for private bribery	Additional sanctions
Sanction for staff	<ul style="list-style-type: none"> <li>A 10-year prison sentence</li> <li>A €1,000,000 fine or double the proceeds of the offence</li> </ul>	<ul style="list-style-type: none"> <li>A 5-year prison sentence</li> <li>A €500,000 fine or double the proceeds of the offence</li> </ul>	<ul style="list-style-type: none"> <li>Loss of civic rights</li> <li>A ban on exercising the contentious activity for 5 years or more</li> <li>Ineligibility (up to 10 years)</li> <li>Disciplinary measures of up to dismissal</li> </ul>
Sanction for the company	<ul style="list-style-type: none"> <li>A €5,000,000 fine</li> <li>Or 10 times the proceeds of the offence</li> </ul>	<ul style="list-style-type: none"> <li>A €2,500,000 fine</li> <li>Or 10 times the proceeds of the offence</li> </ul>	<ul style="list-style-type: none"> <li>Exclusion from public procurement contracts for 5 years throughout EU territory</li> <li>Closure of the place(s) of business</li> <li>A ban on raising funds</li> <li>A ban on planning projects with organizations (for instance the World Bank)</li> </ul>

Impacts:

Financial harm



Injury to reputation



Criminal liability of the corporate

The CNP Assurances group is committed to 3 core principles in matters of bribery prevention, which apply to all staff, irrespective of their job titles or place of work:

#### Zero tolerance, All concerned, All watchful

The commitment of our corporate officers relies on a bribery detection and prevention programme that prevents the occurrence of acts of bribery but also identifies high-risk practices and situations.

All members of staff must be **particularly vigilant in the situations** referred to below and **explained in detail on the following pages**:

1. Relations with third parties (partners, service providers, subcontractors);
2. Gifts, patronage and sponsoring;
3. Facilitating payments;
4. Lobbying;
5. The precision of accounting books and records;
6. Giving and/or receiving gifts and invitations.

### 4.2.4 High-risk situations and expected behaviour on the part of staff in matters of bribery

#### 1. Relations with third parties

Third parties are interested parties with whom the Group has dealings or plans to have business relations (individual or business customers, suppliers, business or non-business partners, intermediaries, business procurement agents, etc.).

Everyone's vigilance is called for regarding the rigour required when assessing the integrity of such third parties<sup>5</sup>, throughout the relationship and especially at the beginning thereof, in order to avoid the Group being involved directly or indirectly in bribery attempts or even in acts of bribery. Staff must comply with the arrangements and procedures implemented by the Group in order to **ensure that the third parties present sufficient guarantees in terms of integrity**.

**Business relations involving politically exposed persons (PEPs) and public officials or intermediaries must be the subject of increased vigilance.**



#### Appropriate Conduct

- Evaluate the integrity of the third party before and during the business relationship
- Share with business partners the Group's Code of Conduct, which is available on the corporate website.
- Depending on the economic sector: include a contractual anti-bribery clause in contracts/agreements.



#### What you should never do

- Make a commitment with a partner whose integrity is dubious without seeking the assistance of competent people on the subject
- Sign a contract without first checking that the contract includes an anti-bribery clause.

<sup>5</sup> Assessment consists in gathering information on the third party in order to identify the risks of bribery that the latter may or may not present and to estimate the intensity of such risks.

## Group Questions & Answers

1



You work in the department dedicated to the local public sector. A customer asks you not to update the regulatory due diligence procedures in exchange for a stay in a luxury hotel in France. The customer was attempting to conceal a recent conviction. What should you do?



*Swiftly inform your line manager and your compliance correspondent so that the necessary precautions can be taken. If you accept this offer you are committing an act of bribery. You must be vigilant of any type of evidence liable to constitute warning signs.*

2



One of your customers invites you to take part in a banking seminar at national level. This customer offers to meet all your costs for your stay in the prestigious hotel.



*You must refuse, and tell your immediate superior in order to avoid any suspicion of bribery in your dealings with the customer.*

## 2. Gifts, patronage and sponsoring

In connection with its activities, the CNP Assurances group may work in favour of civil society by making gifts and engaging in patronage or sponsoring activities.

Patronage consists in providing material or financial support, for no direct consideration on the part of the beneficiary, to a charitable organization or person engaged in activities of general interest. Gifts and patronage and sponsoring activities may be regarded as acts of bribery if their purpose is diverted with a view to obtaining an undue advantage.

### Patronage and sponsoring operations must obey the following rules:

- ✓ Gifts/participations must not be connected to the performance of a business transaction;
- ✓ Patronage and sponsoring operations are subject to current rules governing expenditure commitments and to prior consultation of the Group Legal Department for the drafting of the agreement;
- ✓ The operation must be lawful in the eyes of the applicable law;
- ✓ The operation must have a legitimate aim;
- ✓ The operation's purpose must not be to directly or indirectly obtain an undue advantage or influence a decision;
- ✓ The operation must always take place for the benefit of a legal entity;
- ✓ The circumstances, amount and frequency of the operations must not be likely to create doubt as to the lawfulness of the operation.

Staff in charge of patronage must comply with the arrangements and procedures implemented by the CNP Assurances Group in order to ensure that the third parties present sufficient guarantees in terms of integrity.

### NB: Funding political parties is strictly prohibited.



#### Appropriate Conduct

- Detect any potential conflict of interests with the beneficiary of the gift
- Ensure that the gift is free of any direct or indirect consideration benefitting the Group
- Follow the procedures for assessing the integrity of the beneficiaries before granting the gift.



#### What you should never do

- Allocate subsidies by overriding the verification rules in place in the Group
- Fund a charity directly or indirectly benefitting public personalities.

## Group Questions & Answers



**A sports association wishes to benefit from a sponsoring contract with the Group. The association approaches a member of staff, offering him tickets for the forthcoming Olympic Games in exchange for the sponsoring contract.**



*Sponsoring or patronage operations cannot be done with the aim of obtaining an undue advantage or concealing a consideration. If you accept this offer you are committing an act of bribery.*

### 3. Facilitating payments

A facilitating payment is a **public officials bribery offence** that refers to the fact of **directly or indirectly and unduly paying** someone to accomplish administrative formalities that should be accomplished through normal legal channels. It aims to incite public officials to perform a task of their duties diligently.

Facilitating payments, irrespective of their frequency or amount, in France or abroad, are liable to prosecution for bribery.

Any attempt to obtain or make facilitating payments must be immediately reported to the compliance officer.



#### Appropriate Conduct

- Refuse any enticement of a public official in order to obtain any advantage with a view to obtaining a favourable decision
- Inform the Compliance Department of any enticement you find inappropriate



#### What you should never do

- Invite a public official to a sporting event organized by the Group, hoping for a consideration of any kind
- Favour the hiring of the child or a close relative of a public official in exchange for obtaining an official approval
- Respond favourably to a request for a facilitating payment

### Group Questions & Answers



You wish to hire a job applicant of foreign nationality who needs to obtain a residence card. You decide to grant an invitation to the public official handling the case in exchange for fast-tracking the administrative procedure. Is this an authorized practice?



No, that is similar to a facilitating payment.

Any attempt to obtain or make facilitating payments must be immediately reported to the compliance department.

## 4. Lobbying

Lobbying refers to any verbal or written communication with public officials **done quite openly with a view to influencing public decisions**, namely legislation, public policies or administrative decisions.

Only the dedicated department and persons identified as lobbyists engage in lobbying. The other departments and/or persons in the CNP Assurances Group whose duties may lead them to engage in lobbying activities must do so in consultation with the dedicated department of their entity.

By way of example, lobbying is prohibited if:

- It involves the use of illegal methods;
- It is done without first consulting the dedicated department.

Regarding the European scope, any contact with a member of the European Commission must include the Group's European transparency register number. It must be requested from the Group's Public Affairs Department before any interaction takes place. Such activities are governed by French regulations (the Sapin II law) and where applicable by local regulations. Each lobbyist and each member of staff must refer to the Responsible Lobbying Charter and the lobbying procedure.

**The CNP Assurances group undertakes not to do any lobbying other than that done by its professional representatives or any other organization accredited to publicly represent the interests of the profession.**



### Appropriate Conduct

- Read and understand the Group's Lobbying Charter, which among other things includes the reporting requirements
- If as part of your duties you have dealings with senior public officials, check whether you satisfy the conditions for being identified as a lobbyist. If in doubt, contact the dedicated Department and/or the Group's Public Affairs Department.
- Act solely to defend the Group's interests and ensure that planned actions do not present a conflict of interests



### What you should never do

- Offer and propose invitations or gifts to a senior public official in order to obtain a favourable action
- Respond favourably to a request for a gift or other advantage from a senior official in order to obtain a favourable action, even if it is in the Group's interest.
- Use the Group's material and financial resources to fund or support political parties

## Group Questions & Answers



**You work in a Public Affairs Department and wish to invite a member of Parliament to a restaurant in exchange for adoption of an amendment favouring the Group's activities. Is this an authorized practice?**



**No, that is prohibited. The fact is that a consideration expected on the part of the member of Parliament can be regarded as an act of bribery.**

*The CNP Assurances group has a responsible attitude in its dealings with public stakeholders.*

## 5. The precision of accounting books and records

The CNP Assurances group is very keen to provide its stakeholders, more particularly its shareholders, with reliable and accurate financial reports.

The administrative and accounting traceability of the book-keeping for instruments and payments made must be accurately ensured to demonstrate their legitimate nature and so as not to be perceived as concealment of inappropriate facts\*.

The accounting controls provided for by article 17 of the Sapin 2 law "anti-bribery accounting controls" have been implemented by the CNP Assurances group and aim to "ascertain that the books of account and accounts are not used to conceal acts of bribery or influence peddling".



### Appropriate Conduct

- No entries in the books of account must be unjustified, erroneous, falsified or fake
- The principle of segregation of decision-making and payment duties must be observed and the traceability of payments ensured
- No accounts must be managed or created in such a way as to conceal inappropriate payments
- Documents demonstrating the appropriateness of benefits and their corresponding payments must be conserved.



### What you should never do

- Falsify receipts
- Provide incorrect information
- Use claim forms for expenses to cover illegal acts or payments
- Use company funds or other assets for illegal or inappropriate purposes.
- Keep unrecorded cash funds.

## Group Questions & Answers



**You work in the Accounts department. You receive an e-mail requesting a €500 refund for expenses from a manager. He states that this is for a case of champagne given to an important business connection for the company. He does not want the reason for the expense to be specified in the accounting system. What attitude should you adopt?**



***I suspend the transaction. I ask my manager for advice and report it to the Group's compliance officer via the whistleblowing platform.***

*No entries in the books of account must be unjustified, erroneous, falsified or fake. The books of account must be a faithful and accurate reflection of transactions and must be kept in accordance with current accounting standards and frameworks.*

\* Facts that do not correctly reflect the true nature, amount and frequency of accounting transactions

## 6. Receiving and giving gifts and invitations

**Gifts or advantages** received or given with no apparent consideration (free of charge). They may be tangible or intangible

- **Tangible:** *a bottle of wine, a book, a watch, a ticket for a concert or match, a train or plane ticket, an overnight stay in a hotel, a trip, etc.*
- **Intangible,** *anything having no solid physical existence: cancellation of a debt, a computer file, an employment or traineeship promise, etc.*

**Invitations** (and mark of hospitality) any public relations operation aimed at enabling the beneficiary to share an exclusively or partially work-related pleasant moment or event. This could be a meal, a cultural or sporting event, a tourist trip and holiday, etc. **Unlike a gift, an invitation presupposes the presence of the person extending the invitation.**

Gifts and invitations may be part of an act of bribery and accordingly must be managed with great care.

**Accepting or giving a gift or mark of hospitality is prohibited if it:**

- takes place as part of a call for tenders or during the renegotiation of a contract;
- creates or appears to create a feeling of having to grant the supplier or service provider, or expect from the latter, a gesture or attention in return;
- affects or seems to affect the impartiality of the person receiving it;
- could be construed in good faith by a third party as an inappropriate attempt to influence a business decision so that it is made in the interests of either party;
- is accepted or given without having followed the approval procedure required under the Group's policy.

**It is strictly prohibited to make a gift or offer an advantage to a "public sector official"<sup>6</sup>.**



### Appropriate Conduct

- Familiarize oneself and comply with the Group's policy on gifts, invitations and other advantages
- Ensure that gifts or invitations are received or given in a professional context (excluding spouses and relatives/close friends)
- Ensure that gifts and invitations are of an exceptional and reasonable nature
- Observe the thresholds and disclosure and approval levels specified in the policy on gifts, invitations and other advantages



### What you should never do

- Accept cash, gift cards, smartphones, tablets...
- Give and receive gifts or invitations during strategic periods such as a call for tenders or a commercial renegotiation.

The CNP Assurances group has put in place, through a policy and framework procedure, a number of rules and thresholds imposed on all staff, corporate officers and personnel acting on its behalf.

<sup>6</sup> Public sector employees elected or appointed, as well as anyone employed as an official by an international public organization or national, regional or local administration, or by a company directly or indirectly owned or controlled by the State.

## Group Questions & Answers

1



**You work in the Purchasing Department. A supplier offers you two tickets for a cultural event to thank you for your confidence in him for several years. What attitude should you adopt?**



*You should check that:*

- *it is not a strategic period (calls for tenders or contract awards);*
- *the acceptance conditions stated in the gifts and invitations policy are met.*

*You should give the second ticket to one of your colleagues or staff, not to a relative or close friend.*

2



**A service is in the process of being renewed in a department. A call for tenders is ongoing and the company currently providing the service is responding to the call for tenders. The person providing the service in the department and his manager invite the whole team to a restaurant to thank them for the warm welcome they received during their years of service.**



*The team must refuse the lunch invitation because it is prohibited for staff to accept an invitation during a call for tenders. Accepting the invitation could distort the judgement of staff regarding the choice of a new service provider.*

3



**At the end of December, a member of staff receives a case of champagne worth €250 from a supplier. There is no call for tenders in progress.**



*In theory, given the context (no ongoing call for tenders, contracting or renegotiating a contract, strategic decision, etc.), the member of staff could accept a gift from the supplier.*

*However, as the value of the gift is above the threshold of €150 incl. VAT, the member of staff must inform the Compliance Department, which will make a decision about the gift.*

**The Group policy on gifts, invitations and other advantages is available for consultation on request.**

## 4.3 Anti-money laundering and terrorist financing, due observance of economic and financial sanctions

### Money laundering

Money laundering is the fact **of facilitating by any means the deceitful justification of the source of the goods or earnings** of the perpetrator of a crime or offence generating a direct or indirect profit for him. Money laundering also includes involvement in an investment, concealment or conversion of the direct or indirect proceeds of a crime or offence. Money laundering is subject to criminal sanctions<sup>7</sup>. Money laundering is deemed aggravated<sup>8</sup> when it is committed on a regular basis or using the facilities offered by exercising a professional activity, or when it is committed by an organized gang.

### The financing of terrorism

An act of terrorism is **the fact of financing a terrorist enterprise by providing, assembling or managing funds, securities or any goods, or proffering advice to that end, with the intention of seeing the said funds, securities or goods used, or knowing that they will be used in full or in part to commit any act of terrorism, regardless of the unexpected occurrence of such an act.**

### Economic and financial sanctions

Economic and financial sanctions refer to **restrictive measures<sup>9</sup> taken against a country or territory or a designated person**. Several types of economic and financial sanctions can be imposed in that respect: embargo, restricted admission, freezing of assets or financial restrictions, etc. Sanctions such as asset freezing measures can in particular be a way of fighting money laundering and the financing of terrorism, by preventing certain individuals from accessing their financial assets.



#### Appropriate Conduct

- Constantly check that customer information is up to date.
- Duly observe the procedures put in place for the fight against money laundering and the financing of terrorism, and economic and financial sanctions.
- Refer to the "Sensitive countries" reference framework available on the intranet
- Remain vigilant when faced with transactions that are unusual, complex and not justified by the customer;
- In your daily activity, be sure to identify anyone subject to an asset freezing measure, and apply the internal procedure in this respect.



#### What you should never do

- Take part, advise or facilitate any investment aimed at concealing funds;
- Help circumvent or breach economic and financial sanctions regimes;
- Ignore warning signs
- Disregard the mechanisms put in place by the entity to boost your productivity.
- Tell a customer that they are the subject of a suspicious transaction report sent to the competent authorities

The CNP Assurances Group has put in place a financial security mechanism that factors in the specifics of the insurance sector, as well as its distribution model. Through this mechanism the Group ensures constant vigilance based on appropriate and up-to-date knowledge of customers and their transactions.

<sup>7</sup> Money laundering is punishable by a five-year prison sentence and a €375,000 fine

<sup>8</sup> Article 324-2 of the French Criminal Code stipulates that the aggravated form of money laundering is punishable by a ten-year prison sentence and a €750,000 fine:

<sup>9</sup> An economic or financial sanction may be imposed on the initiative of the UNO, the European Union, a government or an accredited organization representing a government

## Group Questions & Answers

### The fight against money laundering and the financing of terrorism

1



My manager has assigned to me a subscription application for an important customer, brand new, to be processed urgently because the customer is in a hurry. I will make sure the customer avoids AML/TF controls and sanctions.



*The slightest blunder in studying an application could expose a flaw in the security mechanism. Whether or not the customer is important, you must be all the more vigilant if the customer is not well-known.*

*Customer knowledge is essential when entering into a business relationship.*

2



I have been promoted as partnership manager and am determined to bring my portfolio into compliance with internal AML/TF standards and sanctions. A long-standing customer, albeit cooperative on such subjects, is domiciled in a tax haven.



*This customer is receptive, but is on the list of banned countries. Contact your entity's anti-money laundering unit as a matter of urgency.*

*Regulations in matters of AML/TF and sanctions have been reinforced over the years. Criteria that were admissible in the past are no longer so nowadays. A portfolio review will enable you to maintain the highest standards.*

### Due observance of economic and financial sanctions regimes

3



One of our customers has died and for 3 months the beneficiary of his life insurance contract has been subject to an asset freezing measure imposed by the European Union. I am going to inform my line manager and my Compliance correspondent before starting any settlement process.



*This beneficiary must be declared to the competent authorities, in this instance the Directorate General of the Treasury, which will indicate how to proceed.*

*Customer knowledge is essential throughout the business relationship and due observance of economic and financial sanctions regimes is an absolute obligation.*

**Our Group anti-money laundering and terrorist financing policy and our Group policy on economic and financial sanctions is available for consultation on request.**

## 4.4 Compliance with competition law

To be "fair", competition presupposes a ban on a variety of practices: price-fixing, abuse of market power, breaking rules governing invitations to tender, defamation ... which are banned by European and French regulations.

They also ban any conduct contrary to professional practices and customs constituting an unfair process.

Breaches of competition rules pose the risk of significant fines, damages and injury to reputation. They can also adversely affect the content and validity of contractual commitments.

Such breaches can also result in administrative and criminal sanctions for the CNP Assurances group corporate officers and staff involved.



### Appropriate Conduct

- Avoid any possibility of incorrect interpretation of my exchanges with a business relation
- Keep all traces of information received from a customer or commercial partner in connection with the competition.



### What you should never do

- Disclose sensitive information about a competitor
- Use internal information provided by a competitor

The CNP Assurances group bans any breach of competition law and expects its staff to have a zero tolerance approach. Any practices that could be construed as anticompetitive are banned in all circumstances, and more particularly in business negotiations, in the Group's common subsidiaries, in the market's working parties, in professional bodies, etc.

Such practices among others may consist of:

- any type of agreement, any understanding, even unwritten, with competitors or partners aimed in fact or in law at restricting competition on a market,
- any exchanges of sensitive commercial information on the company's commercial strategy, its pricing policy, margins, customers and forthcoming communication campaigns,
- or more generally, any exchanges liable to impact on the company's commercial policy.

To that end, the CNP Assurances group has put in place an e-learning course on competitive practices aimed at training its staff and raising their awareness of the merits of behaving in a professional manner at all times, in keeping with the principles and rules of competition law.

Each member of staff is accountable for these rules. To ensure strict observance of competition rules and avoid any legal action that could result from anticompetitive practices, the CNP Assurances group has put in place a secure and confidential mechanism enabling anyone to report behaviour liable to constitute a breach of competition law, or to express their doubt as to the compatibility of an observed situation with the aforementioned principles. This mechanism is part of the general whistleblowing system.

## Group Questions & Answers

1



**I will soon be meeting a competitor to negotiate a co-insurance agreement. This will be an opportunity to exchange all sorts of other information "off the record"!**



*On the contrary, you must make sure that exchanges of information for the purposes of that agreement are strictly limited to what is necessary in order to finalize it. You must also ascertain with the legal department that the purpose of the co-insurance agreement is not an anti-competitive act.*

2



**My department has finally obtained an interview for a strategic partnership agreement. We mustn't waste time, because I've learnt that other players have been contacted.**



*Make time to ascertain with the legal department that the purpose of the partnership does not risk being anti-competitive. And before entering into the agreement, remember to have strict non-disclosure agreements signed and have them approved by the legal department.*

3



**My colleague has just received a rather odd e-mail from a competitor: It contains details of its forthcoming pricing policy... How should my colleague respond?**



*Your colleague must above all not respond; he should warn the legal department. An official reply will be sent to the sender, saying that his e-mail has been destroyed and that the CNP Assurances group objects to all such communications.*

## 4.5 Fighting fraud

Fraud is an intentional or deliberate act or omission aimed at obtaining a tangible or intangible direct or indirect advantage for oneself or for someone else by illegal or improper means.

Fraud is defined as follows:

- An intentional act;
- Committed with a view to obtaining a tangible or intangible advantage;
- Committed to the detriment of a person or organization.

Fraud comes in three forms:

- **External fraud:** when the act or omission is committed by a third party outside the Group (service provider, subcontractor, supplier or anyone outside the company, including customers and insured persons);
- **Internal fraud:** when the act or omission is committed by a member of the Group's staff or someone acting in its name or on its behalf;
- **Combined fraud:** when there is collusion between a member of staff or person acting in the name or on behalf of the Group and a third party.

Several types of offence can be classed as fraudulent: **swindling, forgery and the use of forgeries, identity theft, embezzlement/fraudulent breach of trust**

Persons guilty of fraud run the risk of various sanctions, which can be civil (specific to the Insurance Code in the case of an intentionally false statement of an insured person), criminal (involving prison sentences or fines) and/or disciplinary measures, proportional to the facts of which the employee is accused.

Complicity in active or passive fraud and attempted fraud may be punished in the same way as established fraud.



### Appropriate Conduct

- Avoid any misconduct, the first step towards fraud
- Identify high-risk situations or warning signs and report them using the whistleblowing and escalation mechanisms at your disposal.



### What you should never do

- Cover up activities comparable to fraud
- Let yourself be led into a fraudulent act by a particular circumstance
- Disregard established procedures or managerial instructions

Fighting fraud is an important part of the ethical commitment of the CNP Assurances group.

The CNP Assurances group promotes a culture of integrity throughout its organization, through training and dissemination of ethical behaviour, in order to avert and prevent committal of behaviour contrary to the standards set by the code of conduct.

## Group Questions & Answers

1



I have just noticed new supplier account lines in my Purchases database. Very odd! These services duplicate existing ones and all the bank details are identical ... What should I do?



**Warn your company's anti-fraud or compliance department immediately. False supplier lines can very quickly be created by someone who abuses his clearance to link their personal bank account to them.**

*Fraudsters act when they perceive a flaw in the internal control system or a lack of procedures. An internal whistleblower's report is the first remedy.*

2



My brother came with me on a business trip to visit a partner in the provinces. Otherwise it would have been a very long week, and it was an opportunity to have dinner together in the evening. I am going to include our meals on my expenses claim form, the company owes me that much!



**Such an attitude is totally unacceptable. Albeit a business trip, you cannot have the company bear the cost of unwarranted personal expenses by way of "compensation".**

*Using one's job for personal profit by deliberately misusing the company's resources is a case of internal fraud.*

3



An insured person calls, surprised that they have had no news of their contract for 3 years. And yet, several withdrawals were made over that period



**Scrutinize the documents provided with the surrender request, look for blatant anomalies: truncated logos, spelling mistakes, typo in the name, hazardous cross-references to regulations, change in postal address ...**

*Document fraud takes advantage of processing time imperatives. Fraudsters can be thwarted by taking the time to closely examine supporting documents.*

Our Group fraud prevention policy is available for consultation on request.

## 4.6 Fighting misappropriation of property or funds

Misuse of company assets and embezzlement are forms of misappropriation of corporate funds or property for personal gain. However, misuse of company assets is limited to a company's officers, whereas embezzlement can concern both staff and anyone not working for the company.

**Misuse of company assets** consists in a corporate officer using the company's property or receivables in bad faith, contrary to its interests, for personal gain or to benefit another company or business in which the fraudster has a direct or indirect interest.

**Embezzlement** consists in a person deliberately misappropriating funds, valuables or any goods entrusted to the person for a specific use within the scope of their duties. Misappropriation can also be an omission or an action: misuse, belated return or failure to return.

We must all make sure to safeguard tangible and intangible financial or material assets of CNP Assurances group entities and use them in accordance with the commitment or usage rules communicated to the group.

We must all use resources sparingly and heed the environmental dimension of our decisions.



### Appropriate Conduct

- Avoid any act that could be construed as misuse of company assets or embezzlement,
- If you suspect any such act, inform your superiors or the group's Compliance Officer (directly, or use the whistleblowing tool at your disposal).



### What you should never do

- Use the company's property and resources for personal gain
- Intentionally damage any equipment entrusted to you (company car, computer hardware, documentation, etc.)

Exemplary conduct is expected of all the corporate officers and staff of all the CNP Assurances Group's entities.

# 1

## Group Questions & Answers



**In addition to his job, one of my team's members also works as a consultant, and for that purpose uses the customer master file put at his disposal by the CNP Assurances Group.**



***If you are aware of such a situation, tell your superiors or the compliance officer. This is a case of fraudulent breach of trust.***

*To the detriment of the company and for his own gain, the member of staff knowingly misappropriates a computer file containing proprietary information put at his disposal strictly for professional use as part of his duties.*

# 2



**Neither our computer nor our printer at home are working, but my wife urgently needs to edit and print out her CV. Can I type and print it at the office?**



***The use of company resources (such as a work computer and printer for instance) for personal documents is tolerated and allowed, provided such use is occasional and reasonable. It must not disrupt your work. It should be done only in exceptional circumstances and outside your working hours.***

## 4.7 Prevention of market abuse

We must all have a responsible attitude and respect market integrity, acting in strict compliance with the standards and principles that govern transactions on financial markets.

We must all avoid any behaviour or action liable to undermine the principle of competition, alter reality or transparency vis-à-vis market participants and regulators.

Everyone must abide by national and international rules on the fight against market abuse and exercise constant vigilance in order to protect market integrity.

The European "MAR" (Market Abuse Regulation) aims to prevent such market abuse by regulating inside information and the corporate officers or staff who have it for the purposes of a project. These persons are termed "insiders".

Insider information is information of a precise nature, which has not been made public, which directly or indirectly concerns one or more issuers of listed securities (such as shares), and which if it were made public could significantly affect the prices of the securities.

Insider dealing is the consequence of unwarranted disclosure or use of so-called "insider" information.

In particular, it is prohibited to:

- break rules concerning insider dealing;
- unlawfully divulge inside information;
- disseminate information sending false or misleading signals to the markets, or attempt to manipulate market prices.

In certain circumstances, we may have inside information concerning CNP Assurances or its subsidiaries and/or companies with which it has business relations.

At its level, CNP Assurances SA deploys a comprehensive mechanism for preventing market abuse, in accordance with European regulations, and encourages Group subsidiaries to apply the same mechanism.



### Appropriate Conduct

- Never disclose or use inside information
- Inform the compliance officer if I have inside information
- Comply with all bans notified to me in my capacity as an insider



### What you should never do

- Talk about an ongoing deal or use this information for personal gain
- Disclose inside information to someone else (giving a tip-off)
- Recommend anyone to engage in insider dealing or induce anyone to do so
- Fail to inform the compliance officer of a financial transaction I am handling

### What are the sanctions?

- For the insider, and for a third party to whom the insider has disclosed inside information: prison sentences and fines,
- For the company: heavy financial penalties if it is held liable for the offence (through a breach of its prevention system for instance).

**Any situation suspected of posing a risk of market abuse must be communicated to the Compliance Department.**

## Group Questions & Answers

1



Being the pilot of a confidential operation concerning inside information, what should I do first?



***The compliance officer must be informed immediately so that he can have a record of this transaction. The compliance officer can thus track anyone who knows about it, the “insiders”, and remind them of their obligations.***

*The European MAR regulation forces regulated companies to have total traceability of inside information and those who have it.*

2



The compliance officer has sent me a notice concerning the confidentiality of a piece of information. When I told my spouse about it, she didn't feel that the information was so important.



***You should not have spoken to her about it on any account. It is strictly prohibited to divulge the slightest detail of such inside information to anyone, even your relatives. Your discretion protects them and your company.***

*The principle of inside information is to restrict it to a small circle of people. Disclosure outside this circle puts the quoted market price at risk. Breaching the duty of discretion exposes you to heavy penalties.*

## 4.8 Protection of personal data

Personal data is any information concerning a natural person, identified or directly or indirectly identifiable: first and last name, date of birth, social security number, contract number, telephone number, IP address, photograph, postal address, health data (provided for instance in a medical questionnaire), financial data, bank account identification document ("RIB" in French).

The protection of natural persons whose personal data is processed is a fundamental right and a strategic challenge, essential to preserving the trust of the company's customers, partners, staff and reputation. It meets the more general aim of protecting peoples' privacy.

Respect for others is part of the Group's DNA. The CNP Assurances group undertakes to abide by applicable law governing the protection of personal data in all the countries where the Group operates.

The protection of personal data is an obligation imposed by European law (General Data Protection Regulation - GDPR) but also regulations specific to countries outside the European Union.

Whether it concerns staff, customers, business relations or anyone else our work involves, personal data in whatever format (electronic or paper) must be protected.

The protection of personal data concerns numerous aspects of our daily activity and can only be done with everyone's active participation. The protection of personal data is imperative right from the design stage for new products, services or projects, and must be constant throughout the storage period of the data in question.

The data must be processed in a lawful, fair and transparent manner. It must be collected for specified, explicit and legitimate purposes. It must be adequate, relevant and limited to what is needed with regard to the purposes for which it is collected. It must be accurate and kept up to date. It should be kept only for as long as its processing purposes require (time-bound data retention) and stored securely (confidentiality).

Pursuant to the regulation, the Group guarantees the information with the data subjects, the accountability, security and respect for the data subjects' rights for all the personal data processing activities carried out. The Group undertakes to implement all necessary measures to ensure the security and confidentiality of personal data, and in particular to prevent it being corrupted, erased or accessed by unauthorized third parties.

Any breach of the provisions of the GDPR and any other similar regulations may incur financial penalties imposed by the supervisory authorities.



### Appropriate Conduct

- Adhere to the personal data protection policies or procedures in place and its key protection principles
- Report any suspected breach of personal data protection rules
- Pass on data subjects' requests to exercise their rights to the Data Privacy Coordinators of one's



### What you should never do

- Disclose or grant access to personal data outside authorized channels
- Process personal data for a purpose other than that for which it was collected

### Who to contact with questions about personal data protection?

If you want to report a breach of personal data: [urgence.dpog@cnp.fr](mailto:urgence.dpog@cnp.fr)

## Your code of conduct

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If you wish to exercise your rights, contact the Data Protection Officer by post (CNP Assurances - Data Protection Officer, 4 Promenade Cœur de Ville, 92130 Issy-les-Moulineaux) or by e-mail ([dpo@cnp.fr](mailto:dpo@cnp.fr)). You can also do so directly using **our online form at [cnp.fr](#)**.

For any other questions, contact the Data Privacy Coordinator or the person in charge of data protection in your entity.

## Group Questions & Answers

1



I work in the Group and I regularly process customer information in paper format. I usually leave my customer files on my desk in the evening to avoid having to look for them the next day. My office is not locked but my workplace is secure. Does this situation present any risks?



*Yes. Data protection can only be ensured if you lock up your files before you leave. In the case in point, the building's general security measures do not meet regulatory requirements governing data protection and you are posing a risk for the Group regarding the protection of its customers' personal data. You should therefore lock up your files when you leave in the evening.*

2



I am contributing to my company's project to create a personal space for customers. A lot of parameters already need to be processed. Should we also include the "data protection" dimension from the first meetings?



***Personal data protection should be inherent in the construction of your future tool. Subsequent additions or adjustments will not offer enough security, they will even be unfit for purpose.***

*Privacy by Design for a tool, product, service or other project is part of the requirements imposed by the General Data Protection Regulation.*

Our Group complaints handling policy is available for consultation on request.



# 5

## Protection of Group assets

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## 5.1 Artificial intelligence

Artificial intelligence (AI) denotes any tool used by a machine to reproduce human-related behaviour, such as reasoning, planning and creativity.

Any system implementing mechanisms similar to human reasoning can therefore be described as artificial intelligence.

One type of artificial intelligence is generative artificial intelligence (generative AI) capable of automatically producing original content (text, images, audio, video, etc.) from models trained using large amounts of data. Albeit powerful, such systems can pose **risks of data leakage, confidentiality, security and fake news among other things**.

Therefore, accessing and **using generative AI** is accepted for projects approved by the company. Its use must be **regulated and controlled, in accordance with the following guidelines**:

- Never share professional data classified higher than "Confidential";
- Check the quality of the information provided by generative AI;
- Never make a decision based solely on information proposed by AI.

**The guidelines of the Group's code of conduct are devised to limit risks and guarantee that AI is used in a responsible and ethical manner.**

## 5.2 Social media, discussion forums and external communication

**Social media** serve to communicate and address the third parties with whom the CNP Assurances group interacts (customers, suppliers, institutions, etc.). **They are invaluable** for exchanging information in real time **but they are also dangerous** if the information conveyed is not controlled or poorly controlled.

Communications and exchanges of views on such media are subject to the imperative of **preserving the image and reputation of the Group and its staff**.

The CNP Assurances group is on social media and discussion forums, and offers content matching its positioning and values.

The CNP Assurances group undertakes to see to it that all members of staff are aware of the impact their personal remarks may have on the Group's image and reputation (if they specifically identify as being in the CNP Assurances group). It undertakes to guarantee freedom of speech for its employees, provided their remarks do not undermine the Group's interests.

**All communications** with third parties outside the group **must be exact and compliant with statutory, regulatory and internal obligations**. In order to avoid the Group's interests and reputation being harmed, it is essential to be mindful of the messages sent outside the Group.



### Appropriate Conduct

- Adopt behaviour consistent with the Group's code of conduct on social media
- Duly observe the duty of discretion, fairness and confidentiality and professional and patient confidentiality.



### What you should never do

- Express an opinion in the name of the Group
- Denigrate the Group, its staff, customers, competitors
- Divulge work-related and/or confidential information

More generally, any participation of Group staff on discussion forums or groups or on so-called "social" media must be done with due regard for current best practices, and in any event in accordance with the law and accepted standards of behaviour, taking care not to harm the Group's image.

In order to control Group communication, only specifically vetted and authorized persons can make statements and speak in the name of the Group with the media, authorities, social media or other organizations.

Unauthorized staff are prohibited from creating pages or accounts on the Internet in the name of the Group, using its logo or trademarks, or speaking in its name and on its behalf.

Any disclosure or publication could be detrimental to the Group and all its stakeholders (customers, partners, staff, shareholders, etc.). The impacts thereof can be of a commercial, financial, reputational or legal nature.

A message posted on a forum, on social media or on any other collaborative site renders its author liable and can constitute proof or prima facie evidence in judicial or disciplinary proceedings.

**Any inappropriate conduct is punishable by law and/or the employer.**

## Group Questions & Answers

1



### What topics can I discuss on social media?



#### ***I must make a distinction between:***

- *Speaking about my company: this is allowed, and in such cases I must respect the confidentiality of information*
- *Speaking in the name of the company, which has its own communication channels: this is not allowed, above all on social media*

*I can share any information that my company publishes on its public channels, as long as I do not distort it or use it to harm my employer or its stakeholders.*

2



### My department is considering opening an account or page on a social network in the name of its entity, a CNP Assurances subsidiary. Is this possible?



*It is, subject to the supervision and approval of the department of stakeholder dialogue, communication and patronage.*

## 5.3 Security of information systems

The term information systems (ISs) refers to all the company's information management resources, namely hardware, software, applications and data. The security of its ISs is crucial for the Group's business continuity.

In exercising their profession, staff have powers, security clearances and permissions that must be duly observed and protected. On no account can the latter be usurped or disclosed; any use of the permissions of another member of staff is strictly prohibited.

Equipment and resources are put at the disposal of staff for their work-related activities. Each user is responsible for protecting equipment, and accordingly cannot modify or deactivate protection mechanisms.



### Appropriate Conduct

- Lock my work session whenever I leave my desk
- Connect my computer only to secure IT equipment approved by our IT department
- Report any suspicious e-mail to the relevant service
- Access the group's information systems using devices and tools provided by the Group
- Inform my line manager of any incident and fault observed in the context of my activities



### What you should never do

- Store company files elsewhere than on the Group's information systems
- Disclose my access permissions to a third party (including the IT department)
- Intentionally access (\*) an information system without clearance (an act of professional misconduct).

In view of the Group's major challenges and its strategic ambitions, it is essential to preserve and collectively reinforce the overall security of the CNP Assurances group's information systems, ensuring that each user's conduct is consistent with best security practices and standards to confirm the role of key player in achieving this objective.

Accordingly, as users of the information system, all staff must comply with the information system resources user charter, which states the Group's desire:

- To ensure fair, respectful and responsible use of its information and communication systems, and to protect its assets and image;
- To inform users with complete transparency of the mechanisms in place to guarantee the security of the systems.

In addition, users having so-called "privileged" permissions must duly observe the "IT Administrators Charter" when they work on the Group's information systems as Administrators. That Charter lays down security and user rules for the information systems that users undertake to observe when they use them, have access to them or access the data stored on them. It complements the "Group Cybersecurity Policy" (GCP), in order to bring these rules to everyone's attention, but also the controls carried out in accordance with applicable law to ensure the smooth running of these information systems.

\* Intentionally bypassing the IS's security measures in order to access resources not needed to discharge one's duties"

The rules defined in the Charter are designed to ensure an optimal level of security, confidentiality and user performance for the resources of the information system, in accordance with applicable statutory and regulatory provisions. In particular, the Charter takes into account the recommendations of the *Commission Nationale Informatique et Libertés* (CNIL - the French data protection authority) and those of ANSSI (the French national IT security agency).

## Group Questions & Answers

1



I have received for the first time an e-mail from a sender I don't know, but the e-mail seems genuine. On opening it I see that the spelling is "approximate" and the content totally unrelated to my everyday life. What should I do?



**You have obviously received an unsolicited e-mail, which could jeopardize the information systems. Inform the technical teams of your entity immediately, do not reply to the message and do not click on any link it may contain.**

*Before opening an e-mail, make sure it does not include any unusual or potentially suspicious elements (message in a foreign language, particular "from" address, unusual extension, etc.)*

2

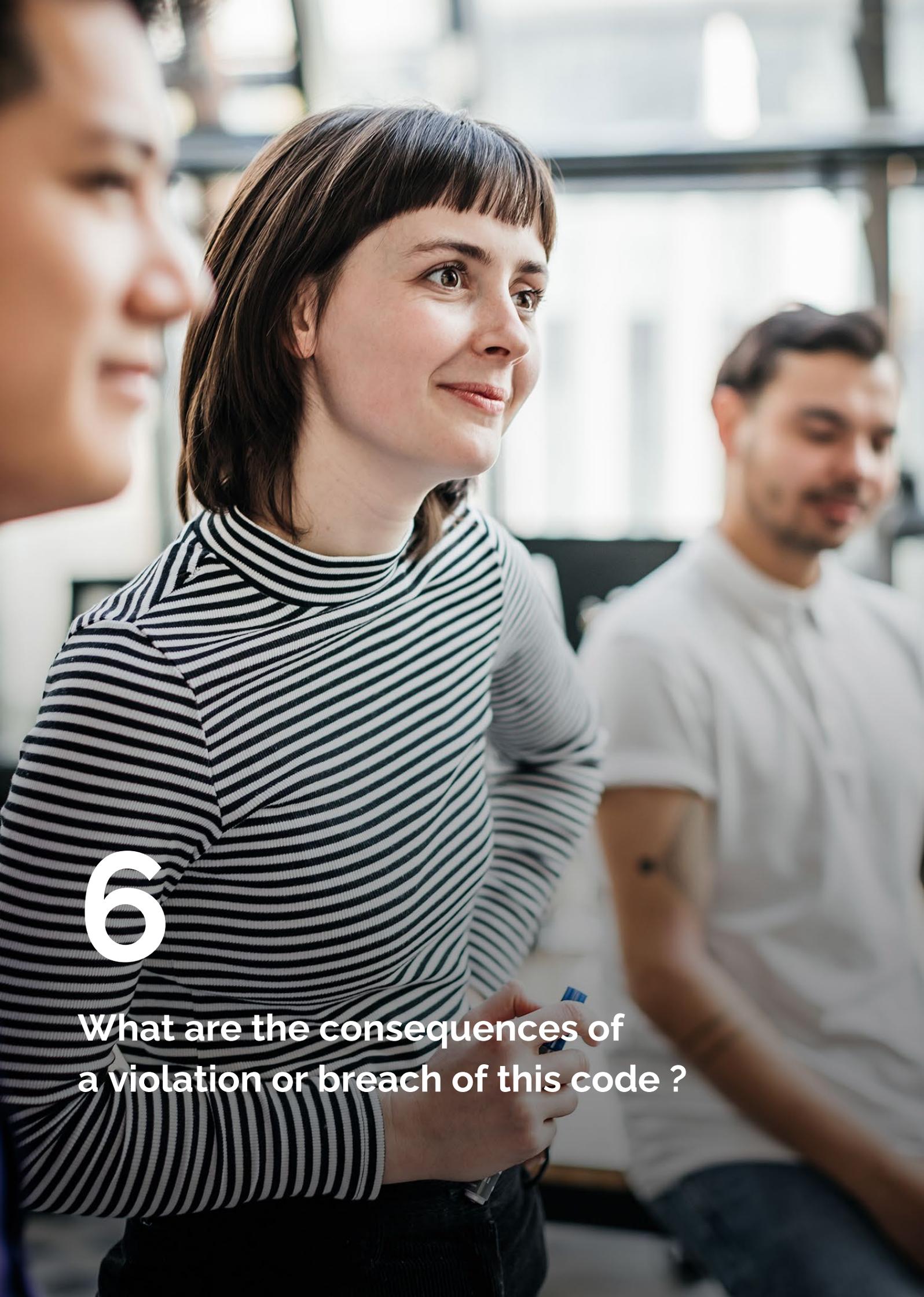


Before taking leave, a colleague asks me if he can give me his passwords for his work e-mail so that I can reply to "urgent" e-mails in his absence. Can I accept?



**No, that is strictly prohibited.**

*The passwords of each member of staff are confidential and above all used by them to access their tasks. It is essential to protect the total confidentiality of such passwords, which must on no account be visible or disclosed to others (Post-its®, notebooks, etc.).*

A woman with dark hair and bangs, wearing a black and white striped turtleneck, is looking off to the side with a thoughtful expression. She is holding a blue pen in her hand. In the background, other people are visible but out of focus, suggesting a meeting or workshop setting.

6

**What are the consequences of a violation or breach of this code ?**

## Your code of conduct

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The principles laid down in the Group code of conduct are in line with regulations and are there to help and protect us.

Non-observance of these values may result in an increase in breaches of the law, which could prevent the CNP Assurances group from meeting compliance requirements and could harm its reputation.

All permanent or temporary staff must comply with the Group Code of Conduct and thereby play a part in protecting the reputation of the CNP Assurances group.

We must collectively and individually enforce this Group Code of Conduct and ensure that the actions of every one of us lie within its framework, regardless of our position in the company.

The training modules provided for staff in connection with these principles are mandatory and must all be completed.

At the level of CNP Assurances SA, disciplinary power is based on the Company Rulebook and its appendices, of which the code of conduct France is part. Respect for the values of C@pEthic is expected of all the Group's entities if local law so permits

Any violation or any other breach of this Code of Conduct is deemed an offence justifying the application of appropriate disciplinary penalties. The most serious cases can entail premature termination of the employment contract and legal proceedings.

Due observance of the Group Code of Conduct is ensured in particular through enforcement of the internal rules of all the entities.

Everyone must prevent risk situations. If any doubts remain, one may need to exercise one's right to report any wrongdoing (whistleblowing).



# 7

## The whistleblowing system

## Your code of conduct

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All current or former staff, namely corporate officers, salaried employees, service providers, trainee-students on a work-study programme and temporary workers working or having worked in or in the name and on behalf of the CNP Assurances group have the right to report any wrongdoing. This right is also open to any unsuccessful job applicants, subcontractors, suppliers and their staff, shareholders, etc.

Whistleblowers can be assisted by a third party known as "facilitator"<sup>10</sup> when submitting their report.

The whistleblowing system enables any whistleblower to question the compliance officer about an ethical issue, but also to report any breach of the Group's values, any behaviour or situation in breach of the Code of Conduct, or any information concerning reprehensible acts or acts contrary to the general interest that could be prejudicial to a person or the company.

It plays a part in ensuring compliance with the CNP Assurances group's ethical and deontological commitments (including the fight against bribery), as required by the Sapin II law of 9 December 2016. It also meets regulatory due diligence requirements.

The whistleblowing channels are based on:

- An internal and secure Group platform available to Group staff at <https://cnp.integrityline.com/>, which lets them submit anonymous or signed reports while also guaranteeing the protection of personal data and strict confidentiality;
- The direct line of authority or functional (indirect) line of authority, the entity's Compliance department and any other means provided, according to the arrangements made by the entity.
- The Group's compliance officer by any means; [le.deontologue@cnp.fr](mailto:le.deontologue@cnp.fr), and in particular by using the Group's whistleblowing tool.
- One can also submit a report to the competent authority
- Third parties can also submit a report via the secure platform at <https://www.cnp.fr/le-groupe-cnp-assurances/qui-sommes-nous/la-gouvernance/ethique-des-affaires>, or directly at <https://groupecnp.integrityline.app/?lang=fr>.



### Appropriate Conduct

- Seek advice from your line manager or the Compliance Department if in doubt about a particular situation
- Act in good faith, in other words have every reason to believe that the facts in question are true
- Be as objective as possible and substantiate your statement of the facts with evidence



### What you should never do

- Submit a report with the aim of harming a colleague or one's superiors
- Make defamatory allegations
- Use the whistleblowing system simply to report internal malfunctioning, dissatisfaction or a disagreement with one's immediate superior or colleague

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<sup>10</sup> Any individual or not-for-profit organization under private law assisting a whistleblower in submitting a report or disclosure.

The CNP Assurances group undertakes to safeguard the confidentiality of whistleblowers' identities and allow anonymous reports. The Group undertakes to ensure that no form of reprisals or disciplinary action or measures are taken against a member of staff who uses the internal whistleblowing system in good faith, even if the facts subsequently prove to be inaccurate. Anyone exercising their right to report wrongdoing benefits from the whistleblower protection system (confidentiality, anonymity, no reprisals, non-discrimination, etc.).

## Group Questions & Answers

1



**You have witnessed a situation breaching the code of conduct and the regulation, but you fear reprisals if you report it via the Group's platform. In practical terms, how are you protected?**



*The Group whistleblowing system safeguards the confidentiality of the whistleblower's identity, of the persons concerned and of the information gathered at all stages of processing of the report. Such confidentiality is guaranteed by the use of encrypted exchanges of information on a dedicated platform, which can only be accessed by duly authorized persons. The report can be submitted anonymously, under conditions described in the Group's whistleblowing procedure.*

2



**For several months, you have noticed that your colleague regularly receives gifts at work costing a certain amount from a service provider with whom she works. This situation is of concern to you, how to react to it?**



*This situation appears to be in breach of the Code of Conduct. If in doubt, you are encouraged to report any practice you think is non-compliant to your line manager, the compliance correspondent or the Group compliance officer.*

**The whistleblowers' reports collection and processing framework procedure and the Whistleblower Support Guides are available for consultation on the CNP Assurances corporate website.**



# 8

**Publication and effective date  
of the Code of Conduct**

## Your code of conduct

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The Group Code of Conduct is re-examined at least once a year.

It is adapted to reflect any changes, such as the unexpected occurrence of events affecting the risk profile and our activities.

In accordance with current regulations, the Group Code of Conduct has been approved by Senior Management.

This Group Code of Conduct applies and is enforceable as soon as it is published.

## Important points to remember

**Let us all respect our values!  
Uphold our values! Share our values!**

The Group Code of Conduct commits us all to uphold the values of the CNP Assurances group, abide by them and enforce them in our daily acts.

### **The essential reflexes you should have to adopt ethical behaviour**



## **1. Before acting**

### **Ask yourself the right questions:**

- Does your decision or action comply **with the law**?
- Does your decision or action comply with the **Group Code of Conduct and Group policies**?
- Is your action or **decision guided** by your personal interest or that of your relatives?
- Can your action or decision have a **negative impact** on your entity, on the CNP Assurances group, on your colleagues or on the stakeholders with whom you interact?

**Consult the policies and procedures** put at your disposal by the CNP Assurances group to **protect yourself and help you in making your decisions**. They expand on the various subjects dealt with in the code of conduct.



## **2. Seek advice**

Any staff confronted with a situation mentioned in this Code of Conduct can contact their line manager, their entity's compliance correspondent or the Compliance Department for guidance on how to proceed.



## **3. Give the alert**

- Report any breach of this Code of Conduct through the different reporting channels mentioned in this document
- The whistleblowing system complies with the procedures for collecting and processing whistleblowers' reports in force in the Group, in particular the confidentiality of the reported facts and the protection and rights of the whistleblower.
- Reports can be submitted anonymously and processed if the reported facts are detailed enough to be analysed.

**Insuring  
a more  
open world**

