

A man with short dark hair and a beard, wearing a light-colored Tereos uniform and black gloves, is smiling and holding a young green plant in a field. The background is a blurred green field.

# Ethical Charter

**TEREOS GROUP**





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**WITHIN THE TEREOS GROUP, WE FOLLOW PRINCIPLES AND VALUES TO SUPPORT OUR DEVELOPMENT IN AN ETHICAL AND SUSTAINABLE WAY. THIS TRANSLATES, WHEREVER WE OPERATE, INTO COMPLIANCE WITH THE LAW AND THE APPLICATION OF INTERNATIONAL STANDARDS, ATTENTION TO OPERATIONAL EFFICIENCY AND COLLABORATION.**

This charter sets out the ethical principles and rules of good conduct applicable to each of us when conducting our activities, both internally and externally, with all our stakeholders.

They ensure that we carry out our work with integrity, fairness and respect for other people. Complying with these will contribute to the development of Tereos and the success of its projects.

This charter also recalls the Tereos Group's commitments to its employees, cooperative associates, partners and customers, as well as the entire company.

Please read this charter carefully and thank you for abiding by it.



**G rard Clay**

*Chairman of the Board of Directors*

**LET'S BE  
EXEMPLARY**



# THE ETHICAL PRINCIPLES AND RULES OF GOOD CONDUCT OF TEREOS



TEREOS HAS ADOPTED A COMPLIANCE PROGRAMME THAT INCLUDES A SET OF ETHICAL PRINCIPLES TO GOVERN THE BEHAVIOUR OF EACH OF ITS STAKEHOLDERS IN THE CONDUCT OF BUSINESS.

THESE PRINCIPLES ARE SUMMARISED IN THIS ETHICS CHARTER AND ARE SET OUT IN VARIOUS OBJECTIVES AND COMMITMENTS ON THE PART OF TEREOS TO ITS STAKEHOLDERS.

CONVERSELY, IT IS THE RESPONSIBILITY OF ALL TEREOS STAKEHOLDERS TO IMPLEMENT THESE PRINCIPLES ON A DAILY BASIS WHILE PROTECTING THE COMPANY'S ASSETS AND RESOURCES.

## THE ETHICAL PRINCIPLES OF TEREOS ARE AS FOLLOWS:

- Encourage **respect for dignity and human rights**, whether defined in local or international texts, by respecting, in particular, the Universal Declaration of Human Rights, the Conventions of the International Labour Organisation (ILO) and the United Nations International Convention on the Rights of the Child;
- Increase **human safety and food safety**: open to global change and the opportunities it offers, Tereos aims to be innovative, confident and driven by an entrepreneurial spirit in order to contribute to the improvement of farming practices, optimize its industrial processes, innovate in order to meet the challenge of feeding the populations of today and tomorrow;
- Promote **sustainable development** by integrating this concept as much as possible into all its activities and by encouraging all internal and external initiatives that improve social and environmental performance or contribute to the sustainable growth of our company;
- **Protect the data** of our Group and all our stakeholders, including, in particular, the users of our sites, by promoting respect for privacy, the protection of all confidential information held in the workplace, compliance with regulatory requirements arising from the European regulation on the protection of personal data;
- **Actively fight against money laundering and passive and/or active corruption** as set out in the Anti-Corruption Code of Conduct adopted by Tereos in order to specify the Group's requirements in terms of preventing the risk of corruption and money laundering and to set standards of conduct to be adopted both internally and with regard to all our stakeholders (it is specified that the Anti-Corruption Code is in line with the continuity of this Ethics Charter and supplements it without replacing it, in accordance with the rules laid down by French law);
- **Promote competition**: Tereos wishes to promote fair commercial competition, exercised by all market players within the framework of competition law regulations. All stakeholders are required to comply with the laws and regulations surrounding competition law in the country where they operate.



**EACH STAKEHOLDER OF TEREOS UNDERTAKES TO RESPECT AND ENFORCE THESE ETHICAL PRINCIPLES BY APPLYING THE NATIONAL AND INTERNATIONAL LAWS AND REGULATIONS IN FORCE:**

Tereos intends to behave as a responsible company, respectful of people and the law. Tereos expects the same from all its stakeholders.

It is the responsibility of each stakeholder to learn about and comply with applicable laws and regulations. All stakeholders must ensure that their actions are in compliance with the laws applicable in the regions where they operate and in accordance with Tereos' ethical principles and rules of conduct. When the law goes beyond Tereos' own ethical principles, the law applies.

It is the responsibility of all stakeholders to prevent and report any identified violation of the law and the principles set out in this charter. A dedicated email has been created for this purpose: **signal@tereos.com**

# OUR OBJECTIVES AND COMMITMENTS AS A COMPANY

**TEREOS INTENDS TO ENSURE THAT THE FOLLOWING OBJECTIVES AND COMMITMENTS ARE RESPECTED WHEREVER THE GROUP IS PRESENT, BOTH IN ITS RELATIONS WITH ITS EMPLOYEES AND WITH THIRD PARTIES. ANY STAKEHOLDER WHO DOES NOT RESPECT THE PRINCIPLES SET OUT IN THIS CHARTER IS LIABLE TO SANCTIONS AS PROVIDED BY LAW, CONTRACTUALLY OR IN THE APPLICABLE INTERNAL REGULATIONS.**



## OBJECTIVES AND COMMITMENT WITH OUR EMPLOYEES

The Tereos group aims to respect the **Universal Declaration of Human Rights**, the Conventions of the International Labour Organisation (**ILO**) and the **United Nations International Convention on the Rights of the Child**.

### Tereos therefore undertakes to:

- Combat **child labour**;
- Fight against **forced labour**;
- Promote **social dialogue**;
- Strive to **protect the health and safety of its employees** by encouraging training and accountability of all its stakeholders to increase safety at work for all.
- Aim to **promote diversity** and to carry out **no form of discrimination** on the grounds of gender, disability, family situation, sexual orientation, age, political opinions, religious beliefs, trade union activity, racial, social, cultural or national origin;
- Aim to promote **equal opportunities within the company**;
- **Enable employees to develop at work**;
- Encourage **a climate of openness, respect and trust** so that each employee feels free to express their questions, ideas and concerns;
- Encourage leaders to create a **positive work environment** by promoting team spirit and regular information for team members;
- Make every effort to ensure that employees benefit from a work environment where **privacy** is respected and the **right balance between professional and personal life** is taken into account;



- Prohibit and actively fight against all forms of **discrimination**;
- Ensure **career development based solely on criteria related to professional skills and abilities**, without distinction as to origin, gender, customs, sexual orientation, family status or pregnancy, genetic characteristics, real or assumed membership of an ethnic group, nationality or race, adherence to political ideas, trade union or complementary activities, religious beliefs, physical appearance, name, state of health or disability whatsoever;
- Promote compliance and enforce compliance with the rules on the **protection of personal data and confidential data**.



## OBJECTIVES AND COMMITMENT WITH OUR COOPERATIVE ASSOCIATES AND ELECTED OFFICIALS

The Tereos group aims to maintain a **relationship of trust with its cooperative associates**. For this purpose, the Group undertakes to be transparent in its business relations and any communication it produces and disseminates.

The company strives to take into account, in its decision-making, the risk for its cooperative associates and its responsibility towards them.

Conversely, the latter undertake to promote the cooperative, to adopt behaviours that respect the strong values of the cooperative model and to respect all the points set out in this charter.

### Tereos therefore undertakes to:

- Communicate **clear and transparent information** to its **cooperative associates**;
- **Prevent the dissemination of misinformation**, the use of **inside information** and **price agreements**;
- Strive to maintain **equal treatment** for all **cooperative associates**;
- Ensure that the cooperative associates preserve the **confidentiality** of any non-public information likely to influence the market until its publication by the parties concerned. In particular, information relating to results, forecasts and other financial data or information relating to purchase and sales plans, commercial offers, new services or know-how, all decisions of regulatory authorities, the loss of a contract or information relating to ongoing legal proceedings or litigation and human resources shall be treated as strictly confidential;
- Implement best practices to ensure that the necessary **controls and verifications** are carried out before carrying out an international transaction;
- Avoid any **conflict of interest** or situation in which personal interests (financial or otherwise) conflict with the interests of the Tereos group;



The cooperative associates and elected officials (regional advisers, members of the Commissions and/or the Bureau and/or the Supervisory Board) undertake to follow the group's ethical principles as formalised in this charter, the Articles of Association and the Group's Internal Regulations and to adopt behaviours that respect the strong values of the cooperative model. The latter undertake in particular to:

- Comply with the laws and regulations in force;
- Protect confidential information and submit to a duty of confidentiality;
- Promote the efficiency, trust, transparency and success of the group;
- Ensure and not hinder the proper functioning of the cooperative;
- Promote agricultural production over time;
- Act with integrity, as a responsible company, in compliance with current regulations, the group's values and its governance;
- Promote the collective and sustainable success of the group;
- Show solidarity with the decisions taken collectively by the Elected Representatives.

## OBJECTIVES AND COMMITMENT WITH OUR **INDUSTRIAL** AND **BUSINESS PARTNERS**

The Tereos group's objective is to choose **industrial and commercial partners capable of guaranteeing compliance**, in the countries in which they operate, with the ethical principles set out by Tereos in this charter.

### **Tereos undertakes, in particular, to:**

- Respect and ensure that its employees respect **competition rules** by avoiding any agreement and abuse of dominant position;
- Promote respect for the **rules of industrial, intellectual and artistic property** and, more generally, the elements protected by these rights;
- Ensure compliance with the rules on the **protection of personal data**;
- Ensure that its industrial and commercial partners respect, in the countries in which they operate, the **fundamental labour rights** as defined in this Charter;
- Comply with and ensure compliance with regulations to combat **active and passive corruption and money laundering**;
- Ensure that its industrial and commercial partners adopt **responsible practices**;
- Encourage its suppliers to adopt an approach based on adherence to the principles of **sustainable development**;
- Promote compliance with current **health or environmental regulations**;

- **Cease, as soon as possible, all relations with an industrial and commercial partner that does not respect one of the ethical principles or objectives set out in this charter.**

Tereos Business Partners undertake to respect all of **Tereos' ethical principles** as set out in this charter. This charter is therefore an integral part of all the group's contracts. Any partner starting a contractual relationship with Tereos automatically submits to this charter.

## OBJECTIVES AND COMMITMENT TO OUR CUSTOMERS AND CONSUMERS

Long-term customer satisfaction is a guarantee of sustainability and growth. Attentive to the needs of its customers and consumers, Tereos intends to do its best to ensure the safety of its products.

Tereos also wants to maintain solid relationships built on trust and excellence with its customers.

### **Tereos therefore undertakes to:**

- Communicate reliable information on the origin of its raw materials by guaranteeing their **traceability**;
- Ensure that **quality products** are provided;
- Provide **relevant information on** production methods and conditions;
- Ensure **reliable, transparent and responsible communication** on its products;
- Comply with the rules on the **protection of personal data**;

## OBJECTIVES AND COMMITMENT TO THE ENVIRONMENT

Tereos' objective is to provide healthy food and production while making progress in terms of respect for the environment around its sites and contributing to the preservation of natural resources.

Tereos wants all projects to include an objective of better prevention of environmental and safety risks.

Tereos is committed to continuously improving the integration of its industrial sites into the local social and economic fabric.

### **Tereos undertakes, in particular, to:**

- Reduce water and energy consumption;
- Reduce CO<sub>2</sub> emissions;
- Limit and reduce the environmental impact of its activities;
- Promote effective waste management;
- Raise awareness and promote greater environmental responsibility;
- Fight against land grabbing. To this end, any acquisition or exploitation of land by Tereos, a supplier or a business partner must be done with respect for local populations, their traditions and customs, the environment and biodiversity;
- Ensure compliance with the standards and certifications from which Tereos benefits and participation in the United Nations Global Compact.

# THE DUTY TO ISSUE ALERTS

**EACH PERSON WHO BECOMES AWARE OF A VIOLATION OF THIS CHARTER  
HAS A DUTY TO ALERT. SHARE THE DILEMMA YOU FACE WITH  
YOUR GROUP COMPLIANCE MANAGER BY USING THE DEDICATED  
EMAIL ADDRESS:**

**[signal@tereos.com](mailto:signal@tereos.com)**



**This Charter has been drawn up on the basis of the following various international references:**

- United Nations Universal Declaration of Human Rights;
- European Convention on Human Rights;
- Various International Labour Organization conventions, including Conventions 29, 105, 138 and 182 (on child labour and forced labour), 155 (occupational health and safety), 111 (discrimination), 100 (equal remuneration), 87 and 98 (freedom of association, right of association and negotiation);
- OECD Guidelines for Multinational Enterprises;
- United Nations Convention of the Rights of the Child;
- UN Global Compact;
- Sapin II Law;
- General Data Protection Regulation (GDPR).

The charter is made available to all Tereos Group stakeholders on the Internet.

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## CONTACT

If you have any questions about the application or interpretation of this policy, we invite you to contact a member of the compliance team:

**> Sarah Leroy**

Chairman of the Group  
Ethics Committee

Tel.: +33 1 55 37 36 66  
[sarah.leroy@tereos.com](mailto:sarah.leroy@tereos.com)  
12-14 rue Médéric 75017 Paris

**> Charline Le Clainche**

Group Compliance  
Manager

Tel.: +33 1 55 37 36 55  
[charline.leclainche@tereos.com](mailto:charline.leclainche@tereos.com)  
12-14 rue Médéric 75017 Paris