



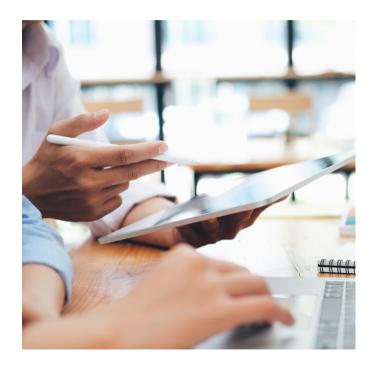
# OUR CODE OF CONDUCT

**Doing the Right Thing** 

Driven to go further

Majorel Code of Conduct Contents

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Majorel Code of Conduct A Message from the CEO

# A Message from the CEO



"To earn the trust of our Clients, colleagues, business partners and local communities, everyone at Majorel needs to act ethically and with total integrity. Every day.

Please take the time to understand our Code of Conduct, to Speak Up when you have any concerns and to always do the right thing."

Thomas

Thomas Mackenbrock

VI. 01/20/2020

Majorel Code of Conduct Why we have a Code of Conduct

# Why we have a Code of Conduct

Integrity and ethical conduct are at the heart of the Code. Acting with integrity brings respect to our everyday dealings with each other and our business partners, creating solid relationships based on mutual trust. Above all, we believe in the honesty and sincerity of our people.

Majorel is a mosaic of countries, cultures and languages. This incredible diversity is part of our DNA; it is our strength and, therefore, should be respected and nurtured. The Code and our shared Values (Creativity; Excellence; Respect) unite us all under common principles important to Majorel.

Our Values are the spirit of our Organisation; the Code sets the standards by which we operate.

The standards set out in the Code will be your compass to navigate through difficult situations. It is there to support you. We expect our people to comply with the standards outlined in the Code and to Speak Up when things are not right.

# **Ethical decision making**

The standards set out in the Majorel Code of Conduct won't tell you exactly what to do in each specific scenario; but it can be your compass to navigate through difficult situations, get on the right path and reach the right decision.

#### Pause - Take a moment to summarise the facts:

- What led to this situation?
- · Do you know enough about the topic to evaluate the possible outcomes?
- What are the possible options for making your decision?

#### Evaluate - Weigh possible decision outcomes:

- Is the outcome in line with the standards of this Code, our internal policies and regulations?
- Is the outcome in line with the Clients' requirements?
- Fast-forward in time can you see yourself justifying your decision easily in a discussion with colleagues, managers or a Client?

If the answer to any of these questions is "no" or "I don't know" it means you should not consider this option and you should consult further with your line Manager or your local Compliance Officer.

#### What does the Code mean for me?

#### We expect you to do the following:

- Behave in an ethical manner, taking pride in your actions and decisions
- Comply with the principles and rules set out in our Code of Conduct and fulfil your legal and regulatory obligations
- Respect all laws and Human Rights
- If there's a difference between a local legal requirement and our Code, please apply the most stringent standard
- Use the principles set out in this Code in your work at Majorel
- Speak up if you feel that a working practice isn't ethical or safe or if it breaches our Code of Conduct

#### **Line Managers**

If you are a line manager, you have an important role in ensuring our Code of Conduct is understood and applied by your team. Therefore, we expect you to:

- · Be a role model for Doing the Right Thing
- Ensure your team members are familiar with our Code and that they understand it
- Hold your team members accountable for complying with our Code



Majorel Code of Conduct Respect, Diversity and Inclusion

# **Our Guiding Principles**

#### At Majorel we:



Embrace diversity and inclusion



Treat each other well



Manage Conflict of Interest



Care for our people's health, safety and wellbeing

# **Expected Conduct**

#### We embrace diversity and inclusion

- We promote a work environment characterised by integrity, tolerance, and mutual respect that recognises the value and dignity of every individued. Sexual harassment, bullying, intimidation, and abuse of power are prohibited.
- We do not tolerate any discriminatory behaviour on the basis of ethnic origin, race, nationality, gender, pregnancy or parenthood, marital status, age, disability, religion or belief, gender identity or sexual orientation. This approach ensures that all leadership related decisions, for example recruitment, promotion and disciplinary measures, are made without discrimination.
- We develop measures and activities to address the inclusion of people with disabilities and create solutions for barrier-free workplaces.
- We create a work environment based on collaboration, engagement and appreciation for everyone in the company.

Note: Majorel will not initiate any action not permitted by, or in conflict with, local regulations in each of the countries we operate in.

#### We give everyone the opportunity to be their best

- We treat our people in line with our established core values and fair employment practices.
- We are an equal opportunities employer, without discrimination.

#### We act with Integrity

- We carefully consider possible conflicts of interest in our job design and recruitment procedures.
- When a conflict of interest is found, we have established policies and procedures to declare and resolve it.
- We follow employment practices which protect the Company from biased or unfair selection and performance evaluation.

Majorel Code of Conduct Respect, Diversity and Inclusion

#### We care about our people

- All our office environments meet local Health and Safety standards.
- We are committed to our people's wellbeing.
- Child labor and modern slavery are forbidden and condemned

#### We give everyone the opportunity to be their best

- We prohibit sexual harassment, discrimination and bullying.
- Disputes and disagreements are managed constructively.
- The company offers a "Speak Up" service for confidential and anonymous reporting of unresolved disputes and concerns. (please see Speak Up section)

# **Our Corporate Social Responsibility**

In Majorel we think someone's individual characteristics and differences are the fuel of their innovation engine and that this uniqueness should be valued. We work hard in embedding this principle in our management practices.

This commitment to fight against discrimination takes many shapes. It is present when we ensure fairness in evaluation and recognition and when we work on gender equality through career development support and the access to decision making positions.

Recognising the importance of the generations to come, we are committed to supporting the professional placement of young people by providing preemployment internships and by recruiting new graduates.





#### Contact

Your line Manager, local Human Resources representative or Employee representative is your first point of contact to discuss any of the topics above.

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



# **Further Information**

Further information about the local Human Resources policies which apply to you can be found in your local intranet and via your local HR representative.

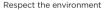


Majorel Code of Conduct Communities and the Environment

# **Our Guiding Principles**

#### At Majorel we:







Encourage the support of local communities

# **Expected Conduct**

#### Our Operations are conducted with respect for the environment

- We meet local environmental standards.
- We consider that protecting the environment is everyone's responsibility.
- We encourage everyone to:
  - Only print documents if they really need to
  - Use the recycle bins provided
  - Switch off computers and lights when not in use between shifts or at Ω the end of the day
  - Report faults causing water waste, such as a problem with water taps.

# We encourage support of local communities



support communities at local level through various initiatives. encourage employees to take part in charity activities. follow our Corporate guideline for Charity and Donations.

#### Do's and Don'ts



- Consider recycling every time you can and use the recycling bins provided in the office. Recycling a paper cup may seem like a small contribution but it all adds up!
- Switch off lights and equipment when not in use.
- Think about better ways to share information than printing documents. Use safe shared folders and online tools provided by the Company whenever possible.



## Contact

Your local office may already sponsor local charity initiatives. To learn more or to propose activities please contact your local HR representative.

To report waste concerns please contact your local Facilities Manager.

To learn about how to save energy with computer settings, please contact your local IT Support team.

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



Majorel Code of Conduct Data Privacy and Confidentiality

# **Our Guiding Principles**

#### At Majorel we:



Respect and follow Data Protection best principles



Respect the legal and Data Privacy obligations set by each jurisdiction where we conduct business

# **Expected Conduct**

#### We are committed to Privacy

- We process personal data lawfully, fairly and in a manner transparent to the data subject.
- We collect personal data only when we have a specific, explicit and legitimate purpose.
- We ensure that the personal data we process is adequate, relevant and limited to what is necessary.
- We take every reasonable step to update or remove data that is inaccurate or incomplete.
- We retain data only for the length of time we need it and delete it when it's no longer required.
- We protect the integrity and confidentiality of data by implementing adequate organisational and technical measures.
- We classify and label data in conjunction with our data loss prevention controls to protect our data and our Clients' data.
- We ensure that information is handled in strict accordance with its classification level.

#### We are committed to Privacy

- We put our Clients' data protection requirements at the heart of our Operations.
- We ensure appropriate security controls to protect Client data.

#### Do's and Don'ts



#### Do

- Ensure the information you share verbally is not overheard by others.
   Be especially careful when you are outside Majorel premises.
- Use these data labels according to the type of data at hand: The labels are "public", "internal", "confidential" or "strictly confidential" and they will help you, your colleagues and our systems to know which information should receive the highest protection.
- Process Client and Customer information in accordance with their particular processing instructions.



#### ) Don't

- Leave print-outs unattended on printers.
- Use the data that customers entrust to us for purposes other than the processing we have been contracted to carry out.

Majorel Code of Conduct Data Privacy and Confidentiality



#### Q & A

Q: The Client I support is testing, and close to releasing, a very exciting new product which I think will revolutionise the way people interact online. I feel I would serve this Client well if I could speak freely about this product to my friends. Why is this not allowed?

A: By disclosing information about the new product you may unwillingly create a negative situation for your Client. For example if the product information is not yet published a party with a similar product may try to match the same functionalities at a lower price to undermine the launch. Sharing internal or Client information with third parties is forbidden unless expressly authorised by the Company. Sharing confidential information such as specifications, prices, testing results, a new product to be announced or the retirement of an existing product may be a breach of confidentiality and may in some cases constitute an offence.



# Contact

The local Data Protection Officer, Data Protection Managers or Data Protection Coordinators are the first points of contact to get advice on privacy and confidentiality related situations or concerns.

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



## **Further Information**

For further information regarding data protection or processing requirements set by our Clients please contact your direct line Manager or Trainer.



# **Our Guiding Principles**

#### At Majorel we:



Ensure the correct use ofwork resources and tools



Safeguard Majorel and Clients assets against theft and fraud



Contribute actively to maintaining and improving information security

# **Expected Conduct**

#### We use Majorel and Client resources for their intended purposes only

- We make use of tangible and intangible assets for their intended professional use.
- We always follow Majorel's 'IT Acceptable Usage' policy.
- We make sure we use Clients' assets only for their intended purpose and within work activities.
- We use internet resources for work purposes only unless authorised by local exception.

#### We detect and prevent data theft and fraudulent activities

- We prohibit and report any fraudulent or theft activities.
- We supply systems, software, and devices that are safe for business usage.
- We connect only to authorised company networks using company-provided hardware and/or software.
- We ensure that Majorel assets are protected against misappropriation or manipulation.
- We secure work equipment when not in use with complex passwords and lock screens.
- We do not leave equipment unattended in public.
- We use mobile devices and storage media in a safe manner.
- We enforce browser security settings as recommended in line with Information Security best practices.
- We only use cloud services that have been approved by our management and Information Security departments.
- We never send Majorel information to personal email addresses.

#### We are active in maintaining and improving information security

- We run regular Information Security awareness and training sessions.
- We report incidents and suspicious behaviour including suspicious email attachments.
- We ensure that technological innovations are tested and evaluated against business purpose, legal, organisational and internal Information Security requirements.

#### Do's and Don'ts



#### Do

- When sending emails, stop and check your attachments and recipients before you send.
- Make sure to keep your devices up to date with updates and patches.
- Use different complex passwords for different systems.
- Lock your computer when not in use.



#### Don't

- When a device is assigned to you it is under your care and responsibility. Do not allow others to use your devices.
- Do not make your passwords available or visible to anyone.
- Don't open attachments looking suspicious even if they come from an email address you know. A typical example is receiving an invoice to approve or review while this is not part of your duties.
- Don't accept instructions to access a link, reset passwords or confirm you credentials unless you are sure the sender and the request is a legitimate one.





# Contact

Your regional or local Information Security Officer is your first point of contact for discussing situations or concerns related to this section.

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



# **Further Information**

There are policies and controls set at a local level documented in our information security regulations. If you want to get more information about these, please contact your local Information Security Officer.



Majorel Code of Conduct Honest and Professional Communication

# **Our Guiding Principles**

#### At Majorel we:



Represent our Company with professionalism



Use social media responsibly

# **Expected Conduct**

#### We are all ambassadors of our brand

- We always follow our brand guidelines for all communications.
- In a professional setting, no Majorel employee should speak with the media without approval (please see the 'Contacts' session below).
- We represent Majorel truthfully.
- We respect our Clients' brand, products and image.

#### We enjoy Social Media with respect and honesty

- We don't represent Majorel or its Clients falsely on Social Media.
- We make sound decisions about what to share/not to share taking into account our Colleagues' Privacy and Client Confidentiality.
- We use internal communication platforms constructively and responsibly without making discriminatory or offensive comments about others.

#### Q & A

Q. Am I allowed to say where I work on my personal social network profile?

A. You are free to disclose that you are a Majorel employee but you should never disclose Client names or any information on the services you support.

Q. I work in Talent Acquisition and I would like to promote Majorel's participation in a job fair in my country. Which social media platform could I use?

A. That's a great idea! You should contact your regional HR or marketing communications contact and they'll point you in the right direction.



# **Contact**

If you are approached by the media, please contact your local marketing and communications team or oneteam@majorel.com

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



#### **Further Information**

To learn more about communications topics, please contact your local marketing and communications team or **oneteam@majorel.com**. For information on the Majorel Brand Guidelines or any questions about the use of the brand, please contact **brand@majorel.com**.



Majorel Code of Conduct

Anti-Corruption and Sanctions Complaince

# **Our Guiding Principles**

#### At Majorel we:







Do not conduct business with denied or sanctioned parties

# **Expected Conduct**

#### We conduct our business without engaging in corrupt practices

- We do not give or receive gifts for obtaining or giving undue advantage.
- We approach carefully the giving and receiving of gifts and invitations to events/hospitality by following our Corporate Guideline "Guideline on Anticorruption and Intecrity".
- We approach cautiously our interactions with public officials and representatives by following our internal Corporate guidelines.

#### We ensure Majorel does not fund directly or indirectly criminal or terrorist activities

- We do not engage in employment or commercial arrangements with parties on sanctions lists.
- We respect applicable trade regulations, embargos, sanction lists and import and export restrictions.
- We work in detecting and investigating suspicious activities each time possible.

#### Do's and Don'ts



#### Do

 When receiving an entertainment invitation from a current or prospective Business partner, always evaluate it with your Compliance contact first.



#### Don't

 Cash is never an acceptable business courtesy that we should ever give or receive - irrespective of the value.

#### Q&A

Q: How do we know that a person or a party we want to do Business with is not on a sanction or a denied persons list?

A: Majorel uses software which screens a person or legal entity name against the relevant and authorised lists published by governments. Please contact your local Sanction Screening Coordinator or local Compliance Officer if you need access.



#### Contact

To get advice regarding the handling of gifts and invitations please contact corporate corporate.compliance@majorel.com

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



# **Further Information**

Majorel's Anti-corruption training provides useful information. If you have not been trained yet or if you wish to access the training contents, please contact corporate corporate.compliance@majorel.com

The Majorel Supervisory Board has set up Anti-corruption and Integrity Corporate guidelines which provide further directions related to the topics in this section. Please approach your line Manager or your Compliance Officer if you have not received this document.

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Majorel Code of Conduct Financial Integrity

# **Our Guiding Principles**

#### At Majorel we:



Value and respect international laws and regulations, including Anti Money Laundering



Represent Majorel's financial information with integrity



Contribute at all levels to financial performance

# **Expected Conduct**

#### We value and respect international regulations and standards

- Our Finance and Accounting teams attach great importance to the International Financial Reporting Standards (IFRS) and work with auditors to ensure compliance.
- Our records of financial data are expected to be accurate, complete and transparent.
- We respect the laws and regulations against money laundering.
- We do not tolerate bribery from business partners.
- We respect the Charts of Authority defined by Majorel at local and global level. By doing this we ensure good control of Majorel assets and protect the company's interests.

#### We ensure that the financial representation of Majorel is not misleading

- Accuracy and veracity guide our financial representation and our way of doing business.
- Financial information published by choice or by obligation is accurate, complete and transparent.
- · We forbid the manipulation of financial statements.
- Arrangements included in our financial reports are valid.

#### We contribute at all levels to Majorel's Financial Performance

- We encourage everyone to think about new ways to be more efficient.
- We help to reduce costs by planning and using resources carefully.
- We ensure that the services billed to our Clients are accurate and complete.
- We protect Majorel against inappropriate use of assets with controls based on segregation of duty.
- We follow the travel and expenses policy applicable at each location.

Majorel Code of Conduct Financial Integrity

#### Do's and Don'ts



#### Do

- Know your Suppliers and Clients. Before entering a contract please make sure that you have completed a due diligence check and are confident that our new Business Partner is representing itself correctly and is not on a sanction list.
- Keep receipts necessary to justify and claim travel expenses in accordance with our travel and expenses policy.
- Ensure accuracy of data in reporting provided to the Line Manager or to the Finance teams.
- Respect and not exceed the budget allocated to each department and project.
- Escalate any financial transaction not tracked properly in the Finance & Accounting systems.



#### Don't

- Our people should not disclose financials of the projects or Customer operations they are working on outside of the Company.
- Don't assume someone else will take care of reporting a financial issue: if you are aware of any issue which might expose Majorel to financial losses or risks, please report it to your Line Manager.

#### Q&A

Q: Do we have to record low value cash transactions? Is this not a waste of time?

A: The discipline around our financial records applies to all cash transactions irrespective of the value. The correct recording of petty cash is important from a control perspective as many small amounts can total a significant amount in time. A fault in recording petty cash may also put into question the general integrity of financial records in general, during statutory audits.



# Contact

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



Majorel Code of Conduct Fair Competition

# **Our Guiding Principles**

#### At Majorel we:



Prohibit insider trading



Select our Suppliers fairly



Adopt ethical behaviour towards our competition

# **Expected Conduct**

#### We select our Suppliers fairly

- Transparency and responsibility are essential in our relations with Clients and suppliers.
- We have a process to ensure fairness and sound decisions when selecting a supplier.
- By policy we request transparency regarding Conflict of Interest, including those related to a potential Supplier.
- Local procurement guidelines set by Majorel should be followed to ensure fair competition and equity amongst suppliers.

# We follow our Antitrust guidelines

- We follow our Corporate Guidelines for Antitrust.
- We ensure staff with higher exposure are trained regularly and in person.

#### We prohibit insider trading

- We do not disclose unpublished internal and confidential information to the public.
- We do not use unpublished information about Majorel or its Clients to obtain undue advantage or influence.

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Majorel Code of Conduct Fair Competition

## Do's and Don'ts



#### Do

 When we compete for new business we respect the bidding process and ensure that the way we represent the company is truthful.

- If you partake in professional associations, please be conscious of situations or discussions which could be seen as an attempt to limit fair competition.
- Always ensure that arrangements are formalised with suppliers by ensuring the presence of a Purchase Order or a Contract (or both).



### Don't

- Do not share restricted information provided by a Supplier to its competitor.
- Do not enter a formal engagement with a supplier unless the local procurement guidelines and a fair tender process were previously followed.





# **Contact**

If you have questions related to the principles in this section, please contact your local Legal support team or corporate compliance corporate.compliance@majorel.com

To report a compliance violation with the principles set out in this section please contact our confidential Speak Up service. (please see Speak Up section)



# **Further Information**

Majorel's Antitrust training provides useful information regarding Antitrust and situations which should be approached with caution. If you have not been trained yet or if you wish to access the contents please contact corporate.compliance@majorel.com



Majorel Code of Conduct Ethical Conduct of Suppliers

# **Our Guiding Principles**

#### At Majorel we:



Expect our Suppliers and Contractors to match or exceed the principles set out in this Code of Conduct.

# **Expected Conduct**

We cascade our requirements for ethical conduct to our Suppliers and Contractors

- We conduct due diligence checks on all our Suppliers and Contractors.
- We share our Supplier Code of Conduct each time we engage a new Supplier or Contractor.
- We ensure that our 'Speak Up' service is available to Suppliers and Contractors.
- We include a special clause in contracts referring to our Supplier Code of Conduct.

#### Q&A

Q: We are in the middle of a negotiation with a potential supplier. How can we get the correct wording to add to the contract?

A: The Majorel Legal support for your Country or Region will give you the standard clause related to the Majorel Supplier Code of Conduct. This clause can be integrated into the contract about to be signed.

Q: Is there a document we can give to new or existing Suppliers which explains the ethical conduct expected?

A: Yes, this is the Majorel Supplier Code of Conduct; please contact corporate.compliance@majorel.com to obtain a digital or printed copy

Q: the Suppliers we are using at the moment signed their contract a long time ago. How do I go about integrating the Majorel Supplier Code of Conduct into my relationship with these Suppliers?

A: You should contact the Majorel Legal support for your Country or Region to get advice. Depending on the country and the contract type, there are many ways you can incorporate the reference to the Supplier Code of Conduct into an existing contract.



Majorel Code of Conduct 'Speak Up' and Whistleblowing

# **Our Guiding Principles**

#### At Majorel we:



Encourage our people, suppliers and Contractors to Speak Up when things are not right



Enable safe channels to report and investigate suspected violations

# When to report?

- When you observe or become knowledgeable of a suspected violation with any of the standards set out in this Code or any of the Majorel Corporate Guidelines.
- When the violation is confirmed or suspected and is reported in good faith.

# Who should report?

- Everyone is encouraged to report suspected violations. However, certain roles have a duty to report. This is set out in the Majorel Corporate Compliance Guideline "Compliance violation reporting and handling".
- Suspected compliance violations are investigated by the Majorel Corporate Compliance Team

# Fairness and confidentiality

We make safe channels available to report violations of the Code:

- When reporting a suspected violation you have the choice to remain anonymous
- A situation reported in good faith is investigated following a standard process
- The person reporting the violation in good faith is protected against retaliation
- Various channels are available and managed with respect for Confidentiality



# **Contact**

Compliance concerns may be raised locally in person or by email with your direct Manager, Human Resources representative, the local Data Protection Officer, the local Information Security Officer or a member of the Regional Compliance Community (Regional Compliance Officer or Advocate).

You may also chose to use the central Speak Up channels available to raise and investigate compliance concerns including those related to Majorel Values or Code of Conduct:

- Speak Up Online https://www.bkms-system.net/MajorelSpeakUp
- Speak Up by e-mail SpeakUp@majorel.com

If you have a general question or a suggestion related to the Speak Up channels please get in touch with corporate.compliance@majorel.com



## **Further Information**

A guide for raising issues constructively is available from your local HR representative and from corporate.compliance@majorel.com





# **Our People**

- Our people are expected to read and comply with the Majorel Code of Conduct.
- Training on the Code is a mandatory induction step for new joiners.
- While we encourage all of our people to report a violation of the Code, those
  working in certain roles or teams at Majorel have a duty to report a breach.
  (Supervisory Board members, Management and Supervisors, Human Resources
  management, Wellness coaches, Finance, Audit, Risk, Compliance, Health and
  Safety. Security and Data Protection, and Legal).
- Our people at all levels are expected to collaborate during internal investigations.
- Failing to read or accept these standards does not relieve our people of their responsibilities.

# **Oversight**

 The Majorel Executive Team is responsible for the oversight of the Compliance Program and compliance with the principles set out in this Code.

# **Applicability and Enforcement**

- This Majorel Code of Conduct applies to all Employees in Majorel, its Affiliates and Subsidiaries.
- The Majorel Supplier Code of Conduct applies to Majorel Contractors and Suppliers.
- Violation of the Code may result in disciplinary action up to and including termination of employment.



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