



Compliance

PROCEDURE DE RECUEIL DES SIGNALEMENTS

Procédure

CONF-PRO-001000

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Compliance
REPORTING COLLECTION PROCEDURE
Procedure


REVISION 04	Update - Update to the paragraphs upon the entry-into-force of the Wasserman Act	16/09/2022			
REVISION 03	Update to the function of the Ethics & Compliance Manager and the Legal, Ethics & Compliance Director of the Group	30/11/2020	FPA	LGH	LGH
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The GTT Group pays great attention to all its employees and stakeholders showing respect for the values and principles set out in its Ethics Charter in particular, and specified in all related policies and procedures.

1. Purpose and Principles

The purpose of this procedure is to describe how reports are received in the GTT Group so that its employees, providers, suppliers and all its stakeholders can report any event or information concerning the possible violation of a legal or regulatory obligation, in particular the rules relating to:


- ethics;
- corruption and influence peddling;
- conflicts of interest;
- unfair competition practices;
- human rights;
- commercial relations;
- management practices (harassment, discrimination, exploitation, etc.);
- environmental protection;
- money laundering and terrorist financing;
- protection of intellectual property;
- privacy and data security breaches.

Our reporting system is based on the following key principles:

- protection of the confidentiality of the person sending a report;
- protection of the presumption of innocence of the person targeted by a report;
- details of the person sending the report;
- protection of the person sending a report in good faith from any form of retaliation by TWG, even if it is subsequently found that the report was not valid;
- protection of personal data.

2. Applicability

This procedure shall apply in each Group company in all countries where the Group is established or has economic interests. If local regulations are more restrictive than the provisions of this procedure, said regulations will apply to the Group employees concerned.

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3. Background

This reporting mechanism is part of applicable regulations in the various countries where the GTT Group operates.

Whistleblowing is a right for collaborators, but it is not an obligation. A whistle-blower is defined as a person who benefits from the principles set out in this procedure and from the legal protections applicable in the corresponding jurisdictions, and who reports or discloses, without direct financial consideration and in **good faith**, information relating to a crime, an offence, a threat or damage to the general interest, a violation or an attempt to conceal a breach of an international undertaking duly ratified or approved by France, a unilateral act of an international organisation taken on the basis of such an undertaking, of European Union law, of law or of the Regulations.

On the other hand, any person acting in bad faith or for the sole purpose of harming another person may be subject to disciplinary measures and/or legal proceedings under the conditions set out in paragraph 5 below.

This mechanism is not intended to replace other existing reporting channels in the Group's various entities (e.g. hierarchy, staff representation bodies, etc.).

3.1. Issues that can be reported


The following issues may be reported by a collaborator in good faith:

- a crime or offence;
- threat or harm to the public interest;
- a violation or an attempt to conceal a violation of an international undertaking duly ratified or approved by France, or of a unilateral act of an international organisation carried out on the basis of such an undertaking;
- a serious violation of human rights and fundamental freedoms, health, safety and the right to privacy of persons, including any form of harassment or discrimination, or of the environment resulting from the Group's or other activities;
- conduct or situation contrary to the Group's Ethics Charter;
- any event which may affect the Group's interests and/or one or more of its employees, or affect its/their reputation or responsibility.

When the information has not been obtained during professional activities, the employee must have personal knowledge of it.

3.2. Issues excluded from the reporting procedure

Any facts, information or documents, whatever their form or medium, the disclosure of which is prohibited by provisions relating to national defence secrecy, medical secrecy, the secrecy of judicial proceedings, the secrecy of judicial investigations or enquiries or the secrecy of relations between a lawyer and his client shall not be excluded from whistleblowing procedures.

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4. The recipients of the report

Without prejudice to other applicable whistleblowing channels in the Group, the following will be primarily responsible for receiving and processing reports in the Group as defined in this procedure, unless they themselves are involved in the report:

- Compliance team, consisting of the Compliance Manager and the General Secretary;
- where appropriate, the direct or indirect hierarchy or a dedicated *ad hoc* internal audit team; and
- where applicable, external suppliers and providers.

4.1. Direct hierarchy

The direct hierarchy is the first level of responsibility to which a GTT employee can send a report under this procedure.

4.2. Indirect hierarchy

The indirect hierarchy refers to the different levels of management to which, beyond the direct hierarchy, a GTT employee can send a report under this procedure.


4.3. Compliance Team

The Compliance team, composed at the time of the adoption of this procedure of the Compliance Officer and the General Secretary, is specifically responsible for collecting and processing reports received under this procedure when they cannot be processed by the direct or indirect hierarchy or when the whistleblower does not want them to be processed through the hierarchical channels.

In the Compliance team, the Compliance Manager's specific mission comprises the following:

- decide on the follow-up to a report, in particular to carry out checks and, where appropriate, propose that the competent persons take disciplinary action and/or initiate legal proceedings;
- control compliance action plans where appropriate; and
- ensure regulatory supervision of the right to send a report.

The Compliance Officer shall inform the whistle-blower of the decision of whether or not to open investigations following the report within seven days of receipt. He/she also decides whether or not to inform or refer the matter to the Ethics & Compliance Committee and/or Comex and/or order internal (internal audit) or external services to investigate the reported facts.

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4.4. Internal audit

This is the team dedicated to conducting post-report audits and investigations.

The internal audit team shall be made up of a representative of the Human Resources Department and at least two other members, appointed on a case-by-case basis by the Ethics & Compliance Officer according to the nature of the reported facts.

It is led by the Compliance Officer when investigating the reported facts. As such, it is important to remember that the internal audit team is bound by a strict duty of confidentiality, in particular regarding the identity of the whistle-blower and the content of the report. The team acts under the supervision and responsibility of the Compliance Manager.

4.5. External provider(s)

Depending on the severity and/or complexity of the reported events and the country where the reported events took place, the Ethics & Compliance Officer may decide to use an external provider to conduct the necessary investigations.

The provider shall be selected for its skills, references and capacity to act in accordance with the confidentiality requirements applicable to the processing of reports provided for in paragraph 7.

5. Whistle-blower

The reporting system is consistent with the Group's values. The whistle-blower must act in good faith, refraining from disparagement, calumny or causing deliberate harm to the image or reputation of another member of the Group and/or the Group itself.


Any report made in bad faith and/or with the intention of causing harm will render the sender subject to disciplinary measures and/or legal proceedings. Unfair reporting may be prosecuted under Articles 226-10 et seq. of the Criminal Code, or similar provisions applicable in other jurisdictions.

5.1. Presumption of innocence

Any person who is the subject of a report is presumed innocent until the facts reported have been confirmed by court order.

In order to guarantee the rights of the person against whom the report has been made, the Ethics & Compliance Officer shall ensure that said person is informed as soon as possible so that they can defend themselves. At the same time, the Ethics & Compliance Officer shall protect the confidentiality of the whistle-blower.

The person against whom a report is made will be informed as soon as possible. Where protective measures are necessary, in particular to avoid the possible destruction of evidence relating to the report, the information about said person shall be provided during the investigation phase.

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5.2. Confidentiality

All persons/entities responsible for receiving reports listed in paragraph 5 must ensure the strict confidentiality of the identity of whistle-blowers, the person against whom the report has been made and the information collected.

In accordance with French law, disclosure of the elements that may identify the following to anyone except the judicial authority is punishable by two years' imprisonment and a fine of €30,000:

- the whistle-blower without his/her consent; or
- the person against whom the report has been made without establishing the validity of the report.

5.3. Facilitator

The whistle-blower may use a facilitator to help him/her send a report or make a disclosure. In addition to associations or trade unions, the facilitator may be a natural person who is internal (e.g. a colleague) or external (e.g. a customer or supplier) to the Group, and who will be given the same legal protection as the whistle-blower vis-à-vis reprisals by his/her employer.

6. Sending a report

6.1. Who is the report addressed to?

The Group encourages its staff to send their reports to their direct or indirect hierarchy.

Employees may also send their reports to the Compliance team, the General Secretary or the Compliance Manager by post or e-mail.

All reports sent by post must be sent to the Compliance team at the address below and marked "Confidential":


The Compliance Manager - GTT
1, route de Versailles,
78470 Saint Rémy Lès Chevreuse (France)

Persons wishing to send a report may also send an email to ethics@gtt.fr. Only the Group Compliance team has access to this email.

6.2. How do I send a report?

GTT encourages individuals who wish to send a report to do so in writing, on paper or electronically.

There is no pre-defined report form.

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In order to allow for the prompt and effective processing of the report, whistle-blowers are invited to provide facts, information or documents in any form and on any medium to support their report, assuming they have such information.

In order to process the report, whistle-blowers should preferably make themselves known to the Compliance Officer, since their anonymity will be strictly guaranteed (except in respect of the judicial authority). In this case, the Compliance Officer may, where appropriate, inform the whistle-blower of the processing of the report and, with their agreement and if it proves useful, involve them in the investigation process.

While anonymous reporting is not prohibited, the Group encourages reports indicating who is responsible for making contact and exchanges during investigations, while underlining the obligation of confidentiality for all those involved.

7. Processing reports

7.1. Receiving a report

Upon receipt of a report and by return of e-mail or post, depending on the information available, the addressee of the report shall forward the report to the Compliance Team. The Compliance Manager shall inform the whistle-blower of the receipt of the report in a maximum period of 7 days. In consultation with the General Secretary, the Compliance Officer shall decide on the follow-up to the report and, where appropriate, whether to use the internal audit service or an external provider.

Within one month of receiving the report, the Compliance team must decide on the following:


- the relevance of the report to the purpose of the procedure;
- the need to inform the President-CEO;
- the definition of actions to be taken to verify the truthfulness of the reported facts;
- whether or not to inform the person involved;
- the information of the whistle-blower concerning the follow-up of their report.

7.2. Verification of the facts

Investigations are led and conducted by the Compliance Officer under the authority of the General Secretary. The Compliance Officer may set up an internal audit team to investigate the reported facts. If he/she deems it necessary, the Compliance Officer may also use the service of an external provider.

Investigations shall be conducted in accordance with applicable laws, including those that protect the confidentiality and privacy of the whistle-blower and the persons against whom the report has been made, together with the presumption of innocence.

Said confidentiality shall apply even in the case of communication to third parties when it is necessary only for verifying or processing the report.

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7.3. Procedures after processing the report

Following the investigation phase, the Compliance Officer shall consult with the General Secretary to decide on the follow-up to the report. In particular, they shall decide on the need to inform—and possibly lead—the Ethics & Compliance Committee and/or COMEX and/or the President-CEO.

They shall inform the whistle-blower and, if necessary, the person against whom the report has been made of any measures taken.

If the facts reported are confirmed, the Compliance Officer shall inform the Human Resources Department in order to initiate disciplinary proceedings as necessary in accordance with the rules of procedure.

Furthermore, and if necessary, the Group will inform the judicial authorities and/or initiate any legal proceedings it deems appropriate.

7.4. Protection of personal data

Information and elements relating to persons shall be collected and processed under this system in accordance with applicable regulations on the protection of personal data.

In accordance with said regulations, employees may access their information and/or make changes to incorrect data at any time.

However, the persons against whom the report has been made, even if they are also entitled to access and modify their data, may not obtain the identity of the whistle-blower unless provided otherwise in law.

Persons wishing to access this information should contact the Compliance Manager by e-mail or by post.

7.5. Data retention

If disciplinary action or legal action is to be taken, the information will be retained until the end of the proceedings.


If no further action is planned, the information must be destroyed no later than two months after completion of the investigation, unless a foreign law provides for a longer period.

7.6. Whistle-blower protection

Whistle-blowers may not be subjected to any form of discrimination or retaliation as a result of their action.

As such and in accordance with applicable legislation, no person who has acted in good faith when reporting a breach of the provisions set out in 4.1 may be:

- sanctioned, dismissed or discriminated against, directly or indirectly, in particular with regard to remuneration, incentives or distributions of shares, training, reclassifications, assignments, qualifications, classifications, promotion, transfers or renewal of contract; or

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- excluded from a recruitment procedure or from access to an internship or a period of vocational training.

8. Implementation procedure

This procedure will enter into effect after consultation with staff representation bodies and will be filed in the process register and, where applicable, will undergo an impact assessment in accordance with the French Data Protection Act.

9. Reporting to the judicial or administrative authority

French law provides for a compulsory stage-based reporting system (unless otherwise provided by a foreign law—instead of French law—applicable to whistle-blowers). Accordingly, the report should, in principle, be made known to the following:

- Compliance Team (Compliance Manager and General Secretary);
- direct or indirect hierarchical superior.

In the absence of due diligence by the person to whom the report is sent vis-à-vis checking the admissibility of the report within a reasonable time, the report may be sent to the following:

- the judicial authority (e.g. public prosecutor); or
- the administrative authority (e.g. French Markets Authority, French Anti-Corruption Agency, etc.).

Only in the last resort, and only if the authority to which the report was sent has not dealt with it within three months, may the report be made public. This is also the case in the event of serious and imminent danger or the risk of irreversible damage.