



APPENDIX TO THE INTERNAL RULES

CODE OF CONDUCT

TABLE OF CONTENTS

Table des matières

PRELIMINARY PROVISIONS	5
THE USER MANUAL	6
.....	6
THE OBJECTIVES OF THE CODE OF CONDUCT	6
RECIPIENTS OF THE CODE OF CONDUCT	7
USE OF THE CODE OF CONDUCT.....	8
THE LEGAL CONTEXT	9
.....	9
PROHIBITION OF CORRUPTION	9
MAIN CRIMINAL RISKS AND PENALTIES.....	9
PROHIBITED PRACTICES	10
.....	10
1. CORRUPTION	10
2. INFLUENCE PEDDLING	13
3. FACILITATION PAYMENTS	14
4. EMBEZZLEMENT - EXTORTION OF FUNDS BY	15
PUBLIC SERVANTS	15
5. FAVOURITISM.....	15
6. CONFLICTS OF INTEREST	16
ESCP INTERNAL PROCEDURES	18
1. GIFTS AND INVITATIONS.....	18
2. EVALUATION OF OUR THIRD PARTIES	21
3. LOBBYING	23
4. DONATIONS	24
IDENTIFY, DETECT AND REMEDY	25
1. THE COMPLIANCE OFFICER	25
2. THE INTERNAL ALERT PLATFORM,	25
A TOOL FOR DETECTING BREACHES OF THE CODE OF CONDUCT.....	25
APPENDICES	27
1. APPENDIX 1: DECLARATION FORM FOR GIFTS, INVITATIONS AND OTHER BENEFITS	28

ESCP: PRESENTATION AND VALUES

Rooted in its European values and identity, ESCP inspires and educates leaders driven by goals that will have a strong impact on global, social, and organisational progress. By producing knowledge based on research and disseminated through a unique pedagogical model based on the systematic mobility of several campuses across Europe, ESCP offers management training programmes and degrees based on multiculturalism and interdisciplinarity.

Excellence in what we do.

For 200 years, we have trained and educated, through teaching and research on the one hand, and business support on the other. Based on this long-term experience, the world's first business school, who celebrated its bicentenary in 2019, has taken up three challenges that should be considered priorities for business schools.

Singularity in who we are that cannot be imitated.

Founded in 1819 by entrepreneurs, ESCP has embraced the values of multiculturalism and diversity rooted in the European's university culture over the past 200 years. We promote our European intercultural approach on six (6) integrated campuses in Europe.

Creativity in the way we think and design.

With our contemporary world undergoing major changes, the time of responsible and collaborative leadership has come. By educating tomorrow's responsible leaders, ESCP is proud to be a platform for innovation on issues of ethics, responsibility and sustainability, as well as a catalyst for debate on these crucial topics.

Plurality in what we do.

To thrive in today's fast-changing world, leaders need to be provided with a wide range of skills. That's why ESCP offers interdisciplinary study opportunities that go beyond pure business education, encouraging students to take advanced courses in other disciplines.

PRELIMINARY PROVISIONS

This Code of Conduct is attached to the Internal Rules for ESCP Contributors.

It was previously submitted for information-consultation to the Social and Economic Committee on 12/09/2024.

After receiving the opinion of the Social and Economic Committee, the Code of Conduct was filed with the secretariat of the clerk's office of the Paris Labour Tribunal (*Conseil des prud'hommes*) and with the Labour Inspector.

It comes into force on 01/11/2024.

ESCP may amend this Code at any time. In such a case, the new version of the Code of Conduct shall be subject to the same formalities as those mentioned above.

This Code is written in French and English, both versions having the same legal value. In the event of any contradiction between these two versions or any difficulty of interpretation, the terms of the French version shall prevail.

THE USER MANUAL

ESCP has decided to develop its own Code of Conduct to express its commitment to promoting integrity and ethics and to guide the conduct of its Contributors and partners in this regard.

The Code of Conduct sets out ESCP's commitments and expectations towards its Contributors.

The Code of Conduct is designed as a guide and decision-making aid, clarifying the behaviour to be adopted and helping to conduct business with honesty, integrity and responsibility.

The Code of Conduct expresses ESCP's common values and principles; each of us has a responsibility to comply with it and to put it into practice in order to protect and continuously improve ESCP's reputation.

THE OBJECTIVES OF THE CODE OF CONDUCT

In summary, the Code of Conduct is designed to:

- To define the fundamental positive ethical values, guidelines and standards that have been designed to guide, direct, and assist ESCP employees and partners in adopting good conduct in the performance of their work.
- set out ESCP's fundamental principles and commitments in the conduct of its business.
- define ESCP's expectations of its employees' day-to-day decisions and in their relations with other partners.
- provide advice in the event of questions or concerns.

RECIPIENTS OF THE CODE OF CONDUCT

The Code of Conduct is intended for all ESCP 'Contributors' worldwide.

The term Contributor includes :

- 1) The members of the Board of Directors, executives, directors and managers and all employees who have an employment contract with ESCP (staff made available by the CCIR, staff on permanent or fixed-term contracts, trainees, apprentices, temporary staff, etc.), service providers and subcontractors.

All ESCP Contributors must understand and comply with the Code of Conduct.

Violation of the Code of Conduct may expose them to disciplinary sanctions, up to and including termination of the contractual relationship. In all cases, violation of anti-corruption laws may also expose ESCP and the Contributor to administrative and judicial sanctions (damages, criminal fines and other sanctions).

In any event, the Code of Conduct will be appended to the internal regulations applicable to ESCP employees which is available on the intranet

- 2) The third parties, our suppliers, customers (including learners), commercial intermediaries and, in general, all our third parties, are also required to apply ethical rules equivalent to our own. This Code of Conduct may therefore usefully be communicated to them so that its provisions are known and applied in the context of their activities.

ESCP welcomes suggestions and constructive contributions to improve the Code of Conduct and to keep it up to date and in line with changes in the school. ESCP recognises that the Code of Conduct is not exhaustive and that its content may change over time with or without notice.

The Code of Conduct is available in French and English on the ESCP intranet.

USE OF THE CODE OF CONDUCT

ESCP operates in several countries where different cultures, laws and political systems may apply. When working for ESCP, all employees must always comply with the laws and regulations applicable in the country where they work.

In some cases, the guidelines in the Code of Conduct may vary according to local laws or customs applicable in a specific country.

Therefore :

- Where local laws and customs provide for stricter standards than those set out in the Code of Conduct, local laws and customs shall apply.
- Where the Code of Conduct provides for higher standards, the Code of Conduct shall prevail.

Whenever employees have the slightest doubt, they should ask themselves the following questions:

- Am I breaking any laws and/or regulations, the Code of Conduct, or ESCP procedures?
- Am I in line with the School's ethical values?
- Do I treat others as I expect to be treated?
- Would my actions affect the reputation of ESCP or one of its partners'?
- Will I be able to justify my decision to my superiors?
- Would I feel comfortable if my decision was made public inside or outside ESCP?

If the answer to any of these questions raises a concern, the employee's line manager or the Compliance Officer may be consulted.

THE LEGAL CONTEXT

PROHIBITION OF CORRUPTION

ESCP operates globally and is subject to international and local anti-corruption regulations.

For instance:

- Articles 432-11, 433-1, 433-2, 433-2-1 and 445-1 of the French Criminal Code and Law no. 2016-1961 of 9 December 2016 on transparency, fight against corruption and modernisation of the economic life, known as the "*Loi Sapin II*" in France.
- Articles 299 et seq., 331 et seq., 108b, 108^e of the Criminal Code and article 119 of the law on the incorporation of companies, and the criminal offences of the incorporation bodies of companies and their members, dated 1952 in Germany.
- The Bribery Act ('UKBA') in the United Kingdom¹ ;
- Chapter V of the Spanish Penal Code² ;
- Articles 317-bis, 318, 646, 322-bis, 346-bis and 323-ter of the Criminal Code³ , articles 2635 and 2635-bis of the Civil Code⁴ and Legislative Decree no. 231 of 8 June 2001, amended in 2018 by the "Spazzacorrotti" anti-corruption law⁵ in Italy.

All ESCP Contributors are therefore obliged to comply with these legal provisions and must under no circumstances commit acts resembling corruption, at the risk of exposing ESCP, its managers and themselves to sanctions and legal proceedings.

MAIN CRIMINAL RISKS AND PENALTIES

In the event of a breach of probity, the sentences incurred are diverse and can affect both individuals and legal entities. There are several types of risk for ESCP and its employees: financial, strategic, administrative prosecution, criminal prosecution, damage to reputation and values, etc.

¹ [Bribery Act 2010 \(legislation.gov.uk\)](https://www.legislation.gov.uk) (accessed on 25/10/2022).

² https://www.mjusticia.gob.es/es/AreaTematica/DocumentacionPublicaciones/Documents/Criminal_Code_2016.pdf (consulted on 25/10/2022)

³ <https://www.studiocataldi.it/codicepenale/codicepenale.pdf> (consulted on 25/10/2022)

⁴ <https://www.altalex.com/documents/codici-altalex/2015/01/02/codice-civile> (consulted on 25/10/2022)

⁵ <https://www.altalex.com/documents/leggi/2018/09/06/anticorruzione> (consulted on 25/10/2022)

PROHIBITED PRACTICES

1. CORRUPTION

Corruption is defined as the act, by a person vested with a specific function (public or private), **of offering or accepting a gift or an advantage of any kind with a view to performing, or refraining from performing, an act falling within the scope of his or her functions.**

It is also corruption if the offer or promise is made indirectly (through an agent, representative, etc.): this is known as indirect corruption.

There are two types of corruption:

Active bribery

Active bribery consists of the briber offering another person a gift or an advantage so that the latter performs, delays performing or refrains from performing, an act pursuant to his or her function.

Passive bribery

Passive bribery consists of the bribe-taker taking advantage of his position to solicit or accept a gift or advantage of any kind with a view to performing, delaying or refraining from performing an act pursuant to his position.

Active bribery and passive bribery are two complementary but autonomous offences. The actions of the briber and those of the bribe-taker can be prosecuted and judged separately, and the punishment of one is in no way subordinate to the punishment of the other.

Furthermore, intent is decisive in determining whether bribery is an offence. The mere attempt to bribe, i.e. the simple act of offering or soliciting an undue advantage even if it is not actually granted, is in itself an offence.

Each ESCP Contributor must not only refrain from offering a gift or an advantage to a third party with a view to the performance of an act; he must also refuse to receive a gift or an advantage of any kind whatsoever in favour of a decision on his part.

An ESCP Contributor who refuses to receive or make a donation will never be penalised, even if this leads to the loss of a market or commercial opportunity for the company.

It is also important to remember that ESCP may be held liable when a commercial intermediary uses all or part of the remuneration received from ESCP to pay a bribe to a third party, even if ESCP is unaware of this.

ACTIVE CORRUPTION
Offer money or a service.
Example
A programme manager or sales representative pays a "bribe" to a customer via a commercial intermediary in order to win a tender.



PASSIVE BRIBERY
Accepting money or a service.
Example
A buyer accepts a sum of money from a supplier to overcharge for a service

HOW TO RECOGNISE CORRUPTION?

In addition to direct solicitation, there are many situations in which offers, contracts or agreements of any kind are likely to constitute an act of corruption. We refer to these as "high-risk situations".

The aim of identifying these "high-risk situations" is not only to help avoid ambiguous situations, but above all to take appropriate measures before an employee becomes involved in a corruption scenario.

Some behaviours are not reprehensible as such, but **the intention** and **context** in which they were decided will determine whether or not corruption is involved.

The key points for analysing the context and determining the intention behind the proposed benefit include:

- the **time-period** (is the money offered at the end of the year or before the annual renegotiation of a contract?)
- the **amount** (low or high?),
- **transparency** (for example, is the gift delivered to the company or to the employee's personal home?)

The risk of corruption or influence peddling can arise in a wide variety of situations and business activities. The following situations, which are not exhaustive, are intended to illustrate the cases you may encounter during your business.

"Bribes" are defined as any advantage, irrespective of its value, offered, promised, or given to a person, directly or indirectly, in order to influence their conduct, typically by inducing them to abuse their position or their power, in return for an undue advantage or a favourable decision.

Illustrations of risk scenarios at ESCP :

- An ESCP employee, directly or through a consulting firm / business introducer (real or fictitious), offers a member of the CCIR management team / a company a bribe or advantage (e.g. admission of a candidate to an ESCP training programme) in order to obtain a contract to sell an ESCP training programme.
- A professor at ESCP offers to give a student a high mark on an assignment / to provide an academic or professional advantage (internship) in exchange for a choice of subject for a dissertation / an assignment geared to the needs of his consultancy / a company in which he has an interest.
- An ESCP employee is offered/asked for money or a "thing of value" from a company (including a bank or insurance company), a competitor or the media in exchange for the transfer of confidential information about ESCP students (examples: number of sexual assaults on campus, number of disabled students, academic profile, financial data, internship experience, etc.).

TO DETERMINE WHETHER YOU ARE POTENTIALLY INVOLVED IN CORRUPTION, ASK YOURSELF TWO QUESTIONS:

1. Can I make this commitment openly and tell everyone involved about it?
2. Would it matter to me if this situation were made public?

If you answer "no" to either of these two questions, you risk not only damaging your own reputation and that of ESCP, but also exposing yourself to disciplinary and/or legal sanctions and exposing ESCP and its managers to legal proceedings.

If in doubt, it is advisable to seek advice from your line manager or Compliance Officer.

In addition, it is essential that all employees report any potential breaches of which they are made aware via ESCP's internal channels.

2. INFLUENCE PEDDLING

Influence peddling⁶ is the act, by any person, of offering a gift or an advantage of any kind to a person **so that he or she uses his or her influence** (real or supposed) to obtain from a third party (public authority or administration) distinctions, jobs, contracts, or any other favourable decision.

If the person accepts or solicits such a gift or benefit, they will also be prosecuted.

In other words, influence peddling consists of 'remunerating' the abusive exercise of influence that a person possesses or claims to possess over a third-party holding power, with a view to obtaining a favourable decision.

Unlike bribery, in which the bribe-taker acts, or refrains from acting, in the exercise of his or her own duties, influence peddling involves using one's influence with the person who has the power to act or refrain from acting.

As a criminal offence, this practice, which goes hand in hand with corruption, is prohibited within ESCP.

ESCP Contributors undertake to comply with the rules and criteria provided for by the legislation and set out in the company's procedures.

Examples of high-risk situations or contexts:

- A civil servant asks you for money (or something of value) in exchange for using their influence to obtain planning permission or a visa for an ESCP contributor. He tells you that this is common practice and that without the money your application will be delayed.
- A parent asks you to enrol their child at ESCP in exchange for using their influence on a decision taken by a third party that would be favourable to ESCP.
- Following a sanction against ESCP, a politician asks you for money in exchange for using his influence in front of the authorities.

⁶ Articles 432-11, 2° et seq, 433-1, 2° et seq, 434-9-1 et seq, 435-2 et seq of the Criminal Code

3. FACILITATION PAYMENTS

Facilitation payments are the payment of small sums or the granting of any advantage to public officials **in order to speed up administrative formalities.**

Facilitation payments are strictly prohibited in France. They are considered a form of corruption.

When administrative procedures need to be carried out as quickly as possible, ESCP uses accelerated, legal and documented procedures to accomplish this.

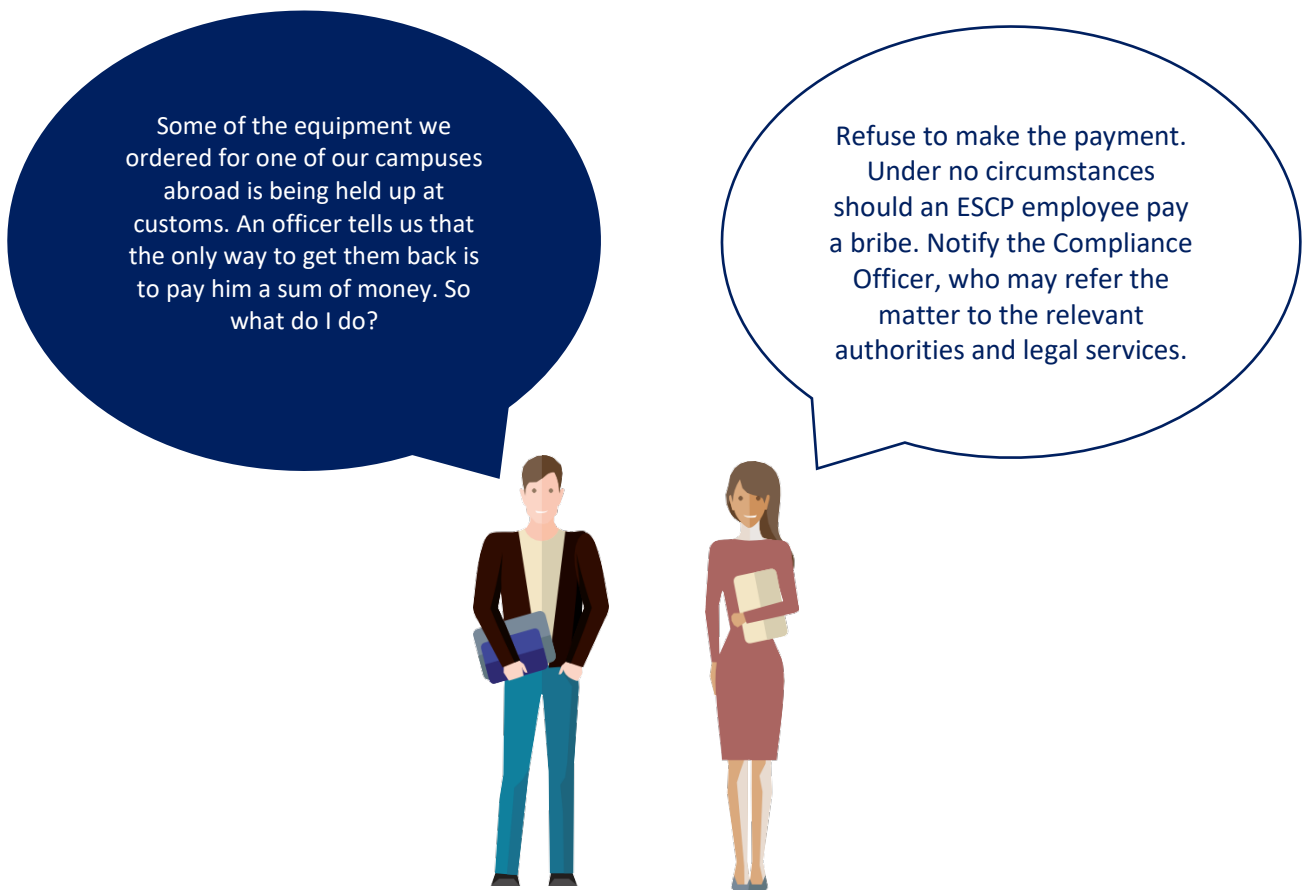
Examples of high-risk situations or contexts:

- Payment of a sum by an ESCP employee to a public official to speed up the process of obtaining planning permission for the construction of a new ESCP campus;
- Payment of a sum by an ESCP employee to an administrative agent to obtain/accelerate a student's visa.

4. EMBEZZLEMENT - EXTORTION OF FUNDS BY PUBLIC SERVANTS

Extortion of funds by public officials is any acceptance, demand or injunction to pay by way of public contributions, taxes or duties, any sum that is known not to be due or to exceed what is due, committed by a person holding public authority or performing a public service mission⁷.

A global guide produced by the International Chamber of Commerce, the United Nations Global Compact, the World Economic Forum and Transparency International is available here: <https://cdn.iccwbo.org/content/uploads/sites/3/2016/11/RESIST-English.pdf>.



⁷ Articles 312-1 to 312-9 of the Criminal Code

5. FAVOURITISM

Favouritism⁸ is an offence committed by a person holding public authority or fulfilling a public service mission or holding a public electoral mandate or acting as a representative, administrator or agent of central government, local government, public establishments, semi-public companies fulfilling public service missions and semi-public local companies, or any person acting on behalf of one of the aforementioned persons, **who obtains or attempts to obtain for another person an unjustified advantage by an act contrary to the legislative or regulatory provisions aimed at ensuring freedom of access and equality of treatment for tenderers for public contracts and delegated public services.**

In other words, an ESCP contributor is exposed to the offence of favouritism if he/she does not comply with the rules of public procurement by unduly favouring one candidate to the detriment of others, thereby distorting competition.

It should be noted that this offence is committed when an unjustified advantage is granted to a candidate, even if this advantage is granted without the intention of favouring that particular candidate.

6. CONFLICTS OF INTEREST

A conflict of interest is a situation in which an ESCP employee has an interest that may influence or give the impression of influencing his or her decision.

A conflict of interest is a conflict between your personal interest or that of a close friend or relative and that of ESCP. Regularly ask yourself whether, when making a decision, you find yourself in a situation where a link of interest interferes with your choice.

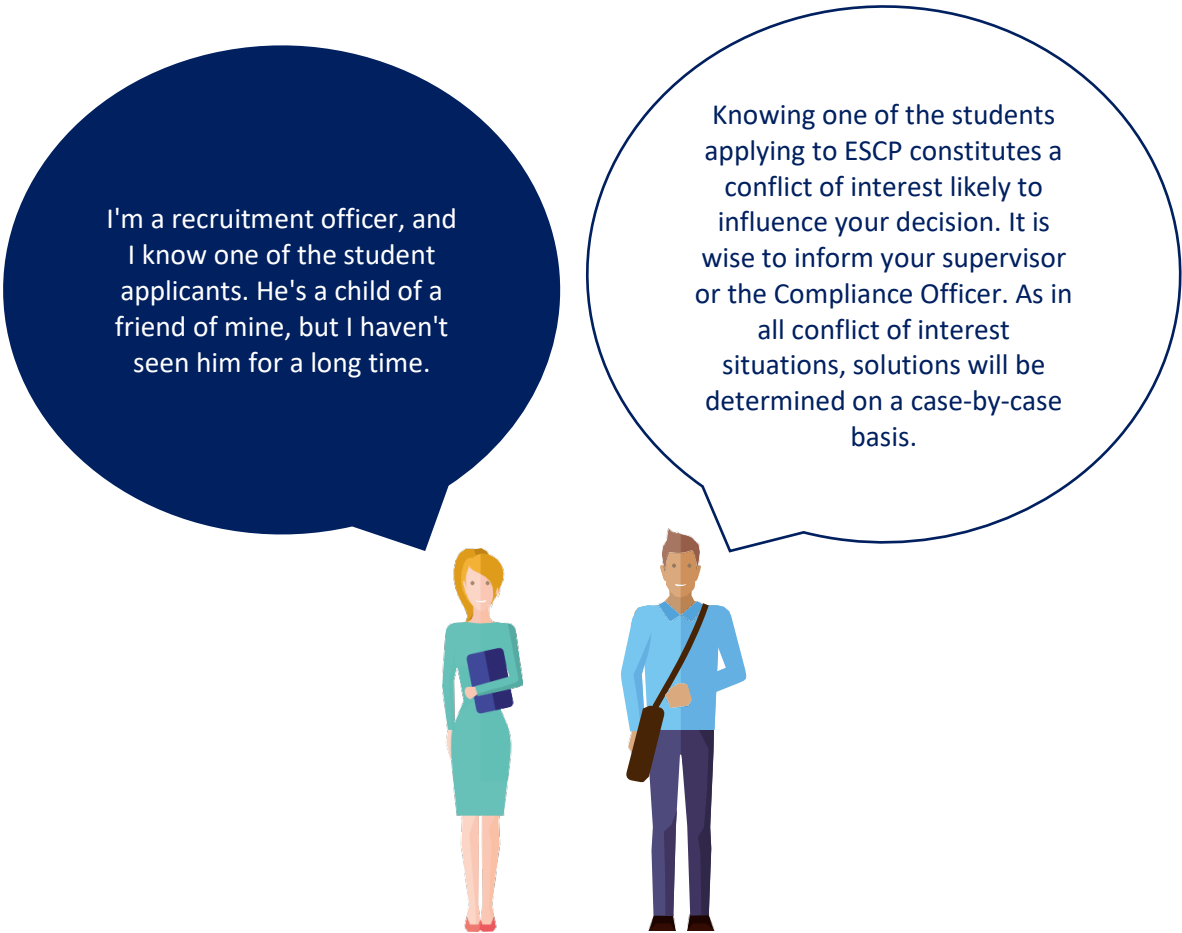
ESCP Contributors must refrain from intervening in any transaction, relationship or discussion relating to a contentious issue or on which there is a doubt as to the existence of a potential conflict of interest.

When you identify a complex situation where you are not comfortable, inform your line manager or the Compliance Officer so that you can be fully transparent about the decision you are about to take and protect yourself.

In general, ESCP Contributors are obliged to indicate any occurrence of situations that may constitute or give rise to the belief that a conflict of interest may interfere with the conduct of their assignment. To this end, they must complete **the conflict of interest declaration form**

8

available in the appendix and send it to the Compliance Officer. If in doubt, they should discuss the matter with their superior or the Head of Compliance.



ESCP INTERNAL PROCEDURES

BUILDING A RELATIONSHIP OF TRUST WITH OUR STAKEHOLDERS

1. GIFTS AND INVITATIONS

Business gifts and invitations are common practice, designed to establish or strengthen business relationships between business partners or with customers.

However, this may be interpreted as an attempt to influence a decision or as payment in exchange for a favour. ESCP and its Contributors may then be exposed to legal proceedings.

There is sometimes a fine line between gifts and invitations as a professional courtesy and corruption, and these practices should be regulated to avoid any ambiguity in the way the School treats its stakeholders.

The gifts

All employees must refuse any gift or benefit that could compromise the independence of their judgement or that could lead to the belief, outside ESCP, that they could be influenced. Similarly, ESCP employees must never be in a position to solicit a gift or any other advantage.

In the interests of transparency, gifts **should be delivered to the workplace and not to the employee's home.**

Occasionally, ESCP may offer gifts to its business partners. These gifts are reasonable in amount (**maximum 50 euros**) and **infrequent (maximum 150 euros per year)**.

Examples: boxes of chocolate, bottles of wine, goodies, etc.

Invitations

When employees are required to travel to a site at the invitation of a third party, this can **only be done in the context of, and for the actual needs of, their professional activity.**

All costs generated must be paid by ESCP and not by the third party or a potential third party.

An ESCP can offer or receive an invitation for a maximum amount of 50 euros per invitation and 150 euros per year.

Examples: meals, invitations to sporting or cultural events, trips, etc.

IN SUMMARY

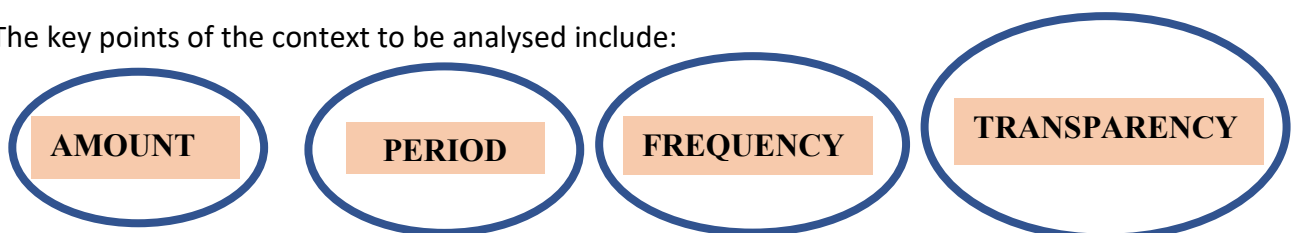
All ESCP employees are required to declare any gift or invitation accepted to the company's Compliance Officer using the **Gift, Invitation and Other Advantage Declaration Form**, available in the appendix to this Code.

All ESCP employees are **obliged to refuse any gift or invitation worth more than 50 euros**. If the monetary value of an invitation or gift is difficult to assess for the recipient, ESCP advises you to refuse it. In any event, **no ESCP employee may receive more than 150 euros worth of gifts or invitations per year**.

All employees have the right to **offer a gift or invitation** (including an invitation to a restaurant) to a client or partner of ESCP, provided that **the value of the gift or invitation does not exceed 50 euros**. No employee **may give more than 150 euros worth of gifts or invitations per year** to an actual or potential client or partner of ESCP.

In conclusion, giving or receiving gifts and invitations is prohibited within ESCP, unless this is done in the context of a **courteous professional relationship** and **these gifts and invitations are reasonable and have a symbolic value**.

The key points of the context to be analysed include:



An ACCEPTABLE gift or invitation:	An UNACCEPTABLE gift or invitation:
<ul style="list-style-type: none"> Complies with the law. Is worth less than 50 euros. Does not exceed the annual ceiling of 150 euros. Is accepted or offered in the name of ESCP and not in a personal capacity. Is proportionate to the situation and hierarchical level. Is offered transparently and outside any strategic period in the life of the business (call for tenders, award of contracts, issue of permits, etc.). Is carried out in a disinterested manner and without any expectation of compensation. Is carried out with complete transparency. 	<ul style="list-style-type: none"> Is offered in cash or in any other monetizable form. Is for more than 50 euros. The limit of 150 euros for gifts/invitations per year is exceeded. Is done incorrectly or in illegal locations. Is received during strategic business periods (calls for tender, awarding of contracts, issuing of permits, etc.).

Best practice: if the gift/invitation does not comply with all the rules laid down in this Code of Conduct, the employee may either return it to the sender, share it within the team or redistribute it to a charitable organisation.

2. EVALUATION OF OUR THIRD PARTIES

The actions of our stakeholders can have an impact on the School and damage our image. In order to control these risks, the evaluation of third parties consists of assessing the risks undertaken by ESCP when entering a relationship with a given third party, whether it be a client, supplier, service provider, intermediary, subcontractor, public contract holder, concession holder, target of acquisition, user, partner, etc., i.e. any natural or legal person with whom ESCP could have a relationship and who may expose it to potential risks of breaches of probity. This assessment primarily concerns suppliers and commercial intermediaries selected by ESCP.

THE SELECTION OF OUR SUPPLIERS

ESCP is subject to public procurement rules (*Code de la commande publique*) and must comply with the fundamental principles of equal treatment of tenderers, freedom of access to public procurement and transparency of procedures.

In addition, we assess our suppliers to ensure that they are reputable, do not pose a high risk to our business and are able to deliver.

The selection procedure must prevent any risk of corruption on the part of a supplier seeking to be favoured or selected during a call for tenders:

- The selection will be made fairly based on objective comparative criteria and in accordance with the tender procedure in force.
- No ESCP buyer should be in a position of conflict of interest with a bidding company.
- The rates charged are in line with the market and consistent with the quality of the service provided.
- A contract is drawn up with a specific purpose, appropriate remuneration and controls on the service provided. Termination clauses can be introduced.
- The services provided are subject to regular reporting and are proportional to the compensation.
- The services provided can be evaluated and recorded once they have been completed.

THE SELECTION AND MONITORING OF OUR COMMERCIAL INTERMEDIARIES

In the course of its activities, ESCP may use commercial intermediaries (business introducers, commercial agents, etc.) responsible for putting the School in business relations with prospects, partners, etc. in order to conclude agreements, such as the recruitment of candidates in certain geographical areas, the search for a new campus abroad, the conclusion of an academic partnership contract with a university, etc.

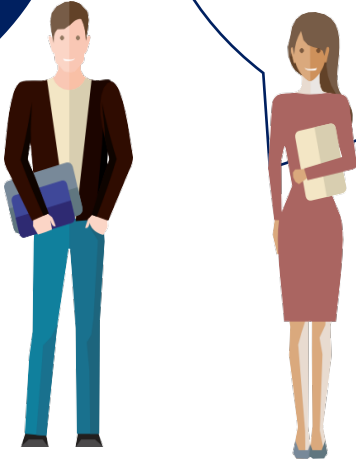
ESCP is responsible for the actions of its commercial intermediaries and is exposed to legal proceedings if one of them uses all or part of his remuneration to bribe a prospect and win a contract that would benefit ESCP, even if ESCP is unaware of this. **Monitoring the activities of commercial intermediaries is therefore a priority.**

Before entering into a commercial relationship with a commercial intermediary, ESCP carries out due diligence to ensure that the intermediary is reputable, does not present a high risk for the School and has the necessary experience, qualifications and skills to carry out its mission.

During the commercial relationship, our intermediaries must comply with the legislation and principles described in the Code of Conduct.

We discovered that one of our commercial intermediaries in Latin America paid a bribe to one of our prospects last year to enrol on an ESCP course. This partner has excellent results in that country, and it would be a shame to let him go...

This intermediary has breached the law. You must terminate the business relationship immediately. ESCP is criminally liable if it benefits from corrupt practices by one of its partners. This is why ESCP must ensure that its clients, suppliers and intermediaries comply with the law and the provisions of the Code of Conduct.



3. LOBBYING

Lobbying is defined as **the transparent provision of useful information that can inform public decision-making**. For the lobbyist, also known as an **interest representative**, this means publicising and legitimising ESCP's activities to public decision-makers, in order to provide them with technical expertise that promotes ESCP's development.

This activity, if entrusted to an intermediary or employee of ESCP, must be submitted for prior approval by General Management and must strictly comply with any local legislation that may govern it in order to be legitimate. Any **lobbying activity may only be entrusted to an interest representative registered on an official list provided by the public authorities**.

ALL EMPLOYEES MUST ALWAYS :

- Submit all lobbying proposals to ESCP's General Management for prior approval.
- Scrupulously comply with any local legislation governing lobbying.

4. DONATIONS

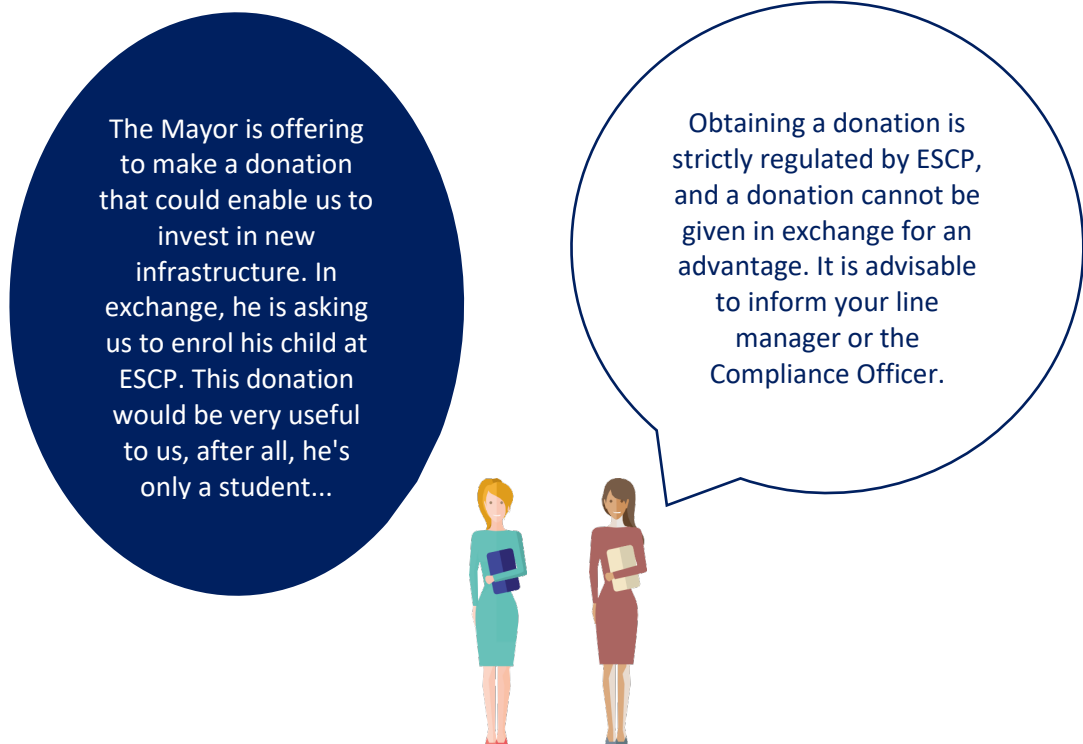
A donation is the **transfer of property or a right** freely given by one person for the benefit of another. **Donations can potentially conceal a bribe paid in exchange for an advantage** (money laundering, obtaining admission to a training course or a position, obtaining tax-exempt services in connection with the creation of a position, publication of a biased research article, etc.) and must be closely monitored.

Through its Foundation, ESCP may participate in initiatives involving corporate sponsorship.

Sponsorship is defined as material or financial support given without direct or indirect consideration by the beneficiary to a charity or legal entity for the pursuit of activities of general interest.⁹

In other words, sponsorship consists of making a donation, in cash or in kind, to an organisation of general interest, such as ESCP, for the conduct of its activities, without expecting any equivalent consideration in return.

The ESCP Foundation is thus authorised to receive donations, bequests, life insurance policies or even gifts of securities (shares, bonds, SICAV, etc.), which can be used to finance ESCP student grants, research activities, Chairs, etc., for example.



⁹ BOFIP, BIC - Tax reductions - Sponsorship or tax reduction for donations to works and organisations covered by article 238 bis of the CGI (General Tax Code)

IDENTIFY, DETECT AND REMEDY

1. THE COMPLIANCE OFFICER

Complying with the rules of this Code of Conduct enables each employee to protect themselves, their colleagues and ESCP from the consequences of violating the law in the course of their duties.

To support this approach and prevent the consequences of breaches of the rules, all employees can talk to their line manager to answer questions or before taking an important decision. Line managers have a duty to resolve any difficulties their subordinates encounter.

ESCP also has a Compliance Officer, from whom all employees can obtain answers and advice in the event of difficulties encountered regarding the subjects presented in this code of conduct. This person, who is bound by confidentiality, ensures that ESCP complies with all rules and procedures relating to ethics, the prevention of conflicts of interest, corruption and other breaches of probity.

2. THE INTERNAL ALERT PLATFORM, A TOOL FOR DETECTING BREACHES OF THE CODE OF CONDUCT

Making a report

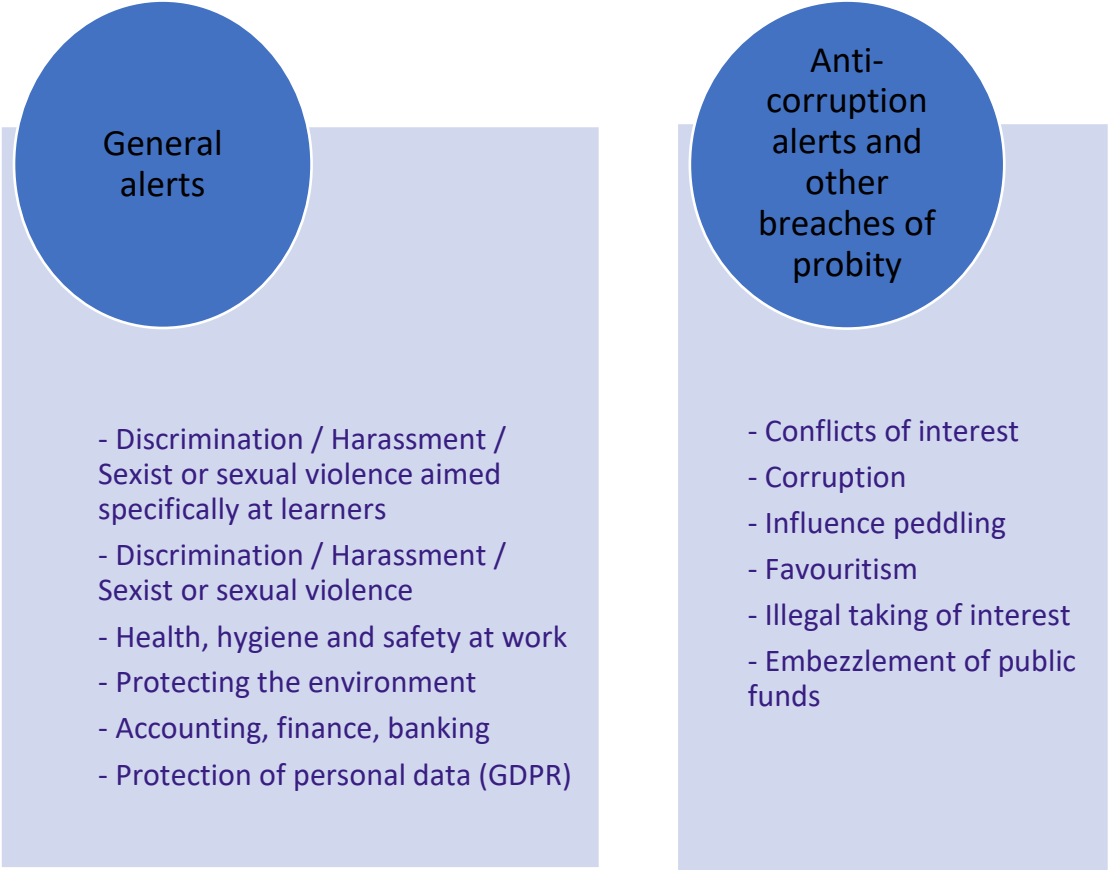
It is the responsibility of each employee to report any actual or suspected breach of the Code of Conduct. If they believe that the law, regulations or the principles of this Code have been breached, they must inform **their line manager or** the Compliance Officer as soon as possible, as described in the Internal Procedure.

As part of its new internal whistleblowing system, ESCP has chosen to provide its Contributors and all its stakeholders with a secure, multilingual, 24/7 professional whistleblowing platform that guarantees the anonymity and confidentiality of alerts.

The platform will be open to all ESCP Contributors and will be available in the different languages of the ESCP campuses.

This platform will enable each employee to report in detail and confidentially any facts constituting a breach of the law or of the Code of Conduct.

ESCP has chosen to open the platform to the following classification of alerts:



The "Coordinator" is responsible for receiving alerts and deciding whether to accept them in accordance with the Internal Alert Procedure.

APPENDICES

1. APPENDIX 1: DECLARATION FORM FOR GIFTS, INVITATIONS AND OTHER BENEFITS

REMINDER

- Any gift, invitation or other benefit worth **more than 50 euros** must be **refused**;
- Any gift, invitation or other benefit received with a value of **less than 50 euros** must be **declared** to the Compliance Officer using this form;
- Any ESCP employee has the **right** to **offer** a gift or invitation to an actual or potential ESCP client, provided that the value of the gift or invitation **does not exceed 50 euros** and that the gift or invitation is declared to the Head of Compliance using this form;
- **No** ESCP employee **may receive more than 150 euros** in gifts or invitations **per year** and **no** ESCP employee **may offer more than 150 euros** or gifts **per year** to actual or potential ESCP clients.

Nature of the gift, invitation or benefit

Description:.....
.....
.....

Explicit or approximate monetary value.....€

Date submitted

(DD/MM/YYYY):.....

Context and venue:.....
.....

Accepted Refused Shared

Other comments:
.....

Sender of the gift, invitation or benefit

Name:.....

Structure

Function:.....

Relationship between issuer and beneficiary:.....

Identity of the beneficiary

Name:First name:

Position within the organisation:

Signature

I, the undersigned, certify on my honour that the information provided is accurate.

Done at

The.....

Signature :