

## ***SUPPLIER CHARTER<sup>1</sup> FOR THE TRANSDEV GROUP<sup>2</sup> AND ITS PARTNER NETWORK***

The Transdev Group and its subsidiaries ("Transdev Group") are very concerned about protecting the environment and contributing to economic and social development. It has therefore implemented a proactive corporate social responsibility (CSR) initiative which is confirmed by its support of the United Nation's Global Compact.

In particular, this initiative covers procurement, a major component of its activity, by developing with suppliers the partnerships that will enhance shared economic and commercial performance. By adhering to this Charter, suppliers undertake to comply with and implement the principles outlined in the Transdev Group's Code of Ethics (see appendix), including those detailed below, and to ensure that their own suppliers and subcontractors comply with and implement them in accordance with the applicable legal provisions. As our suppliers are naturally passionate about their profession they should adhere to the other three Transdev Group values: commitment, efficiency, and partnerships. How this should take place is detailed below.

### **Transdev's suppliers are committed to:**

#### **Compliance**

The Transdev Group expects its suppliers to know and comply with international, national, and local laws and regulations applicable to them according to their activities and the country in which they operate, including the UN's Universal Declaration of Human Rights and the Fundamental Conventions of the International Labour Organisation (ILO).

#### **Environment**

Suppliers shall strive to achieve the highest standards of environmental protection by implementing and/or developing policies that contribute to conservation, the preservation of natural resources, and limiting waste and toxic substances wherever possible.

Suppliers shall be particularly vigilant in implementing the Charter in countries that are not signatories of the ILO conventions in which they might be required to operate.

Regarding respect for the environment, suppliers undertake to:

- reduce energy and primary resource consumption,
- reduce releases into water, air, and soil,
- reduce and recycle waste generated during the various stages of product or service manufacturing and marketing,
- take the product's life cycle and disposal at the end of its life into consideration,
- preserve biodiversity,
- implement sustainable consumption.

#### **Health and safety**

Suppliers shall ensure that their activities do not harm the health and safety of their staff, subcontractors, stakeholders involved in operations, neighbouring populations, and users of their products and services. They shall undertake all necessary measures to provide their staff with a safe and healthy working environment and limit or eliminate any specific risks related to their business.

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<sup>1</sup> This Charter applies to all natural or legal entities from which the Transdev Group or its subsidiaries purchase goods or services (physical, intellectual, or consultancy) of any kind (material, immaterial, financial, etc.).

<sup>2</sup> All direct and indirect subsidiaries

## **Transdev's suppliers are efficient in:**

### **Business control**

The Transdev Group and its suppliers shall work together to identify critical points in the supply chain with regard to the principles upheld and identify the necessary concrete progress and monitoring actions, focusing on employee health and safety.

### **Respect of employee rights**

Suppliers should consider the individual and collective development of those involved in their business as a major issue. Therefore, they shall:

- ✓ only employ persons who have reached the minimum legal age and shall not have recourse to child labour.
- ✓ not have recourse to forced or compulsory labour. Forced or compulsory labour is defined by ILO Convention C29 as "any work or service demanded of an individual under threat of penalty and to which the individual has not given full consent".
- ✓ remove any recourse to illegal employment as defined by the rules of the countries in which they operate.
- ✓ eliminate all forms of discrimination in access to employment and in particular not make any distinction or exclusion, or show preference based on ethnic origin, gender, religious convictions, political opinion, or national or social origin which has the effect of nullifying or impairing equality of opportunity or treatment in employment or occupation.
- ✓ comply with legal provisions on maximum working hours.
- ✓ comply with applicable legal provisions on minimum wage and regularly pay wages to employees.
- ✓ recognize the right to collective bargaining and encourage social dialogue and freedom of association in accordance with applicable legal provisions.
- ✓ ensure the employability of their employees by providing appropriate training, taking into account sensitive populations.

Suppliers shall be particularly vigilant in implementing the Charter in countries that are not signatories of the ILO conventions in which they directly or indirectly might be involved (vigilance applies to all the supply chain).

## **Transdev's suppliers are partners through:**

### **Integrity**

Transdev Group entities and suppliers shall strive to use Total Cost of Ownership (TCO), which includes the purchase price, the cost of use, and the potential cost of service withdrawal) as soon as possible to allow a more accurate and comprehensive approach to earned value and a better understanding of trade-offs in technical areas (use value) and processes (supply chain management) or when negotiating tariff conditions promoting better balance in economic relations. Suppliers shall commit to the economic viability of their bids and financial transparency with regard to their customers and suppliers with whom they shall maintain balanced relations.

### **Refusal of conflicts of interest**

Suppliers shall avoid, and when not possible identify, and disclose any situations where there is a real or potential conflict of interest in commercial transactions.

Suppliers shall not offer or provide to a Transdev employee or representative any gift, act of accommodation, favor, or advantage, pecuniary or otherwise, directly or indirectly, for themselves or their family that might influence or interfere with that employee's integrity, independence of judgement, and objectivity.

Any gift or advantage should be avoided, or at least be exceptional, modest<sup>3</sup>, and limited in time.

### **Vigorous opposition to fraud and corruption**

Suppliers commit to fight against all types of fraud and corruption, globally and more specifically toward Transdev or its employees and representatives. They comply with anti-corruption legislations and maintain procedures preventing corruption, money laundering and terrorist financing.

### **Knowledge of third parties**

Entry into the Transdev Group's Purchasing Information System commits suppliers to disclosing the current situation of their CSR actions and updating their data.

Before and during the business relation Transdev may perform specific and enhanced due diligence on its suppliers and related ultimate beneficiaries, in order to check their ethical and compliance way of working.

Suppliers agree to be assessed during Transdev's CSR assessment campaigns and shall provide the information, resources, and means required for this. As part of continuous improvement initiatives, suppliers shall consider any recommendations provided by the Transdev Group following assessments and shall implement appropriate corrective actions.

Questions:

If you have any question on our ethics commitments, please do contact us at [ethics@transdev.com](mailto:ethics@transdev.com)

### **Signing:**

Supplier Name: \_\_\_\_\_

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

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<sup>3</sup> The limit of 100 euros is a Group reference.

## Transdev Group Code of Ethics

### 1.1.1 Passion

	<b>Passion</b>
<b>Customers</b>	To promote our local authority customers' interests, we put the passenger at the heart of what we do. We anticipate on needs diligently treat any complaint, and fight for fair competition
<b>General interest</b>	Taking the views of all stakeholders into consideration, we aim to increase the quality of life of the people we serve. We apply strictly our Duty of Vigilance
<b>Quality</b>	As mobility professionals, we consider service quality as a constant requirement.
<b>Exemplarity</b>	Managers or employees, we must be exemplary in applying our ethical principles.
<b>Group success</b>	We are united in serving the Group. Our collective energy is the key to success.

### 1.1.2 Commitment

	<b>Commitment</b>
<b>Health &amp; safety</b>	Health and safety of people involved in our activities: employees, passengers, or others (such as pedestrians, visitors...) is our first operational mission.
<b>Agreements</b>	Professional and contractual commitments are fundamental for us
<b>Compliance</b>	Strict compliance with the applicable laws and regulations in each country and with our own internal processes, even the more stringent of them, is required at all times.
<b>Diversity</b>	We reject all forms of discrimination, particularly vis-à-vis employees or passengers. We promote tolerant freedom of expression and of association. It is through mutual respect, openness and diversity that we create value.
<b>Environment</b>	To help improve the environment, we develop public transportation networks and active/soft transport modes. We also systematically seek to reduce consumption of non-renewable resources and emissions generated by our activities.

### 1.1.3 Performance

	<b>Performance</b>
<b>Developing people</b>	As our business primarily relies on people, protection of Human Rights and personal and collective development is key. We reject all forms of harassment, and all forms of child, forced, compulsory labour.
<b>Operating networks</b>	Operational expertise is at the core of the performance of our contracts and of the quality of our service. We maintain and enhance it, to be able to offer the best service to our clients.
<b>Asset protection</b>	Our assets and resources (material, financial, image...) are precious. Correctly managing and protecting them is a daily responsibility.
<b>Continuous improvement</b>	As part of a continuous improvement process, we analyse successes and failures, and identify useful innovations by creating ideas through sharing best practices.
<b>Business control</b>	Risk management, internal control and internal audit are deployed throughout the Group to secure our objectives and compliance with our rules and processes.
<b>Information management</b>	Controlling information is vital. We effectively disseminate the necessary information while striving to protect it when it is confidential or sensitive.

### 1.1.4 Partnership

	<b>Partnership</b>
<b>Integrity</b>	<p>As a trusted partner and a fair competitor, our integrity is the base of our relationships with our stakeholders.</p> <p> No gift or advantage that could affect, or let people think it could affect, objectiveness is acceptable. If acting as a Board member or equivalent on behalf of the Group, we do not accept any director's fee</p>
<b>Avoidance of conflicts of interest</b>	We aim to avoid any form of conflict of interest. Therefore, we identify and treat situations in which the independence of our judgement and decision-making could be affected.
<b>Opposition to fraud and corruption</b>	 We vigorously oppose all forms of fraud and corruption, whether active (customers, prospects, administration...) or passive (suppliers, subcontractors, competitors...).
<b>Knowledge of third parties</b>	 We check and monitor the reliability of the entities we work with in several ways: Ability to deliver, Compliance, Financial health and Ethics (ACFE).
<b>Involvement</b>	 We are careful to not compromise our professional actions by other activities which could be unfavourable to the interests of the Group