



BAILLY International

CODE OF CONDUCT

2022

International Services for household goods and personal effects

Introduction

We know that the success of BAILLY depends directly on the behaviour of each employee. The Code guides the thinking and conduct of our employees so that we always do the right thing wherever we operate around the world.

The Code is also a visible statement that BAILLY is committed to conducting our business honestly and ethically. This is what our people, our customers and the communities we work among expect and trust us to do.

Who the code applies to

Every BAILLY employee, worker and contractor (“**employee**”) is required to act responsibly and follow the Code.

It is also fundamental to our global business that we can expect and rely on our partners, suppliers, agents and consultants who works on BAILLY’s behalf to follow the principles of the Code when providing goods and services to BAILLY or acting on our behalf. We will take appropriate measures in all events, where we discover that the Code has not been adhered to.

Failure to adhere to this Code can result in termination of employment without notice and may involve criminal prosecution. For non-employees, BAILLY reserves the right to terminate commercial arrangements for breach of this Code.

Employee responsibilities

Every employee has a responsibility to:

- **Read, know and follow the Code.**
- **Certify annually.** Complete an annual certification that you have complied with the Code.
- **Think before you act.** Use good judgment and act honestly and ethically.
- **Follow the law and BAILLY policies and values.** Understand the laws and regulations that apply to your job and to BAILLY’s business and act in accordance with them and BAILLY policies and values.
- **Do the right thing.** Have the courage to do the right thing, even when it is the hardest thing.
- **Ask for help.** If you are unclear about whether you should do something, ask your manager for guidance.
- **Stay alert.** Pay close attention to any activity that is inconsistent with the Code, the law and BAILLY policies and values.
- **Speak up.** Raise questions and report any concerns you have

Additional management responsibilities

If you are a manager you also have a responsibility to:

- **Model the Code and our values.** Lead by example by making ethical decisions and showing honesty and integrity in everything you say and do.
- **Talk about the Code and our values.** Discuss the Code and our values with your team members and ensure they understand them and the compliance risks that apply to their position.
- **Expect the best.** Discuss the importance of ethics and compliance and let your team members know that you expect them to always do what is right.
- **Engage and create a “speak up” culture.** Create a respectful and inclusive environment of openness, honesty and transparency, where your team members are encouraged to speak up.
- **Take action.** Look out for misconduct and report it (see page 6 for details).

Failure to adhere to this Code can result in termination of employment without notice and may involve criminal prosecution.

BAILLY Code of business conduct rules

At BAILLY we:

1. protect privacy and confidentiality;
2. do not engage in bribery, corruption and fraud;
3. comply with sanctions and embargoes;
4. compete fairly and promote competition;
5. avoid conflicts of interest;
6. treat people with fairness, respect and dignity and give everyone equal opportunity; and
7. protect our health, safety, security and the environment.

1. Protect privacy and confidentiality

a) Personal information

We are committed to protecting the privacy and confidentiality of our employees and our customers. BAILLY is also subject to various local privacy and data protection laws, such as the General Data Protection Regulation (GDPR).

This means we must always keep all personal information secure and confidential and only disclose it if permitted by applicable law and/or with the clear and express consent of the relevant person.

We must only collect the personal information that we need for a legitimate business purpose, and we must only use that information for that purpose and in accordance with BAILLY privacy policy

We must limit access to personal information to those BAILLY employees or business partners who genuinely need to see it to perform their jobs. We must secure personal information and only keep it for as long as we need it.

Ensure you are appropriate, objective and respectful when writing comments about people.

Privacy and confidentiality is about good information handling practice. It only takes 1 breach or oversight to compromise our customers' personal information and cause significant reputational damage to BAILLY.

If you suspect a data privacy breach has occurred, you must immediately inform your manager and legal & compliance.

b) BAILLY's commercial, non-public information

We must protect Baily's commercial, non-public information, e.g. our business plans, financial information such as pricing and costs, our operational information, our customers, suppliers and business partners, and **keep it strictly confidential**. This confidentiality obligation continues even after you are no longer employed or engaged by BAILLY.

2. Do not engage in bribery, corruption and fraud

a) Bribery and corruption

Bribery is... to offer, receive, promise or give any undue financial or other advantage, whether directly or through intermediaries, to a public official, individual or organisation in order to obtain or retain business or other improper advantage.

Similarly, **corruption is** ... dishonest or fraudulent conduct by those in power, typically involving bribery.

We take a zero tolerance approach to corruption, extortion and bribery. We also follow local anticorruption and bribery laws.

We must not pay any "kickbacks" – an unearned reward following favourable treatment.

We must not make any “facilitation payments” – sums of money paid to an official to speed up or “facilitate” their actions. Sometimes referred to as “grease” or “speed” payments.

We prohibit all bribes, made to anyone and anywhere in the world, no matter how small the amount.

A problematic area can be gifts, hospitality and entertainment. BAILLY believes in fairness and honesty in business dealings and so we must not solicit or accept any personal benefits in relation to BAILLY business.

Finally, there are some types of gifts that are never acceptable. These include cash, securities, and personal cheques or payments to or for the benefit of individuals.

b) Fraud

Fraud is... deliberate deception to secure unfair or unlawful gain or to deprive another person of a legal right.

3. Comply with sanctions and embargoes

Sanctions and embargoes are... political trade restrictions put in place against target countries with the aim of maintaining or restoring international peace and security.

BAILLY can only do business in countries that have an appropriate risk profile. Due to the comprehensive sanctions currently in place, BAILLY does not and cannot do business in Cuba, Iran, North Korea, Syria or North Sudan. In 2022, due to hostilities in Ukraine, additional sanctions were introduced against Russia and Belarus relating to imports and exports. You need to pay attention to announcements made by the BAILLY CEO relating to these two countries as to what services may be provided relating to these two areas. Also, ensure that individuals are not on the sanctioned list. You should always check the Blacklist of countries on the Legal Intranet page to see if there are any changes.

4. Compete fairly and promote competition

BAILLY believes in free and fair competition while striving to deliver superior commercial solutions to our customers. We follow competition (or “anti-trust”) laws in every country where we operate. We never seek a competitive advantage through unethical or illegal practices and avoid even the appearance of unfair competition.

a) Anti-competitive agreements

We must not enter into anti-competitive agreements, including price fixing, market allocation (or “partitioning”), bid-rigging, agreements to restrict supply (or “outputs”) or excluding competitors or new entrants. These agreements undermine effective competition and are illegal.

Agreements do not need to be written or binding: even a verbal informal agreement can breach competition law. Any action that appears compromising could be used as evidence of anti-competitive behaviour by competition authorities.

Price fixing is... an agreement between competitors in a market to buy or sell only at a fixed price, or maintain market conditions so the price is maintained or “fixed”. Pricing can also include discounts, bonuses and surcharges.

Market allocation is... the agreed allocation of customers, markets or territories between competitors.

Bid rigging is ... where competitors decide which one will win a commercial contract even though for the sake of appearance several other competitors also present a bid.

A cartel is...an agreement, concerted practice or conspiracy among competitors to fix prices, submit collusive tenders, divide or share markets and, more generally, restrict competition.

b) Information sharing and gathering

We must not exchange **competitively sensitive information e.g. prices** with competitors. Discussions at conferences and trade events can easily result in the formation of cartels and other anti-competitive practices. If any competitor wants to talk about prices, leave the meeting, make a file note and contact the CEO.

We must only gather information on our competitors in an ethical or lawful way. Only use public or other permitted sources and be open and honest about working for BAILLY.

c) Market power

Activities that may be legal for some companies may be illegal for companies with a large market share.

5. Avoid conflicts of interest

We promote transparent and sound business dealings by avoiding conflicts of interest. This means we must never allow our personal interests to influence our business decisions at

BAILLY. Every business decision we make must be objective and with BAILLY interests in mind. We must place BAILLY global best interests above any individual or local interests.

6. Treat people with fairness, respect, dignity and give everyone equal opportunity

Our people are the heart of our business. We value diversity, respect each other and recognise the unique contributions and perspectives that each of us bring.

BAILLY does not discriminate against people on the basis of race, gender, sexual orientation, age, disability, religion, political or other opinion, or cultural background.

We want to attract and retain the best and brightest people from the broadest pool possible. We do not engage in cronyism or nepotism by favouring our family or friends for jobs. So we must only select and promote our employees based on their skills, qualifications and experience.

Equal opportunities in employment, pay and development, and a workplace free from discrimination and harassment, are basic rights. We are committed to providing an inclusive and positive workplace for our people where opportunities are equal and differences are valued.

We believe in having open and constructive conversations with our people, listening and involving them in improving team performance.

We treat people fairly and comply with all applicable labour and employment laws and regulations regarding working hours, wages and benefits.

7. Protect our health, safety, security and the environment

The health, safety and security of our people is of paramount importance to us. We do not tolerate threats, intimidation or violence. Ensure you know the applicable health, safety and security requirements and follow them. Be aware of the potential health and safety issues that apply to your job. Take a proactive approach to your own health and safety and the wellbeing of others. Only do work that you are qualified for and if you observe an unsafe situation immediately stop work. Report any accidents or unsafe practices or environments to your manager.

BAILLY complies with all applicable environmental laws, regulations and standards. We also take environmental protection into account in our operations and have set protection goals.

How to report any concerns

BAILLY has an open door policy, and we suggest you report any concerns or suspected wrongdoing with your manager. If you prefer not to raise it with your manager, you should contact the CEO Mr. GUINNEBAULT Christian.

Thank you for your commitment to the Code

By complying with the Code, you are helping BAILLY to do the right thing: an integral part of how we do business. We know we can only be successful when we act with honesty and integrity, in accordance with our DNA and our values.