

# Renault Group Procurement Code of Conduct



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# 01 Introduction

# 01 Introduction

## WHY A CODE OF CONDUCT ?

Certain documents, such as the Code of Ethics and the Anti-Corruption Code of Conduct, are intended for all employees of Renault Group and its controlled subsidiaries: managers, employees, apprentices and temporary workers. Those who work directly or indirectly with Renault Group are invited to consult and refer to them.

The Code of Conduct not only sets out principles and commitments, but above all defines the state of mind in which internal and external professional relations should be approached. It also sets out the behaviour to be adopted in the event of breach of ethics.

The Anti-Corruption Code of Conduct is a decision-making tool on which each and every one can rely. In this sense :

- It defines corruption, presents its form and risks through examples (conflict of interests, gifts or invitations, etc.) and lists the most common warning signs ;
- It sets out the behaviour to adopt and the rules to respect in order to prevent corruption and remedy it if necessary;
- It refers to detailed procedures in case of doubt

The Group's Code of Ethics and anticorruption Code of Conduct are complemented by dedicated codes of conduct. Their purpose is to define the ethical rules governing the practice of a profession, function or activity for which higher ethical standards are required.

## PURPOSE OF THE CODE

The purpose of the Renault Group Procurement Code of Conduct is to establish a set of guiding principles derived directly from the laws and regulations in force, the values of the Renault Group and the Renault Group Anti-Corruption Code of Conduct.

This Code calls on the responsibility of each individual and defines professional behaviour and practices in the field of purchasing and supplier relations.

The Renault Group Code of Ethics and Anti-Corruption Code of Conduct can be consulted on the Ethics and Compliance Intranet / « *Ethical standards* » section (accessible from the bottom of the Declic home page) and on the *renault.com* website / « Commitments / Ethics » section.

# 02

## Scope of application and employees concerned



# 02 Scope of Application and employees concerned

## THE SCOPE OF APPLICATION

This document and all the documents to which it refers apply to all Renault Group subsidiaries and controlled entities.

It covers all Renault Group purchasing processes as well as all relations and communications with Renault Group suppliers, whether they are series suppliers, project suppliers or prospective suppliers, whatever their field of activity.

The Renault Group Procurement External Policy specifies that each supplier shares its values of trust, respect, transparency and fairness, with sustainable and responsible development as part of the Renault Group value chain.

## THE EMPLOYEES CONCERNED

The Renault Group Procurement Code of Conduct is intended for all managers and employees of the Renault Group Procurement Division and for all Renault Group employees who, whatever their position, are required to deal with suppliers and/or directly or indirectly influence the act of purchasing and the content of supplier relations.

As such, it applies to :

- all Renault Group employees with a purchasing delegation (e.g. AMF - Achat Manufacturing France) ;
- all Renault Group employees involved in purchasing and supplier relations as 'specifiers': product engineering, process engineering, design, human resources, marketing, after-sales, general services, safety, etc.) ;
- all Renault Group employees involved in purchasing and supplier relations in downstream functions: supply-chain, manufacturing, quality, etc. ;
- all Renault Group employees whose function indirectly influences purchasing or supplier relations, in particular costing, legal, public affairs, safety, sustainable development, environment, ethics and compliance, risk management, finance, group protection, etc.

# 03

## Principles and expectations

# 03 Fundamental principles and the company's expectations

## THE COMPANY'S EXPECTATIONS

Renault Group Procurement is a strategic business area for Renault Group and contributes to its long-term future through a number of major initiatives, in particular :

- Building and developing a reliable, long-term supplier base, enabling the development of mutually beneficial strategic relationships ;
- supporting the Renault Group's growth in its new territories by ensuring that its supplier base is as competitive as possible ;
- the achievement by suppliers of the objectives expected by Renault Group in terms of Innovation, Service, Quality, Cost, Delivery time and Project development ;
- the deployment of a Supplier relationship based on shared values of trust, transparency, fairness, sustainable and responsible development and respect for ethical commitments.

These principles are set out in the **Renault Group Procurement External Policy** , which focuses on working with suppliers. It describes the values and processes promoted by Renault Group Procurement, the guiding principles on which professional conduct and business relations must be based.



# 03 Fundamental principles and the company's expectations

## THE FUNDAMENTAL PRINCIPLES

Employees concerned must comply with the principles listed below :

- **Principle 1: Comply with laws, regulations, processes and commitments**

The employees concerned must comply with the laws, regulations and commitments of the Renault Group, such as those relating to competition, intellectual property, the prevention of corruption, the protection of personal data and rights. They must also strictly comply with the supplier consultation and assignment processes, which are the only way of controlling the risks of corruption and non-compliance.

In this respect, as part of the prevention of corruption, the Third Party Integrity Assessment (TIM) process is strictly applied within Renault Group Procurement. It is one of the tools used to prevent any risk of corruption, embezzlement or damage to the Renault Group's reputation.

### Scenario 1

A Renault Group Procurement employee discovers that a potential supplier has illegally used technology protected by another company's intellectual property rights.

- What should you do ?**
  - The employee must immediately suspend discussions and negotiations with this potential supplier and inform his/her line management and the Renault Group Legal Department.
  - He must not share or use any confidential information obtained.
- How can this scenario be avoided ?**
  - Renault Group establishes contracts and agreements with its suppliers, which include specific clauses on the respect of intellectual property rights. Suppliers are required to guarantee that they do not use protected technologies without authorisation and that they respect the intellectual property rights of third parties.

# 03 Fundamental principles and the company's expectations

## • Principle 2: Treat suppliers with transparency, respect, trust, fairness and impartiality

Employees must behave in a transparent, respectful and impartial manner towards suppliers and their representatives.

They must ensure that relations with suppliers are economically balanced, without coercion or abuse of a dominant position.

They must strictly comply with the Renault Group Ethics Charter, which stipulates that "all services and/or purchases of parts, materials and capital goods must be subject to competitive tendering", in accordance with the rules and procedures in force (in particular the DoA (Delegation of Authority) relating to the consultation and selection of suppliers.

In particular, suppliers must be :

- Treated professionally and fairly during calls for tender (level of information, number of preparatory meetings, response times, technical and economic feedback, etc.) ;
- systematically put out to tender (with the exception of exceptional cases, defined in the context of certain business lines or specific services, in accordance with a process formalised by RGP) ;
- selected according to objective, formalised, quantified and transparent criteria, in accordance with the recommendations of the Code of Principles and Good Practices for the automotive industry ;
- systematically informed of the outcome of the call for tenders.

## Scenario 2

You're a buyer and a manager from one of the companies involved in the call for tenders calls you and insists on asking you for information about his competitors.

### ☐ What should you do ?

- You do not provide any information and inform your superiors of this request who may, if necessary, withdraw this company from the call for tenders.

### ☐ How can this scenario be avoided ?

- Renault Group includes the Code of Ethics and the Renault Group Procurement Code of Conduct on the supplier portal. The members of Renault Group Procurement ensure that suppliers are systematically reminded of these principles, particularly for potential new entrants to the panels.

# 03 Fundamental principles and the company's expectations

- **Principle 3: Respect the Renault Group policy on gifts, invitations and business meals**

Renault Group's procedure of Gifts, Invitations and Business Meals sets out the rules to be followed to avoid the risk of corruption. If an employee is concerned that this procedure is not being followed by the supplier, he or she should refer the matter to his or her line manager and, if necessary, to the Renault Group Procurement Ethics and Compliance Officer.

## Scenario 3

In order to show you their skills in terms of infrastructure and entertainment, a company specialising in organising events invites you to a concert. After consulting your Regional Supplier Performance Manager (RSPM) and your Supplier Account Manager (SAM), you accept the offer. However, the day before the visit, you receive a call from the company suggesting that you come with your family.

- ❑ **What should you do ?**
  - I decline the invitation and will not be attending the event. An invitation must remain strictly professional.
- ❑ **How can this scenario be avoided ?**
  - Suppliers are informed of the Renault Group Procurement Code of Conduct, which sets out the rules for gifts, invitations and business meals. Renault employees systematically sensitise suppliers on the subject.

- **Principle 4: Prevent any conflict of interest**

The Renault Group procedure for managing conflicts of interest defines such conflicts as situations in which the professional, personal or extra-professional interests of an employee may influence his/her decision to the detriment of the independent, impartial and objective exercise of his/her professional responsibilities and may conflict with the interests of the Renault Group.

If an employee identifies a situation likely to constitute a conflict of interest, he or she must declare it to his or her superiors in accordance with the procedures set out in the procedure for managing conflicts of interest.

## Scenario 4

You are in charge of selecting new suppliers for parts procurement. Among the potential suppliers, you have family links with a manager of one of them.

- ❑ **What should you do ?**
  - You must declare this conflict of interest to your management immediately.
- ❑ **How can this scenario be avoided ?**
  - Suppliers sign the Renault Group Procurement Code of Conduct, which sets out the obligation to declare any conflicts of interest.
  - You will be exempt from any relationship or knowledge of elements relating to the relationship with the suppliers of this technology.

# 03 Fundamental principles and the company's expectations

- **Principle 5: Respect the confidentiality for all information exchanged**

All information exchanged with suppliers is confidential, unless otherwise agreed by the parties. Personal use of this information is prohibited.

This information belongs to Renault Group and/or the suppliers.

All employees must respect the confidentiality agreements between Renault Group and its suppliers.

Any breach of this obligation may have serious consequences, including legal consequences for Renault Group and its suppliers.

Employees must exercise caution and reserve in their dealings with suppliers everywhere, including in public places and on social networks, in order to protect personal data and maintain the confidentiality of information.

## Scenario 5

During a meeting with a supplier, he accidentally mentions confidential information about a project in progress at Renault Group.

### **What should you do ?**

- Immediately stop the discussion on this confidential subject and remind the supplier that the information exchanged is confidential.

### **How can this scenario be avoided ?**

- Regularly remind suppliers that information exchanged is confidential.
- Limit discussions on confidential subjects to authorised persons only.
- Make suppliers aware of the importance of maintaining the confidentiality of information exchanged.

# 03 Fundamental principles and the company's expectations

## ► Principle 6: Respect and implement the responsible purchasing policy

Within this framework of corporate social responsibility (CSR), ethics and compliance, the environment, health, safety and working conditions, employees undertake to .

- Respect and promote the Renault Group Compliance Plan which details:
  - Our objectives in terms of ethics, human rights, health, safety and respect for the environment.
  - The actions taken to mitigate the risks associated with our activities and those of our suppliers.
- Ensuring that suppliers are aware of, comply with and implement the Renault Group's responsible purchasing rules as defined in the *Renault Group Corporate Social Responsibility Guidelines for suppliers* and the *Renault Group Green Procurement Guidelines*.

## Scenario 6

A Panel supplier who has been validated by the QCDDM-SR (Quality - Cost - Delivery - Development - Management - Sustainability – Risk) had been appointed, thanks in particular to the competitiveness of his offer, but you discover that he no longer complies with local labour regulations on critical issues of employee safety.

### □ What should you do ?

- This situation does not comply with Renault Group's ethical and social responsibility principles. You must refer to your line manager and to the Renault Group Procurement Sustainable Development / CSR department. Considering the seriousness of the facts, an emergency remediation plan will have to be implemented by the supplier, who will no longer be consulted or appointed until the action plan has been finalised and implemented.

### □ How can this scenario be avoided ?

- The supplier's behaviour has changed since it joined the panel, when its compliance status was validated. To detect a change in supplier behaviour, members of Renault Group Procurement and associated functions (engineering, supply-chain, quality, costing) must visit suppliers regularly and report any deviation in production and management processes. Only a local close relationship can prevent this type of deviation.

# 04

## Reference Documents and whistleblowing alert system



# 04 Reference documents and whistleblowing alert system

## REFERENCE DOCUMENTS

Can be consulted on the Ethics and Compliance Intranet (Ethical standards section), accessible from the bottom of the Declic home page in the “Find out more” section :

- **Code of Ethics**
- **Anti-corruption Code of Conduct**
- **Gifts, Invitations and Business meals Procedure**
- **Conflict of Interest Management Procedure**
- **Third party integrity Management Procedure**
- **Anticorruption and influence peddling management system Procedure**

Documents available for consultation on the Renault Group Procurement supplier portal:

- **Renault Group Green Procurement Guidelines**
- **Renault Group Corporate Social Responsibility Guidelines for suppliers**
- **Renault Group Procurement Code of Conduct**

Training courses accessible on the Ethics and Compliance intranet site from the bottom of the home page of the Renault Group intranet site (Declic) :

- **Anticorruption E-learning**
- **Ethics within Renault Group E-learning**
- **Conflicts of interests management E-learning**
- **Whistleblowing E-learning**

Training courses accessible on Learning@Renault Group :

- **Renault Group Procurement Anti-corruption E-learning**
- **General antitrust program E-learning**

All employees of the Renault Group Procurement department must follow and validate the above-mentioned training modules within 3 months of their arrival.

# 04 Reference Documents and whistleblowing alert system

## The Whistleblowing Alert system

Any person listed below can make a confidential report under the Renault Group whistleblowing system.

This system is accessible to all employees, former employees, unsuccessful candidates for recruitment, shareholders, partners and holders of voting rights, members of the administrative, management or supervisory body of one of the Renault Group entities, external and occasional employees (temporary workers, trainees, apprentices and seconded employees, etc.), co-contractors (e.g. dealers or suppliers/service providers) and their sub-contractors. It complements the channels for alerting management, human resources, employee representatives, the Ethics and Compliance Department and the Professional Alert Department.

### ► Conditions for acquiring whistleblower status

To qualify for whistleblower status, a number of criteria must be met.

- You must be a physical person. Report or disclose facts that have occurred or are very likely to occur that are contrary to the law, the Code of Ethics, the Anti-Corruption Code of Conduct or this Code ;
- act without direct financial consideration and in good faith ;
- have obtained the information in the course of his or her professional activity. Where the information was not obtained in the course of professional activities, the person reporting it must have had personal knowledge of it.

### ► Access to the whistleblowing system

The whistleblowing system is accessible on the Ethics and Compliance Intranet / « Whistleblowing» section (accessible from the bottom of the Declic home page) and on the renault.com website / Commitments / Ethics section or by flashing the QR Code :



### ► Protection for the whistleblower

Renault Group guarantees the strict confidentiality of the identity of the whistleblower, the person who is the subject of the alert and the facts that are the subject of the report. Alerts are treated confidentially, subject to applicable legal obligations and potential judicial proceedings. Whistleblowers also benefit, where applicable, from civil and criminal immunity as well as protection against the risks of retaliation and discrimination.

No disciplinary or discriminatory measures may be taken against employees who have made a report, even if the facts are not proven, provided that these employees have acted in accordance with the criteria outlined above. However, the abusive, malicious use of this system or its use in bad faith may result in disciplinary sanctions and legal proceedings.



# 04 Reference Documents and whistleblowing alert system

## RESPONSIBLE FOR THE CODE WITHIN RENAULT GROUP

The Renault Group Procurement Director is the “owner” of the Procurement Code of Conduct. He or she is responsible for modifying and updating it.

If you have any questions or require information about the Procurement Code of Conduct, please contact the Procurement Compliance Director.

