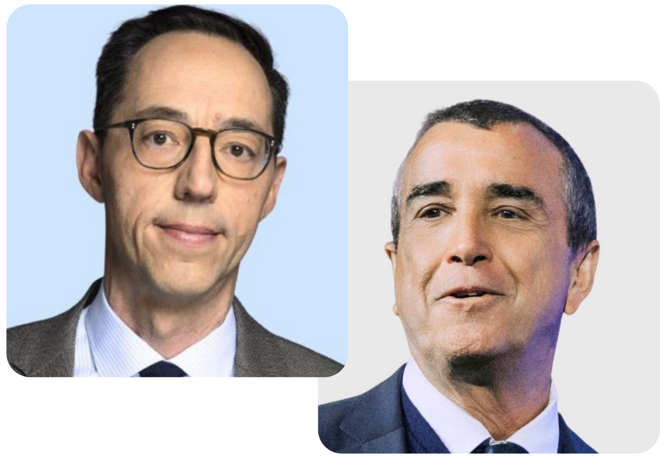
LOUIS HACHETTE GROUP

ANTI-CORRUPTION
CODE OF CONDUCT

MESSAGE FROM ARNAUD LAGARDÈRE AND JEAN-CHRISTOPHE THIERY



Our stakeholders' trust is based on the integrity we demonstrate each and every day.

The Louis Hachette Group's success is based on a set of strong principles and values, which form the basis for our actions and are an integral part of our identity.

One of the Group's greatest strengths is the commitment of our people to integrity and excellence in all that we do.

Indeed, it is through the relationship of trust we maintain with all our partners that the Louis Hachette Group builds its long-term development. This essential relationship endures thanks to the exemplary nature of our individual and collective behaviour.

We have **a zero-tolerance corruption policy,** supported by our comprehensive system which ensures that we meet the highest possible standards in this area.

Clear and informative, this updated Code of Conduct aims to help you identify risky situations and the appropriate responses to them, both individually and collectively.

It also embodies our commitment at all levels to rigorous ethical standards in our everyday activities

We are counting on each and every one of you to apply the principles set out in this Code scrupulously.

Arnaud Lagardère
Chairman and
Chief Executive Officer
of Lagardère SA

Jean-Christophe Thiery
Chairman and
Chief Executive Officer
of Louis Hachette Group

SOMMAIRE

HOW TO USE THIS CODE OF CONDUCT?

The success of the Louis Hachette Group is largely based on the integrity and excellence of the men and women who make up the Group. As part of this commitment, the Group has adopted an Anti-Corruption Code of Conduct.

In most of the countries in which the Louis Hachette Group operates, corruption is a criminal offence punishable by law. It is also an offence in the eyes of international organisations, and under international agreements which France has ratified. The purpose of the French “Sapin 2” law is to work harder to prevent and identify acts of corruption, and breaches of integrity in general. It includes a requirement to publish a Code of Conduct.

WHO IS AFFECTED?

Each Louis Hachette Group employee must be committed to preventing the risk of corruption in order to protect the image, reputation and economic interests of the Group and its partners.

The principles and rules set out in this Code must be applied worldwide by all the Group’s employees, including its directors in the course of their duties within the Group.

The Group expects its partners and suppliers to meet equivalent standards of integrity. It reserves the right to end a relationship with any partner who clearly has no intention of complying with the rules and principles of this Code.

WHAT IS THE PURPOSE OF THIS CODE?

This Code is intended as a practical guide for employees and partners of the Louis Hachette Group. It aims at:

- providing a shared vision of the Louis Hachette group’s specific standards of integrity;
- giving real-world examples of what to do and what not to do;
- identifying who to ask for help should you have any doubts or questions.

In some cases, the rules in this Code may be adapted locally in light of the codes and procedures adopted by the Group’s various entities. They may be stricter than the applicable legislation.

The strictest rule shall apply in all circumstances, in compliance with legal provisions.

Key actions

PREVENTING ALL FORMS OF CORRUPTION

Corruption has a negative impact on the economy. Louis Hachette Group has adopted an approach based on integrity to stimulate the economy in the countries in which it operates, within the framework of the laws prevailing in those countries.

Corruption involves soliciting or accepting any kind of donation or benefit for completing, or not completing, any action which falls within your remit.

The Group prohibits any act of corruption or any similar act, such as **influence peddling** or **facilitation payments**. Facilitation payments are usually small payments made to public officials, in order to secure or speed up a particular process.

In light of the potential risks, both direct and indirect relationships and dealings with public authorities or officials must be stringently monitored.

WHO CAN BE CONSIDERED A PUBLIC OFFICIAL ?

- → A company controlled or funded by the State and/or providing a public service;
- → A member of the royal family;
- → A person holding public mandate;
- → A civil servant or an employee of an international organisation;
- → An executive or candidate of a political party.

Particular attention must be paid to the family members of public officials.

RECOGNISING HIGH-RISK SITUATIONS

In addition to outright bribery, there are many other high-risk situations for Louis Hachette Group employees. They include:

- → use of a business broker of intermediary;
- → use of a third party specifically requested or recommended by a customer or public official, with no legal justification;
- → payment for an undocumented or insufficiently documented service;
- → payment of unusually high commissions fees in relation to market norms;
- → giving or receiving recurrent or disproportionate invitations or gifts;
- → unusual payment terms or cash payment requests;
- → a planned merger or acquisition with a company located in a high-risk country, which regularly works with public-sector customers;
- → a potential business partner who refuses to make any reference to our anti-corruption policies or to include anti-corruption clauses in their contracts;
- → the recruitment of a relative in exchange for a business favour.

IN PRACTICE

DO

- Read and comply with Group procedures;
- Ensure that any payment made to a public official or authority is legally justified, and documented with a receipt;
- Contact the Compliance Officer for the entity or Group if you are unsure how to deal with a situation.

DON'T

- Solicit, offer, approve or suggest a payment or advantage which is undue, illegal or does not comply with integrity rules;
- Make facilitation payments if there is no threat to the health or safety of a Group employee;
- Recruit/use the services of a public official whose role includes overseeing any of the Group's activities.

GOOD PRACTICES

EXAMPLE 1

A Group entity wishes to respond to a call for tenders issued by a Ministry of Education for the supply of school textbooks to state schools. During the procedure, a public official responsible for assessing the tenders suggests that an invitation to a cultural event, the payment of travel expenses or a gift could influence the assessment of the Group entity's tender. Offering an invitation, a gift or covering expenses for the benefit of a public official in order to influence the assessment of a tender in a public procurement process could constitute an act of corruption.

I must immediately refuse any such request or suggestion and contact the Compliance Officer without delay to inform them of the situation.

EXAMPLE 2

I am in discussions with Arcom regarding the renewal of a radio frequency. During our discussions with the authority, we are exploring practical arrangements to maintain the current number of frequencies and speed up the process.
To facilitate these discussions, I am considering inviting the Arcom representative to a VIP box at a sporting event.
Can I extend this invitation?

Offering an invitation or a benefit to a public official may constitute an act of corruption if the invitation is likely to influence the performance of their duties. Any invitation or benefit intended for a public official must be assessed in accordance with the applicable Gifts and Invitations policy, given the high risk associated with this type of situation. I must therefore refrain from offering this invitation and, if in doubt, consult the Compliance Officer before taking any action.

EXAMPLE 3

As part of a tender process to secure a new airport concession, I am representing my organisation in dealings with the concession grantor. During informal discussions, a representative of the concession grantor suggests that my organisation should undertake, outside the official scope of the tender, the construction of a rest room for airport staff. He explains that this provision could be incorporated into our project as an operational cost or as an additional feature to the main works. He implies that undertaking this project would facilitate the award of the concession. Can I agree to cover these additional costs?

This situation clearly constitutes a corruption risk, as the entity is being asked to provide an undue advantage in order to influence the decision on the award of a public contract, thereby distorting competition to the detriment of other bidders. I must immediately contact the Compliance officer and inform them of the situation.

ASSESSING RELATIONSHIPS WITH THIRD PARTIES

Louis Hachette Group can be held liable for any act committed by a business partner, particularly if this act is carried out on behalf or in the interests of Louis Hachette Group and contravenes anti-corruption laws.

Louis Hachette Group is particularly mindful of its business conduct within its sphere of influence. Every employee must ensure that the actions of their business partners are not likely to harm the Group's reputation.

The Group's carries out an integrity screening or due diligence process for each of its business partners, to mitigate the potential adverse legal, financial and reputational consequences of their actions and behaviour.

Louis Hachette Group ensures that its partners are fully qualified for the role entrusted to them, and that they have a solid track record of business integrity.

THIRD PARTIES WHICH MERIT SPECIAL ATTENTION

- **Intermediaries:** Intermediaries are commissioned by or on behalf of the Group to bring in or manage business (business referrers, brokers, commission agents, commercial agents, etc.), or to work with government authorities on administrative decisions (shipping agents, customs brokers, etc.)
- **Lobbyists, think tanks and professional bodies:** Their role is to engage in political discussions on subjects of interest to the Louis Hachette Group, its employees and its business partners, to influence the legislative, regulatory or political actions of public officials.
- **Potential merger and acquisition targets and joint venture partners:** Due to the potential risks involved in these transactions, an indepth assessment must be carried out before they can be completed, and robust guarantees must be negotiated.

As the Group may be held liable for the actions of third parties to which it is linked, **they must be subject to ongoing assessment and monitoring throughout the contractual relationship**.

IN PRACTICE

DO

- Refer to and apply the third-party assessment and integrity process before entering into any commitment;
- Identify the risks arising from each relationship, and set out appropriate measures for managing such risks;
- Monitor the application of risk management measures and compliance with contractual clauses throughout any relationship with a third party;
- Report any situation of concern relating to a third party to your Compliance Officer.

DON'T

- Act as an intermediary in contravention of the Group's values and principles as set out in this Code of Conduct;
- Call on an intermediary to influence a decision in contravention of the provisions of this Code of Conduct or of current laws and regulations;
- Enter into a risky business relationship or contract without first carrying out a third party integrity assessment.

GOOD PRACTICES

EXAMPLE 1

A Group entity is participating in the award of a strategic contract requiring the use of a business intermediary. In this context, the intermediary, acting on behalf of the entity, states that they are in a position to influence the concession grantor's decision to select the entity and sign a concession contract.

As part of this process, to facilitate the entity's selection, the intermediary requests approval of contractual terms providing for the payment of an advance fee on particularly favourable terms.
The intermediary specifies that part of this fee would be passed on to the concession grantor.

An integrity assessment of this third party has been carried out in accordance with the third-party assessment procedure; no adverse information has emerged from the analysis conducted by the entity's or the Group's Compliance Officer.

Does this situation nevertheless pose a risk to the Group?

As a general rule, no undue advantage must be granted, either directly or indirectly, to a third party with a view to obtaining or retaining a commercial advantage. When faced with this type of request, employees must immediately refuse to approve any contractual terms not justified by actual services rendered, in particular any advance or disproportionate payment. The payment and kickback terms are not acceptable.

EXAMPLE 2

I have identified a local company as a potential joint venture partner.

Has the company ever been involved in or convicted of corruption?

Have its senior managers been convicted in the past?

Are its shareholders under economic sanctions?

In order to answer these questions and protect the Group's reputation and interests, I apply the third-party assessment procedure. In case of any doubt, I contact my Compliance Officer.

MANAGING CONFLICTS OF INTEREST

One of the Louis Hachette group's main priorities is to build privileged and transparent relationships with all its partners. Identifying situations which could lead to a potential conflict of interest protects the Group's interests, its employees and its business partners.

A **conflict of interest** is a specific situation in which Louis Hachette Group's interests differ from the personal interests of its employees.

Such a situation is not illegal. A targeted assessment should, however, be carried out to anticipate any potentially harmful consequences for the Group.

The Group's employees must **act impartially and transparently** to identify any potential or proven conflict of interest. They should report any such situation to their line manager or Compliance Officer.

Personal interests also cover procuring a benefit for:

- the employee;
- a friend or family member of the employee;
- entities which the employee has a business relationship;
- entities which the employee holds a stake in, or has a financial or civil obligation towards.

RECOGNISING HIGH-RISK SITUATIONS

WITHIN THE GROUP:

- Assessing a friend or family member's application for a role, or being able to influence factors linked to this application;
- Having an influence on the career of a friend or family member also employed by the Group (pay, promotion, etc.);
- Offering, giving or accepting gifts from a third party during a period of negotiation.

OUTSIDE THE GROUP:

- Holding shares in, or serving as a director for, a third party with which Louis Hachette Group has a business relationship;
- Holding a public office;
- Having a personal or professional relationship with a third party;
- Acting as a consultant, employee, manager, director or executive for a third party organisation whose interests diverge from those of the Louis Hachette Group, which could prevent you from making objective decisions.

KEY ACTIONS

IN PRACTICE

DO

- Refer to and apply the conflict of interest procedure relevant to your entity;
- Identify potential conflict of interest situations from the outset;
- Act in the sole interests of the Group by refraining from acting for your own benefit or in your own personal interest;
- Immediately report any potential conflict of interest to your Compliance Officer and/or your line manager;
- Do not get involved in the decision-making process if you suspect that there may be a conflict of interest.

DON'T

- Recruit a family member;
- Divulge Group information to your friends and family members;
- Accept a job or role outside the Group that might impact on your ability to objectively carry out your role within the Louis Hachette Group;
- Directly or indirectly take a substantial stake in a rival company, supplier or customer;
- Use the Group's property or resources if such use is prohibited.

GOOD PRACTICES

EXAMPLE 1

I am involved in the recruitment process for a permanent sales role. A well-known supplier within my entity approaches me and offers me an all-inclusive holiday if I favour the application of his nephew.

This situation presents a real risk of corruption; my personal interest conflicts with the group's interests and undermines the principle of equal treatment of candidates.

I do not accept this offer and inform the Compliance officer of this approach.

EXAMPLE 2

My spouse and I both work for the Group.

Do we have a direct reporting link?

Do we assess each other's activities?

Are we in a position to influence each other's pay, promotion, or any disciplinary proceedings?

I contact the Compliance Officer and my line manager so that they can asses whether a conflict of interest exists.

MANAGING
GIFTS AND INVITATIONS

Exchanging gifts and invitations is a common business practice. It is, however, worth asking yourself the right questions before giving or accepting gifts and invitations, in order to maintain the integrity of your business relationships.

Gifts or undue advantages can influence business relationships. They may also cause the beneficiary to feel that they owe something to the giver of these gifts or advantages.

For the purposes of this Code, gifts and invitations refer to:

→ any object of value or benefit given free-of-charge;

→ any activity given or received free-of-charge (or at a price which is lower than the market price) including a meal, trip, stay, sporting event or leisure activity.

The **only gifts or invitations** that may be made must:

✓ be occasional, reasonable and appropriate, and not be offered in return for something else;

✓ be for a normal business purpose, such as a working lunch. An invitation which involves leisure activities or family members does not meet this criterion;

✓ comply with the Company's expense claims procedure;

✓ be declared and recorded based on the rules and procedures of each Group entity;

✓ comply with the laws of the country in which they have been given.

RECOGNISING HIGH-RISK SITUATIONS

As part of a procedure for the granting of an administrative license, I am considering inviting an organisation that wields influence with the relevant administrative authority to a sporting event, in return for its support in the licensing process.

Any lobbying must be carried out without any quid pro quo, in a transparent manner and in compliance with the law and the Group's internal rules. Influence peddling is a criminal offence punishable by law.

I must not use invitations in this context.

Each situation should be assessed based on its own merits, given the context. Employees must therefore use their common sense to decide how to approach the situation. They should contact their line manager or Compliance Officer should they have any questions or concerns.

As a general rule, it is important to be particularly vigilant when it comes to relationships with public officials and authorities. Louis Hachette Group allows gifts to be made to public officials, provided that:

→ they comply with the principles set out above;

→ they comply with local Laws;

→ they are approved by the Compliance Officer.

IN PRACTICE

DO

- Refer to and apply the gifts and invitations procedure relevant to your entity;
- Be aware of local legislation and practices;
- Record given and received gifts and invitations in the register kept by the Compliance Officer;
- Be particularly vigilant when it comes to giving gifts to public officials or authorities.

DON'T

Offer or accept a gift or invitation:

- to give or obtain an undue advantage;
- to influence the beneficiary's decisions or behaviour;
- for your own personal benefit;
- when negotiating a contract or during a tender;
- in the form of cash, prepaid cards or gift vouchers that can be exchanged for cash.

GOOD PRACTICES

EXAMPLE 1

A photography agency bidding for a tender has invited me to a photoshoot in the Maldives, stating that this would allow me to better appreciate the quality of their expertise and facilitate our collaboration should they be selected. They add that they might be willing to be flexible on certain contractual terms if I help them adjust the scope of the tender to their advantage.

What is the aim of this invitation?

Does the proposal comply with the rules on gifts and invitations applicable within my entity?

Such a proposal is likely to influence my decision and does not comply with the rules applicable to the tender.

In accordance with the applicable Gifts and Invitations Policy, I am not permitted to accept an invitation or any other benefit in connection with a tender process. I must decline this offer and immediately inform the Compliance Officer of the situation.

EXAMPLE 2

A journalist seeking to obtain exclusive and confidential information about my entity's customers (their habits, how often they visit, etc.) to publish exclusive content or secure «scoops» has offered me a designer watch.

This is a case of the unlawful monetization of strategic information (for example: a breach of personal data involving the disclosure of a customer database). This transaction is unacceptable; it constitutes a case of passive corruption which could result in my employer being held liable and leading to my dismissal.

I must refuse this proposal and immediately inform the Compliance Officer of the situation.

EXAMPLE 3

A printing service provider is involved in a commercial dispute following breaches of contract. Whilst the legal department is assessing how to proceed, the service provider offers a valuable gift to a member of staff handling the case, in exchange for an out-of-court settlement that would avoid any legal proceedings.

Accepting a gift or benefit to influence the handling of a commercial dispute in a way that favours the supplier constitutes an undue advantage.

I must refuse this offer and alert the Compliance Officer.

MONITORING DONATIONS, SPONSORSHIP AND PATRONAGE

Contributions through donations, sponsorship and patronage allow the Group to create links with civil society and partners. These actions should be undertaken responsibly, in accordance with the Group's values, and in compliance with the relevant laws.

Louis Hachette Group's donations represent its commitment to society and to the causes that matter most to the Group

A **donation** is a contribution which has a value, in cash or in kind, which the Group gives to support charitable or educational initiatives with nothing being sought in return.

Patronage is material support, with nothing being sought in return, given to a project or a person, to conduct activities which are in the general interest.

Sponsorship is material support of an event, person, product or organisation in return for a direct benefit. The purpose of sponsorship is to promote the sponsor's image by displaying their name or brand.

Contributions may be used to conceal acts of corruption or fraudulent payments. It is therefore important to be particularly vigilant when making them:

- → specifically record the purpose of each action;
- → obtain the approval of your line manager and Compliance Officer.

IN PRACTICE

DO

- Systematically inform the Compliance Officer before donating or offering patronage;
- Assess the third party's integrity based on the relevant Group entity policy before agreeing to any donation or patronage;
- Make sure that you have all the required tax documents to ensure that the donation or patronage is completed properly.

DON'T

- Offer, promise or donate or charitable contribution to influence a decision or obtain an undue advantage;
- Pay a donation or charitable contribution:
  - in cash;
  - into a private account;
- Make recurrent donations or charitable contributions.

GOOD PRACTICES

EXAMPLE 1

The Group is preparing to make a major donation to an association whose president works for one of our client companies.

Have the project beneficiaries been identified ?

Does the transaction comply with current laws and with the Group's procedural principles?

Have several people from the Group reviewed the transaction?

Was this information to be made public what consequences would be for me and the Group?

EXAMPLE 2

The Group plans to set up a patronage for a local cultural body.

Is the project in the general interest ?

Are decisions on selecting projects and assigning actions made collectively?

Are the transactions transparent and compliant with Group procedures?

Will the transactions be regularly monitored to ensure that they are being carried out properly?

To find the best possible answer to these questions, it is required to contact the Compliance Officer so that the transaction can be fully assessed.

EXAMPLE 3

As part of a sponsorship scheme, I am a member of a selection committee for partner associations.

The president of an applicant association, who is also a representative of a company, has approached me to ask for my support for his association's application.

He states that, if selected, he would be able to facilitate the conclusion of a commercial contract between the Group and that company, with which discussions are currently underway.

The selection of associations must be carried out in accordance with the Group's applicable rules on corporate philanthropy, based on objective criteria and in accordance with the relevant procedure.

I must refuse any such request and inform the Compliance Officer immediately.

REFUSING ALL CONTRIBUTIONS TO A POLITICAL OR RELIGIOUS CAUSE

Louis Hachette Group has always sought to remain neutral in political and religious matters. It therefore refuses to make any political or religious contributions, specifically in the form of a service or transfer of funds.

Political or religious contributions are actions taken for the purpose of supporting:

- a candidate, party, campaign or political organisation;
- a religious organisation or association;
- a religious person.

These contributions can take the form of fundraising, the free-of-charge provision of goods or services, making employees available for projects and campaign funding.

These practices might be risky for the Group, because:

- political or religious contributions from companies may constitute acts of corruption or influence peddling;
- political or religious contributions from companies are illegal in many countries.

Therefore, no payment, gift, invitation, or offer of service may be made, either directly or through a third party, in the name or on behalf of Louis Hachette Groupe, to a political party, a trade union, a candidate, or an elected official.

Such proposals may be viewed as an attempt to influence politics in the Group's best interests.

GOOD PRACTICES

EXAMPLE

A political party contacts me to organize a campaign meeting on the Group's premises.

The Group refuses all political contributions. Therefore, the Group cannot make any of its resources available to a political party.
If such case arises, I will immediately inform the Compliance Officer.

A group commitment

CONTRIBUTING TO THE FIGHT AGAINST CORRUPTION

Each and every Louis Hachette Group employee has a duty to contribute to our compliance culture, by acting in accordance with the Group's policies and values.

Louis Hachette Group employees

All our employees help to **promote our compliance culture** by acting in accordance with the Group's policies and values.

- Be aware of the requirements of the Code and the operational procedures which apply in your entity and comply with them.
- Familiarize yourself with Group rules: every employee should regularly refer to the Code of Conduct, and can share any doubts with their line manager or Compliance Officer.
- Engage in a corruption risk prevention approach by:
  - keeping up to date;
  - complying with the policies and procedures applicable to your business area;
  - acting in accordance with local laws;
  - quickly raising the alarm should you have any questions or issues.
- Report your concerns by quickly referring upwards any worries about potential breaches of the Louis Hachette Group code of conduct.

Louis Hachette Group managers

In order to ensure that we deliver on our commitments, managers must **set an example** and encourage integrity in everything they do.

They should also support their teams if they ask for help and advice.

- Promote a compliance culture to help employees understand what their responsibilities are and encourage them to report any concerns they have in all confidentiality.
- Encourage ethical behaviour by allocating the necessary resources to achieve the Code's objectives.
- Identify corruption risks by:
  - implementing and applying internal control measures to detect corruption risks;
  - including ethical criteria in employee appraisals.
- Respond to concerns by listening and being approachable.
- Take appropriate corrective and disciplinary measures in response to a breach of the Code.

REPORTING CONCERNS

All Louis Hachette Group employees and partners should be able to talk about any concerning situations that they may find themselves in. Furthermore, they are responsible for reporting acts that could breach laws and principles of this Code, in a fair, honest and professional manner.

Who should I talk to?

- YOUR LINE MANAGER
- YOUR HUMAN RESSOURCES MANAGER
- YOUR COMPLIANCE OFFICER
- **THE GROUP'S ETHICS LINE SYSTEM**

The Group shall punish any behaviour which hinders, or may constitute a reprisal against a whistleblower.

All Group employees who may be required to record the content of a whistleblower's report and process it shall be bound by a strict duty of confidentiality. They may not discuss the contents of a report with anyone who is not authorized to hear it.

THE ETHICS LINE SYSTEM

The Louis Hachette Group has set up a secure system which its internal and external stakeholders can use to report confidential information about situations which are illegal or in breach of the Code of Conduct.

The Group shall ensure that any information provided by users of the platform is kept confidential. It undertakes to protect both their interests and those of the person who is the subject of the report.

The Louis Hachette Group platform describes in detail how the reporting process works, and how to submit a report.

The platform is available at the following address:

https://ethicsline.louishachettegroup.com

PREVENTING SANCTIONS

Any Louis Hachette Group employee who breaches the principles set out by this Code may be subject to disciplinary measures. These measures are detailed in the applicable internal rules or equivalent documents for each of the Group's entities.

Employees who breach these rules and principles may also be at risk of criminal charges and/or civil proceedings, depending on the county in which the breaches took place.

EXAMPLES OF BREACHES WHICH COULD RESULT IN DISCIPLINARY MEASURES:

- → infringements of the law;
- → breaches of a Louis Hachette Group entity's policy or procedure;
- → asking a third party to act in contravention of the law;
- → refusing to cooperate with an internal investigation into a potential failure to comply with the law or with the Group's policies or procedures;
- → reprisals against an employee who has reported a breach of a Group entity's policies and procedures in good faith;
- → refusing to take effective corrective measures to remedy any infringements of the Group's policies and procedures.

Further information

GLOSSARY

Public official

Any person with public authority, tasked with a public service or entrusted with a public elected office (mayor, civil servant, etc.).

Gifts and invitations

Any goods, services or benefits which are directly or indirectly offered, promised, given or received, which may or may not have a monetary value.

Corruption

The solicitation or acceptance of any donation or benefit by a (public or private) person for completing, or not completing, any action which falls within your remit.

Active corruption (offering any type of donation or benefit to a person performing a specific role) may be distinguished from passive corruption (accepting a donation or benefit from a person performing a specific role).

Facilitation payment

Paying small, unofficial sums of money to speed up or secure a public decision (such as obtaining a permit, administrative authorization, etc.)

Politically Exposed Person (PEP)

Individuals who occupy or have occupied within the past 12 months a high-profile public role with considerable decision-making powers:

- heads of state, heads of government, members of a national government or the European Commission;
- members of national parliaments or of the European Parliament;
- members of supreme courts, constitutional courts or other high-level judicial bodies whose decisions are not generally subject to further appeal, except in exceptional circumstances;
- members of courts of auditors;
- governors or directors of a central bank;
- ambassadors, chargés d'affaires, consul generals and career consuls;
- generals and senior officers in the armed forces;
- members of the administrative, management or supervisory bodies of state-owned enterprises;
- leaders of international treaty-based institutions;
- senior managers of international organisations.

Third party

Any natural person or legal entity which has a business relationship with the Group. This could be a supplier, subcontractor or service provider, customer, intermediary, commercial or sporting partner of a company in which the Group holds a stake or has a joint venture.

Influence peddling

Receiving or soliciting donations to misuse your real or supposed power, for the purpose of influencing a third party in order to secure a favourable decision. It involves three parties: the beneficiary (who provides the benefits), the intermediary (who uses their position), and the target person who holds the decision-making powers. Influence peddling always involves a public official.

KEY CONCEPTS

THREE MAIN IDEAS

1. Everyone is responsible for fighting corruption.
2. Even the most inconsequential, everyday situations can lead to acts of corruption.
3. The Louis Hachette Group takes a zero-tolerance approach to corruption and influence peddling.

ADOPT BEST PRACTICE

- Familiarize yourself with the Code of Conduct and Group procedures
- Comply with local and national legislation
- Make sure that any gifts and invitations are reasonable
- Assess relationships with third parties
- Be transparent about your interests
- Be vigilant when it comes to donations, patronage or sponsorship
- Refuse all contributions to a political or religious cause

REPORT ANY CONCERNS

- YOUR LINE MANAGER
- YOUR HUMAN RESSOURCES MANAGER
- YOUR COMPLIANCE OFFICER
- **THE GROUP'S ETHICS LINE SYSTEM**

LOUIS HACHETTE GROUP

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www.louishachettegroup.com

Labrador Transparency | +33 (0) 1 53 06 30 80