

IFP Training

CODE
OF ETHICAL
CONDUCT

www.ifptraining.com



IFP Training

232 avenue Napoléon Bonaparte
92852 Rueil-Malmaison Cédex

Published on November 21, 2022 Copyright

Photos : AdobeStock

Illustration: French Anti-corruption Agency

Written by: IFP Training

CONTENTS

INTEGRITY AS A GUIDELINE	4
WHY ADOPT A CODE OF ETHICAL CONDUCT?	6
IFP TRAINING'S COMMITMENT	8
WHAT ARE THE INHERENT RISKS?	10
CONDUCT REQUIRED FOR AN ETHICALLY & SOCIALLY RESPONSIBLE COMPANY	12
CONDUCT REQUIRED TO PREVENT CORRUPTION AND INFLUENCE PEDDLING	14
IFP TRAINING'S RISK PREVENTION SYSTEMS	24
CONTACT & INFORMATION	30
AUTHORITY & REVISION OF THE CODE	32

#1

INTEGRITY
AS A
GUIDELINE

OUR VALUES,
OUR ETHICS



Benoît Mourez, Rémi Mouchel & Loïc du Rusquec

IFP Training is a service company which, for the last fifty years, has been supporting its clients to develop the skills of their teams. Strict requirements govern the performance of this activity in the company: respecting legislation, regulations, commitments made, and the people and values that drive our teams.

In view of our history and our public presence in France and abroad, we have a duty to be exemplary in everything we do. Having irreproachable ethics is therefore not only one of the company's fundamental commitments, it's also a value we incorporate every day in the services we provide for our clients both in France and abroad.

We clearly state this commitment in our Ethics and Corporate Social Responsibility Charters, and explain it in this Code of Ethical Conduct.

Through the code, the IFP Training board of directors affirms a clear, unequivocal and unambiguous commitment against any violation of ethics or legal requirements and, in particular, corruption in all its forms. Our watchword is: "Zero tolerance".

No action going against the rules of this Code of Conduct will ever be considered as being taken in the interest, or on behalf of IFP Training or one of its affiliates.

We expect irreproachable, ethical conduct from everyone. This Code must therefore be read carefully and referred to as often as is necessary. The people responsible for compliance and for the deployment of the anti-corruption system are on hand to answer any questions that may arise.

Thank you all for your proactive involvement in this ethical procedure: our values dictate our behaviors every day.

Benoît Mourez

A handwritten signature in black ink, appearing to read 'Benoît Mourez'.

Rémi Mouchel

A handwritten signature in black ink, appearing to read 'Rémi Mouchel'.

Loïc du Rusquec

A handwritten signature in black ink, appearing to read 'Loïc du Rusquec'.

#2

WHY ADOPT A CODE OF ETHICAL CONDUCT?

A CRUCIAL ISSUE

IFP Training is a forefront leader in the competency development of personnel for its clients and partners. The essentially human nature of our corporate mission is expressed by the daily commitment of each and every one of our employees to our shared values of respect, trust, transparency and responsibility.

By putting people and ethics at the heart of our daily practices, it is precisely this culture and these values the board of directors would like to see enhanced. It also means fighting proactively against all forms of corruption and influence peddling to which we may be exposed through our professional activities.

According to the report entitled *Stratégie anticorruption de la France dans son action de coopération 2021-2030*, "corruption is a global phenomenon that affects all areas, all sectors and all players. It is difficult to quantify, but the annual amount of bribes and misappropriated sums of money is thought to be around \$3,600 billion(...)".

The issue is therefore worldwide and colossal, and has negative social, societal and economic impacts.

The purpose of IFP Training's Code of Ethical Conduct is to define and illustrate best practices and, more specifically, the different types of behavior to be avoided at all costs, as they are likely to be characterized as conducive to corruption and influence peddling, and to specify the precautionary measures to be taken to ensure such behaviors are avoided.

LEGAL OBLIGATIONS

Compliance with applicable laws and regulations on the sites where IFP Training is present is, of course, mandatory. This Code of Conduct cannot cover all the requirements of local legislation, which apply whenever they are stricter than the rules imposed by IFP Training.

As regards anti-corruption law, the French Transparency, Anti-Corruption and Economic Modernization Act 2016-1691 of December 9, 2016, known as the Sapin II Act is applicable to IFP Training. Although it applies to French companies with over 500 employees and achieving a turnover of more than 100 million euros, it also applies to all companies belonging to a group, whose parent company is headquartered in France, and fulfills the aforementioned criteria. The anti-corruption measures stipulated in this Code of Conduct are based on the act mentioned above.

The fight against corruption, and its relations to development, has been the subject of many texts and initiatives generated by both multilateral and national organizations (UNO, OECD, EU) and forums (G7, G20). In addition to the Sapin II Act in France, a great many other countries have adopted anti-corruption legislation, including for example the United States (Foreign Corrupt Practices Act) and the United Kingdom (UK Bribery Act).

An act of corruption or influence peddling committed by an employee may be considered as a violation of such national regulations, and lead to legal proceedings and sanctions.

#3

IFP TRAINING'S
COMMITMENT

THE BOARD OF DIRECTORS

IFP Training forbids any illegal practices or conduct, or which are contrary to fundamental ethical principles, the transparency of its activities, or likely to be considered as acts of corruption or influence peddling. To this end, the Board of Directors pledges to:

- Adopt exemplary conduct by scrupulously respecting this Code of Conduct and the associated procedures.
- Clearly communicate the requirements of this Code to its employees and partners, and stipulate that no conduct that goes against it shall be tolerated.
- Ensure that sanctions are issued if the Code is violated.

A COLLECTIVE OBLIGATION, AN INDIVIDUAL COMMITMENT

All the employees at IFP Training are personally responsible for ensuring their conduct complies with the rules in this Code. They must know, understand and apply the provisions it contains. They must take part in the mandatory training courses organized by the company.

The Code of Conduct also applies to all the business partners and other stakeholders who perform activities for, or on behalf of, IFP Training or one of its affiliates.

#4

**WHAT ARE THE
INHERENT RISKS?**

INDIVIDUAL AND COLLECTIVE RISKS

Breach of legislation and, in particular of anti-corruption and influence peddling laws, is a major risk factor for the company (reputation, potential high fines, direct economic costs, legal proceedings and exclusion from public markets).

Any person violating the rules stipulated in this Code may be liable to civil or criminal proceedings by IFP Training, the competent authorities or third parties and, inhouse, to disciplinary sanctions, whether the acts are committed in France or abroad.

Our business partners and other stakeholders consider the breach of any rule in this Code as a substantial violation of any present or future agreements with IFP Training.

#5

CONDUCT REQUIRED
FOR AN ETHICALLY
& SOCIALLY
RESPONSIBLE
COMPANY

BEING ETHICALLY AND SOCIALLY RESPONSIBLE

IFP Training and its employees must:

- Comply with the applicable legislation and regulations where the activity is carried out.
- Apply the contractual commitments taken by the company as regards its business partners, and ensure they are applied.
- Ensure personal data protection during the collection, processing, use and storage phases.
- Ensure equal professional opportunities in all sectors for men and women.
- Never impose sexual or sexist behavior or remarks on anybody, as such conduct is detrimental to personal dignity, owing to the degrading or humiliating nature of such behavior, and may create intimidating, hostile or offensive situations.
- Ensure fair treatment of all participants, and guarantee impartiality and objectivity of activities leading to certificates.
- Respect everyone, regardless of his/her culture, religion or differences.
- Encourage the induction and integration of disabled people, whether employees, partners or clients.
- Make team diversity a corporate asset.
- Base recruitment and career development decisions on the level of qualities and skills compared with requirements and values, while considering the employee's career objectives.

#6

**CONDUCT REQUIRED
TO PREVENT
CORRUPTION AND
INFLUENCE PEDDLING**

CORRUPTION

Corruption occurs when a person in authority is offered or receives a bribe* to act or refrain from acting in the exercise of his/her functions.

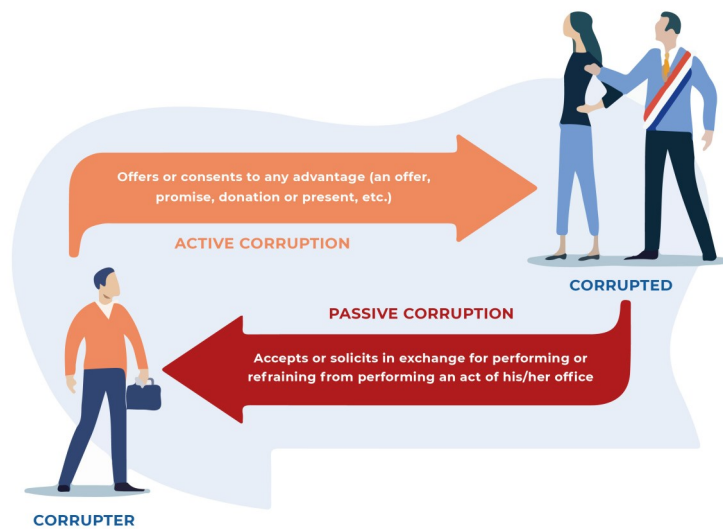
**In the broadest sense: this includes cash, gifts, trips, political funding, charity donations, business advantages, job offers, etc.*

Two players are involved: the corruptor who offers, and the corrupted person who accepts the bribe.

There are many different types of corruption:

- **Active** or **passive**.
- **Public** or **private**.

ACTIVE & PASSIVE CORRUPTION



Active corruption	Passive corruption
<p>Anyone offering advantages to a person to act or refrain from acting in the exercise of his/her functions, is guilty of active corruption.</p>	<p>Anyone taking advantage of his/her functions to request or accept advantages with the intention to act or refrain from acting in the exercise of his/her functions, is guilty of passive corruption.</p>
<p>Example of active corruption</p>	<p>Example of passive corruption</p>
<p>As part of a follow-up audit, an employee invites the auditor to lunch in a gourmet restaurant, in the hope of obtaining a positive outcome to maintain his/her company's ISO 9001 certification.</p>	<p>As part of a follow-up audit, an auditor demands a sum of money from an employee, in exchange for "turning a blind eye" to a major non-conformity that would lead to the company losing its ISO 9001 certification.</p>



PUBLIC CORRUPTION

Corruption is considered as **public** when the **corrupted person is a public official**, i.e.:

- People holding public authority: forces of law and order, military personnel, local government officials, etc.
- People responsible for a public service mission: notary or court bailiff's clerk, legal administrators or agents, etc.
- People holding an elective public office: members of congress, local elected representatives, etc.



PRIVATE CORRUPTION

Corruption is considered as **private** when the **corrupted person is not a public official**.

All forms of corruption are strictly prohibited, even if it would benefit IFP Training without any direct or indirect profit for the employee.

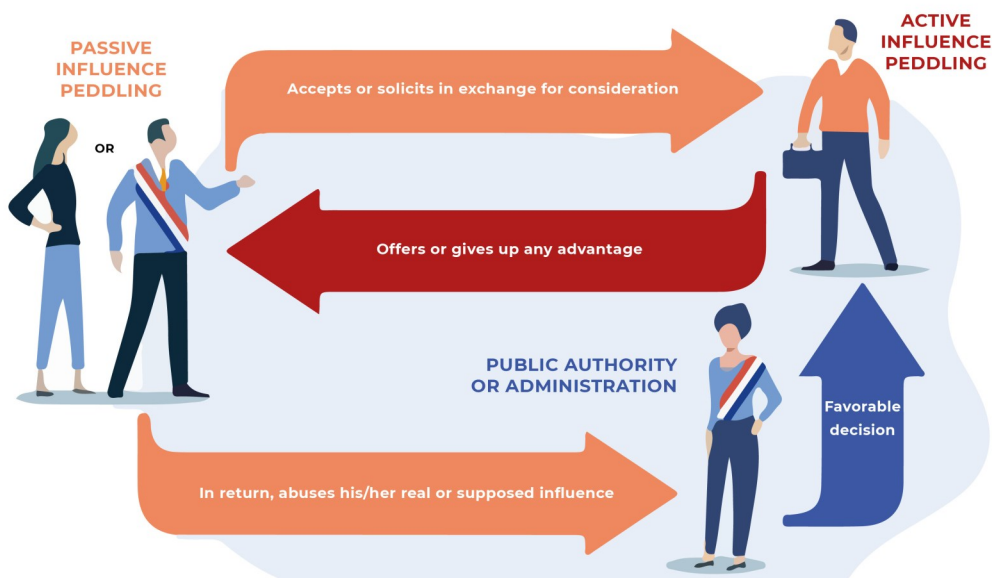
INFLUENCE PEDDLING

Influence peddling occurs when someone is offered or receives a bribe to influence someone else who has decision-making power, with the aim of encouraging him/her to make a given decision.

Three players are involved in influence peddling:

- The **beneficiary**, the person giving the bribe.
- The **intermediary**, the person who is given or receives the bribe to influence a decision-maker.
- The **targeted person**, who holds decision-making power, often a public administrative authority, a magistrate or expert, that the beneficiary is seeking to influence.

Just like corruption, influence peddling can be active or passive, public or private.



Examples of active influence peddling	Examples of passive influence peddling
An entrepreneur gives money to a civil servant to ensure that s/he influences the awarding of a public market to his/her company.	An expert accepts a sum of money from a training organization if s/he uses his/her influence with a certifying authority to obtain the "Qualiopi" certification.

All forms of influence peddling are strictly prohibited, even if it would benefit IFP Training without any direct or indirect profit for the employee.

DIFFERENCE BETWEEN CORRUPTION AND INFLUENCE PEDDLING

Certain legislation, such as in France, Brazil and Spain, make a distinction between the crimes of **corruption** and **influence peddling**. Other forms of law, such as those in the United States of America, do not make this distinction.

In France, the difference lies in the nature of the act to be done in exchange for the item of value offered or paid:

- If the act is part of the professional remit of the person who accepts or receives the bribe, then it is considered as corruption.
- If the act involves using personal influence to make sure that another decision-maker makes a certain decision, then it is considered as influence peddling.



APPLICABLE PENALTIES

Corruption and influence peddling are severely sanctioned by Criminal law. The law stipulates that the corrupted person the corruptor and any intermediaries, all risk prison sentences and heavy fines. In addition to the aforementioned sanctions, those involved also risk further penalties.

Physical person:

- **Main penalties:**

Up to 10 years' imprisonment and a one million euro fine.

- **Further penalties:**

Confiscation, prohibition from the exercise of functions.

Moral person:

- **Main penalties:**

A fine of up to five million euros, OR double the sum of the offense.

- **Further penalties:**

Confiscation, prohibition from the exercise of functions, closure, dissolution, exclusion from public markets, exclusion from concession contracts, upgrade to compliance program, publication of the decision.

RISK SITUATIONS

IN TERMS OF CORRUPTION OR INFLUENCE PEDDLING

IFP Training has drawn up a specific map of the corruption and influence peddling risks inherent to its activity. It served to identify the following risk situations:

- Conflict of interest.
- Money laundering.
- Gifts, business lunches and invitations/hospitality.
- Bribes and discounts.
- Favoritism.

Each one of these situations is presented in this Code of Ethical Conduct. It is materially impossible however to cover all the situations we come across in our activities. Which is why everyone, in all circumstances, must act logically, use common sense, discernment, and request advice if they have any doubts whatsoever.

CONFLICT OF INTEREST

Conflict of interest occurs whenever an employee's personal interests (*emotional, family, financial, associative, etc.*) are likely to contradict in whole or in part, those of IFP Training.

It is not to be confused with unlawful acquisition of interests, which is a criminal offense. The risk is that employees take decisions or actions motivated by his/her personal interest rather than by that of the company.

Example of a risk situation

You (*or one of your relations*) have invested money with a client, supplier or contractor of IFP Training (*unless it is a listed company*).

Why is this a risk situation?

The risk is that you are likely - either intentionally or unintentionally - to put the partner's interests before those of IFP Training.

MONEY LAUNDERING

Money laundering is defined as any technique used to conceal the source of illegally obtained money, by investing it in legal activities or activities likely to directly or indirectly finance criminal or terrorist activities.

Example of a risk situation

A subcontractor requests that a payment be made to a bank account which is not in his/her name, or domiciled in a country with which s/he has no links.

Why is this a risk situation?

An individual may request this type of operation if s/he is attempting to hide his/her involvement in illegal transactions from the authorities of a given country.

It is forbidden to facilitate, by any means, the false justification of the origin of property or income of the perpetrator of a crime or a misdemeanor, or to assist in investing, concealing or converting the direct or indirect property obtained through a crime or misdemeanor.



APPLICABLE PENALTIES

■ Main penalties:

Five years' imprisonment and a €375,000 fine.

■ Aggravated sentences:

Money laundering is punishable by 10 years' imprisonment and a fine of €750,000.

When it is committed routinely or using the facilities intended for exercising a professional activity.

When it is committed as organized crime.

Fine penalties may be increased beyond €375,000 to up to half the value of the properties or funds affected by the money laundering operations.

GIFTS, BUSINESS LUNCHEAS AND INVITATIONS/HOSPITALITY

Gifts, business lunches and invitations/hospitality are ordinary acts and are not, as such, considered as acts of corruption.

A **gift** encompasses any form of payment, gratification, or advantage, offered or received directly or indirectly .

A business lunch is a meal conducted within the scope of work with the purpose of addressing professional matters .

An invitation encompasses any form of entertainment and is distinct from a business meal (sporting events, cultural, etc.).

Before offering or receiving a gift, business meal, or invitation, each employee must assess its compliance with this policy.

In case of doubt, the employee should consult the compliance officer for guidance.

Any gift, received or offered, must be declared to IFP Training.

Gifts, business meals and invitations, whether received or offered may be tolerated, subject to strict compliance with the following conditions: :

- Their value must be less than **€150** per beneficiary. If the value exceeds this amount, then they must be authorized by the Compliance Officer.
- They must have a direct link with the professional activity of IFP Training and be an exceptional occurrence: the same beneficiary cannot receive an invitation or gift from IFP Training or give a gift to someone from IFP Training more than twice in a rolling year. If the frequency is greater, then authorization by the Compliance Officer is required.
- They are forbidden in the context of calls for tender.

Any gift, either given or received, must be declared to IFP Training.

Example of a risk situation

A supplier wants to invite an employee and his wife for a meal in a restaurant.

Why is this a risk situation?

The invitation must not include the employee's spouse or family members.

It is forbidden to give or receive gifts, invitations or business lunches, the nature or cost of which suggest that they have been given or received with the aim of inappropriately influencing a decision.



BRIBES

Bribes are a sum of money or gift paid outside the legal framework of a deal or negotiations, to obtain a market.

Example of a risk situation

A supplier bidding for a sales contract accepts to pay part of the money they will receive as part of the contract, in exchange for being awarded the contract.

Why is this a risk situation?

This kind of situation damages the interests of the company, which is likely to be guilty of passive corruption.

It is strictly forbidden to pay or receive bribes or to consider doing so. Paying, receiving or attempting to pay or receive any payment, advantage or gift that could reasonably be considered as a bribe, is also strictly forbidden.

It is strictly prohibited to pay illegal commissions or to participate in any program of illegal payment, either directly or through employees. Illegal commissions are bribes by definition.

FAVORITISM

Favoritism is the situation whereby someone holding public authority attempts to obtain an unjustified advantage or preferential treatment for someone, that goes against the legal or regulatory conditions that serve to guarantee freedom of access and equality for candidates in public markets and concession contracts.

Example of a risk situation

A civil servant passes on privileged information to a specific company to enable them to submit a better offer than their rivals.

Why is this a risk situation?

It is a violation of the fundamental principle of free access, equality for candidates and transparency.



APPLICABLE PENALTIES

Physical person:

- Two years' imprisonment and a €200,000 fine. Which may be increased to double the result of the offense.

Moral person:

- €1,000,000 fine which may be increased to double the result of the offense.

#7

IFP TRAINING'S RISK
PREVENTION **SYSTEMS**

IFP Training has introduced a series of systems overseen by the Compliance Officer, to manage these risk situations, and ensure that it acts in compliance with its values and commitments.



ENSURE THE INTEGRITY OF ITS BUSINESS PARTNERS

IFP Training requires that all third parties with which it establishes relations (clients, suppliers, intermediate third parties, etc.) perform their activities ethically and comply with applicable legislation as regards the fight against corruption and influence peddling. To this end, IFP Training runs the necessary checks, proportionate to the quality of the third party in question. The purpose of the latter is to screen and identify high-risk partners so that an informed decision can be made as to whether to enter a business relation, continue an established business relation or terminate the business relation if necessary.

No contract shall be signed and no service shall be provided to IFP Training by the third party being screened, until all the potential risks have been identified and handled accordingly.

Moreover, payments to business facilitators shall be made only if they comply with the terms of the contract and are made in exchange for an official invoice and documentary evidence.



Example of a risk situation

A company is thinking of requesting the services of an agent to accompany its business development with local operators. It is about to sign an important contract, but the local government blocks the process. The intermediary, who will be paid if successful, promises the public official a certain sum of money if s/he authorizes the signature of the contract.

Why is this a risk situation?

The fact of giving or receiving any advantage in exchange for money, is a crime in itself, independent of the other person's conduct. It jeopardizes the company's reputation and corporate brand image, and can lead to heavy sanctions, or even prison sentences.

RUN ACCOUNTING CONTROLS

Accounting control procedures are all the organized, formal and permanent systems chosen by the IFP Training board of directors. They are implemented to manage the operation of its financial and corporate legacy activities.

These procedures guarantee the conformity, sincerity and accuracy of the company's accounting and financial operations.



Example of a risk situation

In addition to its fees, an operator invoices significant travel expenses without any supporting documents.

Why is this a risk situation?

It may be considered as falsified invoicing.



APPLICABLE PENALTIES

Tax adjustment, criminal penalties for forgery and fraud, tax fraud, embezzlement, money laundering, misuse of corporate assets, etc.

TRAINING EMPLOYEES

Corruption can take many different, insidious forms and it is sometimes difficult to identify and analyze them. Training employees is therefore crucial to share the culture of integrity at IFP Training. All workforces shall take training courses depending on their exposure to risks and confirm their understanding of and adhesion to the Code of Conduct.





HAVE A DISCIPLINARY REGIME WITH PROPORTIONATE SANCTIONS

The Ethical Code of Conduct is appended to the IFP Training Company Rules and Regulations. Violation of the Code, depending on how serious the offense is, is likely to lead to disciplinary sanctions from a simple warning to measures that terminate the labor contract.

Disciplinary sanctions are decided on in compliance with the conditions stipulated in the Company Rules and Regulations. In the most serious situations, IFP Training reserves the right to file a complaint against the employee.



AN ALERT SYSTEM

Anyone working for or with IFP Training, irrespective of his/her function or contractual status, may need to use the alert system (PRO-SAP-003).

Under no circumstances is the use of this legal system an obligation for the people involved. Any potential user is free to choose whether or not s/he wishes to use the system.

The system is available to him/her if s/he decides that using it is the most appropriate way to flag up a violation of the Code of Conduct. It is important to use it when the consequences for general interest, IFP Training, or for one or more individuals would be damaging.

The whistleblower is protected by:

- A guarantee that s/he shall remain anonymous.
- A guarantee of a report concerning the alert.
- Protection against any possible consequences.



Who to contact and how?

The person receiving the alert is the IFP Training Ethics Officer, or if necessary, the IFPEN Ethics Officer. By virtue of his/her function, s/he has the skills, authority, discretion and means required to exercise his/her mission.

The whistleblower personally sends details of the suspected or observed facts:

- to the e-mail address for this purpose alerte.ethique@ifptraining.com or alerte@ethique.ifpen.fr,
- for the attention of the Ethics Officer,

preferably using the ethics alert form (FOR-SAP-003).

Alerts are treated scrupulously, and in application of the principles of impartiality and in respect of applicable legislation.

Any direct discriminatory measure or any reprisals following the exercise of an employee's right to alert is unacceptable and exposes the author of such acts to sanctions.

#8

**CONTACT
& INFORMATION**



DO YOU REQUIRE FURTHER INFORMATION ON THE
CODE OF CONDUCT?

Compliance Officer and Ethics Officer

M. Benoît MOUREZ

232 avenue Napoléon Bonaparte
92852 Rueil-Malmaison Cédex

E-mail: benoit.mourez@ifptraining.com

Phone: +33 1 41 39 10 29

**Creation & Deployment Manager
for the Sapin II Project**

M. François HOURRIERE

232 avenue Napoléon Bonaparte
92852 Rueil-Malmaison Cédex

E-mail: francois.hourriere@ifptraining.com

Phone: +33 1 41 39 11 69

#9

**AUTHORITY
& REVISION OF THE CODE**

A COLLECTIVE COMMITMENT



The Code is reviewed and approved by the IFP Training board of directors, and updated as and when necessary to cover our exposure to risks and the development of the legislation and regulations governing our activity.

As per legal requirements, this Code of Ethical Conduct is part of IFP Training's Rules and Regulations. It has been subject to the consultations, submissions and publicity measures applicable to the Company Rules and Regulations and is effective as from November 21, 2022.

This Code of Conduct cancels and replaces all previous versions.

Version no.	Purpose of the revision	Date of application
V0 - V0.4	First issue	2017 - 04/02/2019
V1.0	Introduction of complementary information, definitions and examples corresponding to the risk maps (action plan following the 2021 internal audit). Compliance with the Act to improve whistleblower protection (2022)	November 21, 2022
V1.1	Introduction of supplements to the "Gifts, invitations and business meals" policy.	March 19, 2024
V1.2	Replacement of the term « qualification process »	May 31, 2024