

# Supplier Standards of Conduct





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# Introduction to Capgemini Supplier Standards of Conduct

At Capgemini, we are dedicated to delivering profitable and sustainable growth by working together with our clients, to deliver value through our expertise and our business integrity.

Our seven core values – honesty, boldness, trust, freedom, fun, modesty, and team spirit – are at the heart of our identity and express our personality, our spirit. Shared by our team members worldwide, our values remain constant, while nurturing diversity, and individual freedoms and initiatives.

As a global company operating in more than 50 countries Capgemini strives to operate in an exemplary manner and upholds the laws and regulations of the countries in which it operates. In addition, Capgemini is a signatory to the UN Global Compact since 2004 and supports locally and globally initiatives and business standards to enhance the communities in which it lives and operates, and this in a sustainable and ethical manner.

We work with our Suppliers and other business partners to bring added value to our clients and expect our Suppliers and other business partners to comply fully with laws. It is critical to Capgemini that Suppliers, and their employees, maintain the highest ethical standards and adhere to all applicable laws.

Indeed, our standards can be met only with your cooperation and commitment. You agree to abide by the terms of our Supplier Standards of Conduct, to monitor and audit your compliance with these Standards and acknowledge that compliance with these Standards is required to maintain your status as a Capgemini Supplier. You are responsible for ensuring that any subcontractors, agents or other third parties that you engage in your work for Capgemini, where permitted by your agreement with Capgemini, will act consistently with these Standards.

“Supplier” refers to any business, company, corporation, person or other entity that sells, or seeks to sell, any services or goods to Capgemini, including the Supplier’s employees, agents, and other representatives.



## SECTION 1 – OUR STANDARDS

In this section 1, Capgemini sets the minimum commitments that are expected from Suppliers with regards to corporate social responsibility, ethics and anti-bribery, regulatory compliance, and business relationship standards.

### 1.1 Compliance with applicable international, national, state, and local laws

We recognize that local customs, traditions, and practices may differ, but we expect as a minimum that our Suppliers comply with local, national, and international applicable laws and international standards, including (but not limited to):

- Human Rights including social and labor rights;
- Occupational health and safety;
- Business ethics including business conduct, anti-corruption, fair competition, export control and trade sanctions;
- Data protection & cybersecurity;
- Respect for the environment.

*Your company is a long-time supplier of Capgemini. You learn that one of your shareholders has just been placed on a sanctions list by the United States' OFAC. What should you do?*



*You should disclose it officially to Capgemini. Capgemini's legal department will work with your company to determine the consequences this may have on the trusted relationship developed over the years and assess the best way to maintain the relationship in compliance with export control rules.*

### 1.2 Human Rights

Suppliers will protect and promote human rights in line with the International Bill of Human Rights and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work with its core Conventions, the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises in dealing with their stakeholders at large (i.e. employees, clients, suppliers, shareholders, and the local communities where they operate).

Suppliers must be aware of and respect Capgemini's Human Rights Policy commitments<sup>1</sup> described below.

#### 1.2.1 Equal opportunity and fair treatment

Suppliers will not discriminate on grounds of sex, political opinion, national extraction or social origin, skin color, race, or other criteria. Suppliers should promote diversity and inclusion.

#### 1.2.2 Freedom of expression

Suppliers will respect the right to freedom of expression of their employees and commit to a zero-tolerance policy against any retaliation. This should be achieved through open dialogue and the implementation of grievance mechanisms.

<sup>1</sup> [https://prod.ucwe.capgemini.com/wp-content/uploads/2023/04/Capgemini-Human-Rights-Policy\\_2022-11\\_English-VF.pdf](https://prod.ucwe.capgemini.com/wp-content/uploads/2023/04/Capgemini-Human-Rights-Policy_2022-11_English-VF.pdf)



### 1.2.3 Freedom of association and collective bargaining

Suppliers will respect the right of their employees to join (or refrain from joining) worker organizations, including trade unions, and entering into collective bargaining, as permitted by law. They should ensure that their employees have recourse to consultation and dialogue.

### 1.2.4 Harassment-free work

Suppliers will treat employees with respect and dignity and will not use physical or verbal abuse or any other action that creates a threatening workplace. This refers to a range of unacceptable behaviours and practices or threats, and this includes gender-based violence and harassment (including sexual harassment).

### 1.2.5 Safe and healthy workplace

Suppliers will provide a healthy and safe working environment for all employees. This includes making sure that adequate facilities, training and access to safety information are provided. Where Suppliers work on Capgemini premises, or on behalf of Capgemini, for example in the use, handling, transport or disposal of hazardous materials, or the disposal of electronic equipment, they must confirm that they understand their obligations. All applicable health and safety policies, procedures and guidelines must be adhered to and suppliers must also confirm that they have management processes and controls in place, and where applicable, agree to be fully responsible for any liability resulting from their actions.

### 1.2.6 Just and favourable conditions of work and protection against child labor, forced labor, and human trafficking

Suppliers will not use child labor. The term “child” refers to any person under the age of 15 (or 14 where the law of the country permits), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. Suppliers may participate in workplace apprenticeship programs, which comply with all laws and regulations. Workers under the age of 18 shall not perform work that is likely to jeopardize the health or safety of young workers.

Suppliers must not use human trafficking, forced, bonded, or compulsory labor, and employees must be free to leave their employment at any time after providing reasonable notice. Employees may not be required to lodge deposits, money, or papers with their employer unless required by applicable law.

Working hours: Suppliers will comply with all applicable working hours laws and regulations. Workers will not be required to work more than the lesser of the legally permitted maximum number of hours a week or 60 hours a week, including overtime, except in extraordinary circumstances. Workers will be allowed at least 1 day off per 7-day week.

Decent wages: Suppliers will ensure that workers will be paid at least the minimum wage and compensated for overtime hours where required by applicable laws and regulations.

### 1.2.7 Personal Data Protection

Personal Data Protection is part of Capgemini’s human rights commitments. As such, it means that Capgemini commits to ensure that Suppliers will respect the requirements integrated and



set out in paragraph 1.8 of this document in order to guarantee privacy & security of Capgemini's or its clients' personal data.

### 1.2.8 Artificial Intelligence

Suppliers are expected to follow our guidelines described in our Code of Ethics for AI<sup>2</sup> and ensure that their use of artificial Intelligence will not in any way negatively impact human rights.

## 1.3 Confidentiality and Intellectual Property

Suppliers and their contractors and employees will maintain confidentiality regarding all Capgemini confidential and business sensitive information they have access to, in accordance with applicable laws or applicable contractual engagement. Suppliers will protect all intellectual property belonging to Capgemini, our customers, other Suppliers, and individuals.

## 1.4 Bribery and corruption

Suppliers shall maintain the highest standards of integrity in all business interactions worldwide. All forms of corruption, such as bribery, extortion or embezzlement, are strictly prohibited.

Suppliers will act consistently with Capgemini's reasonable directions regarding anti-corruption policies and will implement adequate procedures for your employees to comply with applicable anti-corruption laws.

Suppliers must then be aware of and respect all commitments made in Capgemini's Group Anti-Corruption Policy<sup>3</sup>.

Suppliers will not offer, promise or provide to any Capgemini employee a kickback, favor, gratuity, entertainment or anything of value to obtain favorable treatment from Capgemini. Capgemini employees are similarly prohibited from soliciting such favors from you. This restriction extends to any family members and relatives of both you and Capgemini employees.

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***Capgemini has launched a call for tenders to select suppliers on a project. It is a promising contract, and you want your company to be selected by Capgemini. The dates of the French tennis Open (Roland Garros) are approaching, and your company sponsors this prestigious tournament. After the tender has been launched, a member of the Capgemini bid team, asks you for two invitations.***



***Should you provide them?***



*You should not proceed with such invitation. Doing it would be considered as a gift, and in the context of a call for tenders, it could be considered as an attempt to corrupt the Capgemini Project Manager. If you decide to proceed with such invitation, the Capgemini Project Manager will be obliged to report it to his BU Manager in writing, and it could lead to the exclusion of your company from the call for tenders and future projects.*

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## 1.5 Unfair business practices

Suppliers will comply with all applicable competition laws and in particular not fix prices, rig bids, allocate customers or markets or exchange current, recent, or future pricing information with your competitors. Suppliers must be aware and respect Capgemini Competition Laws Policy<sup>4</sup>.

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<sup>2</sup>[https://www.capgemini.com/wp-content/uploads/2021/06/Capgemini\\_Code\\_of\\_Ethics\\_for\\_AI\\_2021\\_EN.pdf](https://www.capgemini.com/wp-content/uploads/2021/06/Capgemini_Code_of_Ethics_for_AI_2021_EN.pdf)

<sup>3</sup> <https://www.capgemini.com/about-us/management-and-governance/policies/anti-corruption-policy/>

<sup>4</sup> <https://www.capgemini.com/about-us/management-and-governance/policies/competition-laws-policy/>



## 1.6 Conflicts of Interest

Capgemini requires its Suppliers to disclose any conflicts of interest in their business dealings with Capgemini. A conflict of interest describes any circumstance that could cast doubt on your ability to act with total objectivity with regard to Capgemini's interests. Conflict of interest situations may arise in many ways and may arise unintentionally; therefore, it is important to be able to identify, declare and effectively manage conflicts of interest whenever they arise.

If you feel that you have an actual, potential, or perceived conflict with Capgemini or any of its employees, you must promptly declare such conflict to Capgemini management.

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***Your cousin is a Project Manager working for Capgemini and is part of the bid team in charge of selecting new suppliers for a certain project. You want your company to be selected to work on that very same project. What should you do?***



*You and your cousin should declare your relationship to the bid team, and your cousin should not be part of the discussions or selection of the suppliers for the project on which you are bidding. If you fail to declare the relationship and your company is selected, Capgemini may later, if discovered, decide to terminate the contract, request damages from your company and sanction your cousin.*

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## 1.7 Insider Trading

If you are aware of material, non-public information relating to Capgemini, its business, its clients, or any other business partner, you must not buy or sell securities or engage in any other action to take advantage of that information, including passing that information on to others.

## 1.8 Data protection

With regards to the processing of Personal Data (incl. Data Privacy & Security), Suppliers may act either as Data Controllers (determining the purposes and means of the processing of Personal Data) or as Data Processors (processing Personal Data on behalf of a Data Controller). When the Supplier acts as a Data Controller, they must protect and secure personal data in compliance with all requirements of the applicable data protection laws. When the Supplier operates as a Data Processor, they must comply with applicable data protection laws and specific instructions received from Capgemini acting as a Data Controller or on behalf of its clients which are themselves Data Controllers.

In any case, Suppliers must apply the technical and organizational measures required to ensure a level of security and confidentiality appropriate to the risks to which personal data is exposed, as well as compliance with all legal requirements pertaining to transfers of personal data.

## 1.9 Environmental impacts

We recognize that our purchasing and sourcing activities have impacts on the environment and society. We expect our Suppliers and their sub-contractors to conduct their relationship with us, and with our clients, partners, and other Suppliers, in compliance with the Capgemini Group Environmental Policy.<sup>5</sup> We expect our Suppliers and their subcontractors to align with us to meet our social and environmental targets and where appropriate, to participate in our people and community activities as part of our Purchase with Purpose ethos.

For each purchase, we will analyse our supply chain to optimize strategy, products and services choices through data in order to achieve our sustainable procurement objectives.

We encourage our suppliers to make commitments with the aim of reducing the impact of their business on the environment.

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<sup>5</sup> <https://www.capgemini.com/about-us/management-and-governance/policies/environmental-policy/>

## SECTION 2 - CAPGEMINI WAY OF WORKING WITH SUPPLIERS



In this section, Capgemini informs you on the way Capgemini works with its suppliers.

### 2.1 Purchase Order

Capgemini operates to a “Purchase Order Mandatory” policy so that we will order products or services with the issue of a Purchase Order and payment will only be made when a reference is made to a valid Purchase Order number. You should not start work without a Purchase Order. Capgemini expects its Suppliers to contract with us considering Capgemini standard terms and conditions.

### 2.2 Security and working on Capgemini sites

You shall conduct your business in a secure manner with all reasonable measures for minimizing Capgemini’s exposure to security threats such as terrorism, crime, and pandemics.

When visiting or working at Capgemini locations, you will abide by Capgemini’s health and safety and security requirements, and when working on a Capgemini client site will follow their health and safety and security requirements.

Should you become aware of any health and safety or security concerns when working with Capgemini you will report them promptly to the appropriate person or through the appropriate reporting channel.

### 2.3 Supplier information request and surveys

Capgemini may perform periodic surveys to assess our suppliers base, support regional government requirements and initiatives, understand our Suppliers diversity community and environmental impact, and your overall compliance with the principles set out in Section 1. In addition, we may request an audit where concerns have been raised of non-compliance.

As part of our procurement review activities, we may conduct audits and reviews of our Suppliers against our requirements.

We expect your company to support us in these exercises at no charge to Capgemini. We will ask you to provide us with reasonable access to all relevant information to assess your performance.





## SECTION 3 – ETHICS HELPLINE: SpeakUp

SpeakUp is a web and phone-based ethics reporting, incident management and advisory tool, hosted by an independent service provider.

It is managed by our Group Ethics function and supported by our global network of General Counsels, Ethics & Compliance Officers and HR investigators.

It is voluntary, confidential, and allows anonymity. It is made available by Capgemini to our team members, customers, suppliers, and business partners.

SpeakUp is a commitment from Capgemini to listen to your voice when you raise it in good faith; to be fair when investigating an alert, respect organizational justice, maintain confidentiality; and to protect you from any form of retaliation. SpeakUp empowers reporters to report alerts, or ask for advice and guidance about actions or behaviors that:

- (i) Are not aligned with Capgemini Values, Code of Business Ethics, and related ethics & compliance policies,
- (ii) Are not in compliance with applicable laws, or
- (iii) May significantly affect the vital interests of Capgemini and its affiliates.

For more information about SpeakUp, please read the SpeakUp Policy.

[www.capgemini.com/speakup](http://www.capgemini.com/speakup).

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***“One of Capgemini employees has been making sexually inappropriate comments and persistent proposals to one of your employees working on one of Capgemini locations.”***



*Be aware that we do not tolerate this type of behavior and that we encourage any of your employees to report any human rights violation using our SpeakUp helpline. Capgemini encourages a culture of openness where everyone can raise a concern in good faith ensuring confidentiality and protecting reporters from any form of retaliation.”*



# APPENDIX A: Supplier Acknowledgement Document

## Acknowledgement of Capgemini Supplier Standards of Conduct

I, the undersigned (first name and last name).....,  
 Acting as (position / function in the company).....,  
 Representing the Company (registered company name) .....,  
 Registered address of the company:.....  
 .....  
 .....  
 City: .....  
 Post / Zip code: .....  
 Country: .....

I confirm that the Company:

- **is committing** in its own name and on its own behalf:  Yes  No
- **is committing** in its own name and on its own behalf, and in the name **and on behalf of its affiliates:**  Yes  No
- **is committing** in its own name and on its own behalf, and in the name **and on behalf of its Holding and its affiliates:**  Yes  No  
 (Name of the Holding): .....

Acknowledge that I have read the document **Capgemini Supplier Standards of Conduct** that applies to all Capgemini Vendors, and **commit the Company** detailed above, **to respect all the provisions** of **the Section 1** of this document.

<https://www.capgemini.com/about-us/management-and-governance/policies/supplier-standards-of-conduct/>

I further acknowledge that Capgemini may terminate immediately all agreements entered into with Company, upon written notice to Company, if Company is in breach of any clause of this document; fails to notify Capgemini of any changes to the representations made herein; or fails to cooperate by providing information demonstrating compliance with **Section 1 of Capgemini Supplier Standards of Conduct**. Violation of these clauses shall be deemed a material breach of all agreements in force between Capgemini and Company.

Date (DD/MM/YYYY): ..... / ..... / .....

Stamp (if required by local law)

Signature: ..... for, and on behalf of the Company.

**IMPORTANT NOTICE:**

*This form shall be filled and signed by a duly authorized Company representative and sent to your Capgemini Procurement counterpart.*