code of ethics
Atos Code of Ethics

Atos places great importance on the principle that business should be conducted both profitably and responsibly. Atos complies with applicable laws in all countries. This is mandatory, but it is not enough: Atos wants to conduct its business in line with good ethical principles and practices internally and with third parties.

Every Atos employee strives to embody the company’s values in all actions they undertake as part of their day-to-day duties. We believe that these values are a key factor in the quality of our services. Embodying these values means acting in the interest of Atos as well as those of our partners (clients, employees, suppliers, etc.). We therefore expect all our employees to apply these values in carrying out their day-to-day work.

All Atos employees are required to adhere to the Code of Ethics, which is a fundamental part of the Company’s culture and which establishes the framework for its values and best practices. Employees undertake to keep up-to-date with changes to the Code of Ethics through communications and training provided by Atos.

Wherever they are located in the world and whatever position they occupy, all Atos employees are required to demonstrate the Company’s values in carrying out their duties and in dealings with all Atos’ partners. These values are based on the following principles:

**Responsibility:** to be a responsible Company in dealings with all its partners, guaranteeing strict compliance with laws and regulations.

**Trust:** to act in a completely transparent manner and with integrity in day-to-day business with partners and vice versa.

**Sustainable competitiveness:** to maintain and enhance Atos’ leading position by proposing sustainable solutions and to develop long term relationships with our partners, while always acting fairly with them.

**Service quality and listening to clients:** to propose solutions to clients that meet their needs, while ensuring personalized assistance and high service quality.

**Innovation:** to create added value by proposing innovative solutions and new forms of work to foster an entrepreneurial spirit.

**Well-being at work:** to promote a climate of well-being at work, to ensure compliance with international labor regulations and prevent mental health risks.

**Excellence:** to be an attractive and high-quality partner, service provider and employer, with the desire to improve every day.

This Code of Ethics defines the key principles for Atos continued success. It enables all employees to be guided by good practices that they must apply in difficult situations that they may encounter in their relations within and outside the Company. Where the local laws of the country in which Atos operates differs from the principles set out in the Code of Ethics, the more stringent regulation shall prevail, where permitted under applicable law.

These principles must be shared by our partners (clients, employees and suppliers); therefore, Atos expects all of them to comply with both the letter and the spirit of the Code of Ethics, in addition to the laws and regulations of the countries where they operate.

**No bribery or corruption**

Atos shall not tolerate any form of bribery or corruption, i.e., providing something of value to influence someone in our favor or accept something for acting against Atos’ interest, nor participate in any form of money laundering.

As a participant to the United Nations Global Compact, Atos adheres to United Nations principles on human rights, labor, environment and anti-corruption. The 10th principle states “Businesses should work against corruption in all its forms, including extortion and bribery.”

Atos thus undertakes to:

- Tolerate neither bribery nor other forms of corruption,
- Develop policies and effective programs to prevent corruption within the Atos organization and its business operations.
This clearly means Atos firmly rejects:
- the act of offering, giving, soliciting, receiving or accepting, directly or indirectly (active or passive corruption), any inducement or reward (money, gift, hospitality entertainment, trip, service, etc.);
- to or from a current or potential partner, in the public or in the private sector,
- in order to influence its behavior in Atos’ favor: get business; to act or refrain from acting; to favor or refrain from favoring; or to disfavor someone.

Negotiation and competition may be complex, but Atos will always apply fair and honest practices. Low-value gifts and invitations to or from our partners may, under certain circumstances, be accepted. Conditions are however strict and employees must check with their managers and the Legal Compliance and Contract Management Department whether in such circumstances the giving or receiving of gifts or invitations is permissible.

Fair competition

Atos treats its partners with respect and shall not take unfair advantage nor apply discriminatory conditions. This does not mean that they must be treated in the same manner, but that there must be no advantage granted to one of them without proper objective justification.

Neither Atos employees nor third parties assisting Atos in developing its business may be party to an agreement, understanding or concerted practice which would contravene the applicable laws and regulations on anti-competitive practices.

This means that Atos will not directly or indirectly exchange information with competitors on prices, terms and conditions, volumes, market shares, clients, etc., nor fix prices or unlawfully agree procurement conditions, share markets, partners or procurement sources, unlawfully collude in a bid, ban a supplier or a client in a way that infringes competition laws.

Atos may have a dominant position in a given sector but will never take unfair advantage of this dominant position. Explanations regarding the authorized exchanges of information are available from the Legal Compliance and Contract Management Department.

Conflicts of interest

Conflicts of interest arise when Atos employees (or members of their family) can potentially benefit personally from their role in company business. Such interest may be material or immaterial. Atos directors and employees’ personal interests or obligations should never be in conflict or interfere with the company’s business activities, and employees must always act for the company’s benefit.

To avoid conflicts of interest which arise during their employment with Atos, unless he or she has obtained the prior written consent of the Group Senior Executive Vice President, Support Functions and of their company Chief Executive Officer:
- no Atos employee may accept or exercise any management position as an officer or director of any company not belonging to the Atos group;
- no Atos employee can enter into or maintain, directly or indirectly, any financial or family relationships with any Atos partner or competitor — except for the purpose of purely financial investment without power of control, in accordance with Atos’ policies on Insider Information.
no Atos employee may be engaged or have interests (in either case, directly or indirectly) in any other activity, business or employment within the consulting or IT sectors or in a manner that interferes with his/her employment with Atos.

Any current position or interest that constitutes a conflict not previously disclosed shall immediately be disclosed to the Group Senior Executive Vice-President, Support Functions and the Chief Executive Officer of the relevant company.

In addition, Atos employees who wish to be politically active shall maintain a complete separation between such political activities and their professional responsibilities.

Atos employees shall notify their HR Department annually if they are in a conflict of interest situation.

Duty to act in Good Faith and protection of confidentiality - privileged information

As a general rule, Atos protects the confidential information it owns or which is made available to it by its partners (clients, suppliers or business partners) during the performance of business operations.

In their decisions and actions, Atos employees shall exercise good judgment and comply with the obligation to act in good faith. In particular, employees shall refrain from acting in an inappropriate manner of any kind, including disparaging the services provided by Atos to its clients and misappropriating the use of Atos services and assets for personal benefit.

Additionally, as an Atos employee, you have an obligation to protect the confidentiality of information acquired in carrying out your duties and responsibility, to use such information only for business purposes, to disclose it only to persons who need to know it for the purposes defined by the management or agreed with the third party concerned, and to protect it against unauthorized or accidental disclosure by use of physical or IT protection devices. Encryption is one of the possible safety tools which is available. Atos security officers can help in the selection of the most suitable device in a given situation.

Furthermore, Atos has a specific concern regarding “Privileged Information”. Atos is listed on the Euronext Paris Stock Exchange. Accordingly, and as provided by law in order to ensure that there is a fair and open market in Atos shares, Atos has defined key protecting mechanisms and rules in relation to stock trading and use or disclosure of privileged information, i.e. any information of a precise nature that has not been made public and which, if it were made public, would be likely to have a material effect on the prices of Atos shares.

For detailed information on this subject, including blackout periods limiting or prohibiting trading in Atos shares, see the separate document published by Atos entitled Guide to the Prevention of Insider Trading.
Risk Management relating to non-compliance with the Code of Ethics

The commitments set out in Atos’ Code of Ethics must be reflected by way of ethical behaviour and conduct of every employee of the group in all circumstances. Atos has established a global Compliance organization to prevent non-compliance with the Code of Ethics. The Group global Compliance team and all Compliance managers worldwide, coordinated by the Chief Compliance Officer, undertake to raise awareness of the ethical conduct to be adopted, create the necessary tools, including this Code of Ethics, and ensure all employees are appropriately trained to strengthen our ethical business culture and aim for excellence.

The contents of this Code of Ethics apply to employees immediately upon approval. Employees are responsible for adhering to the Code of Ethics throughout the duration of their employment relationship with Atos. To this end, employees shall receive regular training on the contents of the Code of Ethics, notably through concrete examples of acceptable and non-acceptable practices. Employees are responsible for keeping themselves informed of any updates to the Code of Ethics.

Alert system – employees’ rights and duties

If an Atos employee believes that a law, regulation or one of the principles set out in this Code of Ethics has been or is about to be breached, he/she may, in accordance with the regulations applicable in the country in which he/she is employed, report to his/her immediate superior or to his/her GBU General Counsel or to the Group Head of Compliance, his/her concerns regarding possible unlawful or unethical practices. The employee who raises the alert is assured complete confidentiality in relation to the alert.

The employee shall not be subject to any penalty or retaliatory measure or discrimination, provided that he/she acted in good faith and without the intention to cause harm, even if the events relating to the alert prove inaccurate or no action is subsequently taken. If necessary, the employee’s protection may be assured, on his/her request, by mobility within the Group.

The global Compliance team shall conduct a preliminary investigation of the events flagged in the alert, with, if necessary, the agreement of another department, including Internal Audit.

The people mentioned in the alert will be informed thereof as soon as evidence has been gathered and subject to the conducting of any preliminary enquiries deemed necessary. They have the right to correct and/or remove data relating to them that appears inaccurate, incomplete, ambiguous or out-of-date.

All alerts that reveal fraudulent behaviour, significant lapses or material shortcomings in internal controls shall result in corrective measures and/or disciplinary measures and/or legal action. Anonymous reports are not considered. They are not subject to any investigation and are destroyed immediately.
About Atos

Atos SE (Societas Europaea) is a leader in digital services with 2014 pro forma annual revenue of €11 billion and 93,000 employees in 72 countries. Serving a global client base, the Group provides Consulting & Systems Integration services, Managed Services & BPO, Cloud operations, Big Data & Security solutions, as well as transactional services through Worldline, the European leader in the payments and transactional services industry. With its deep technology expertise and industry knowledge, the Group works with clients across different business sectors: Defence, Financial Services, Health, Manufacturing, Media & Utilities, Public Sector, Retail, Telecommunications and Transportation.

Atos is focused on business technology that powers progress and helps organizations to create their firm of the future. The Group is the Worldwide Information Technology Partner for the Olympic & Paralympic Games and is listed on the Euronext Paris market. Atos operates under the brands Atos, Atos Consulting, Atos Worldgrid, Bull, Canopy, and Worldline.

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