



**GSE**

**Management of  
Conflicts of Interest**

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## 1 OUR VALUES - Foreword by Roland PAUL

Since its creation 40 years ago, GSE has always been deeply attached to the concept of respect and caring.

All GSE employees are committed to respecting the quality standards that have built its reputation: professional ethics, integrity, confidentiality and personal investment.

The action of our group is based on its own values, basis of our corporate culture, such as respect for people, the environment, legality and the fight against corruption.

This procedure on the management of conflicts of interest develops a theme addressed in the context of the Group's Anti-Corruption Charter.

All GSE employees must understand and respect the various elements set out in this document.

## 2 DEFINITIONS.

GSE is defined as GSE, its subsidiaries and affiliates, in all countries.

A **conflict of interest** arises when at least two potentially contradictory motivations may induce a GSE actor to make a decision and/or act in a way that carries or may impair GSE's interests.

A **conflict of interest situation** arises when an individual or an organization has to deal with several opposing interests, of which at least one of them might corrupt the motivation to act on others, or at least give that impression (it is then referred to as " Appearance of Conflict of interest ").

A **conflict of interest** may also be defined as a detrimental conflict between the interests of GSE, and those who provide governance, have operational functions within the organization, or intervene as a board.

The **most common forms of conflict of interest** are:

- The contract with oneself (the person making the decision to choose the supplier itself has a direct or indirect interest in this supplier)
- The conflict of mission (2 responsibilities are exercised simultaneously while they may conflict)
- Family interests
- Gifts (donations or gifts received from those with whom one is in business)

### Ethical referent

GSE has appointed an ethical referent in the person of **Jean-Michel SCUITO**.

Its mission is to ensure, in liaison with operational or functional departments, the good understanding of this guide. He can be consulted directly, confidentiality, by any

collaborator who encounters difficulties or wonders about the demarcation or the application of these rules.

### **3 ETHICS**

The member of the Executive Committee, permanent and non-permanent employees and regular providers must aim to perform the tasks they have to perform with independence, neutrality and impartiality, and act in the strict interests of GSE.

They are subject to the rules of integrity defined by the Code of Ethics and the Group's Anti-Corruption Charter.

The general principles applied for the prevention of conflicts of interest are the integrity, fairness, impartiality and primacy of GSE's interests.

### **4 REPORTING CONFLICT OF INTERESTS**

Any member of the Executive Committee, any internal or external employee of GSE who questions, or finds a risk of conflict of interest, or a proven conflict of interest, must immediately inform the Ethical Referent.

Thus, a person in a situation of conflict of interest must, by himself, inform the Group's Ethical Referent.

For the preservation of anonymity, the following email address can be used:

[alerte.gse@gmail.com](mailto:alerte.gse@gmail.com)

Anyone who makes a report is protected by the Whistleblowers Protection Law of the country concerned.

### **5 CONFLICT OF INTEREST MANAGEMENT**

The Ethical Referent is empowered to manage any rise in conflicts of interest.

He analyzes the nature, causes and consequences of the identified conflict of interest and takes appropriate emergency measures to limit the immediate consequences. He shall clearly inform the Chairman of the Board of Directors and the Chief Executive Officer of the nature, causes and consequences of this conflict before acting on their behalf.

These exchanges of information will be kept in compliance with the laws and regulations in force.

The persons at the origin of the report benefit from the protection expressed in the Group's Whistleblower protection procedure.

The Ethical Referent then defines and implements the corrective actions intended to avoid or limit the occurrence of the identified conflict of interest.

The Ethical Referent maintains and updates a register of services or activities for which a conflict of interest has a significant risk of harms to GSE's interests, which has occurred or is likely to occur

### **Register**

As soon as a potential conflict of interest is detected, it is placed in the Conflict of Interest Register in order to be properly identified, described and processed.

The conflict of interest register is therefore a document that lists the conflicts of interest detected, analyzed and, if necessary, subject to reduction.

The solutions chosen to reduce conflicts of interest are described as their analysis because some situations may lead to the finding that it is not a conflict of interest or that the measures adopted reduce the risk.

Risk reduction measures are recorded as well as decisions, or rationales that are useful in understanding, the actual scope of the conflict of interest.

The register includes:

- Date of recording the conflict of interest
- Circumstances that could generate a conflict of interest, or the conflict of interest
- Measures taken to manage the risk.

