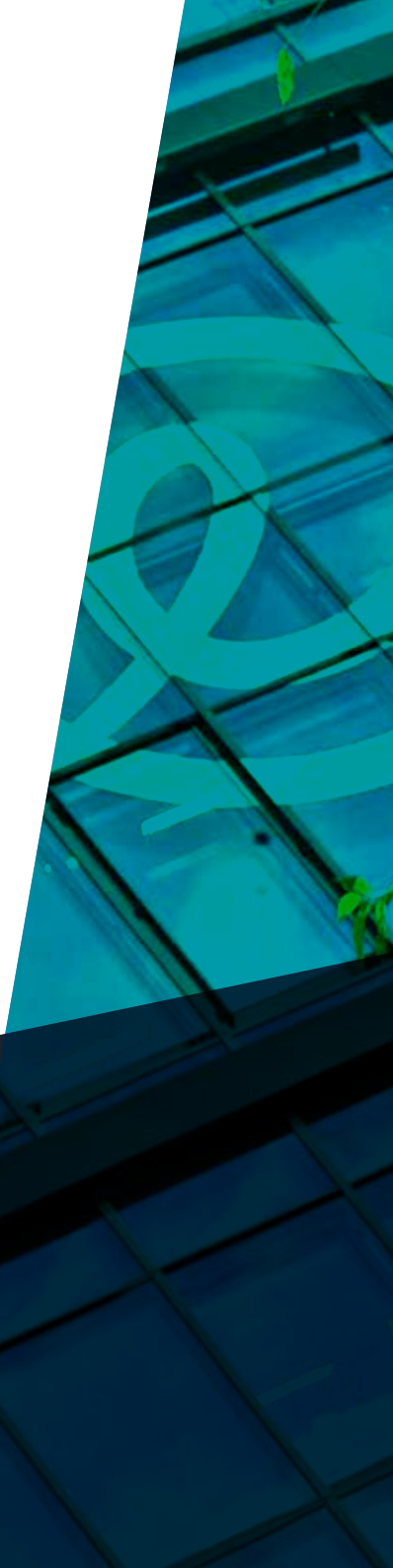


CODE OF **ETHICS**





OUR **ETHICAL** PRINCIPLES

For more than 70 years, Egis has been an active player and essential trusted partner in the critical fields of transport and buildings, cities, water, energy and the environment, providing critical support while hastening the major ecological, energy, digital and territorial transitions.

Egis also represents a long tradition of exceptionally wide-ranging vocations, backgrounds and nationalities, all of which contribute to our rich identity. Our shared values are absolutely integral to our corporate culture.

Our ethical principles transcend laws and regulations. They affirm who we are, how we envisage carrying out our activities and the ties we forge with our shareholders, our clients, our partners and the world around us.

This Code of Ethics is the concrete expression of our ethical approach. It reflects the values and ambitions of our Group, and more particularly our focus on the long term and sustainable development, as well as our commitments in regard to corporate social responsibility (CSR).

The purpose of this Code is to define common rules of behaviour for all employees and assist them in handling day-to-day situations that arise in their professional lives.

It is essential that every Group employee, regardless of his or her position, read and share these ethical principles and put them into practice. That is why our employment contracts make reference to this Code of Ethics.

This Code is vital to the Group's success over time, which will depend on the ability of our employees to win the trust of their clients and partners and perpetuate a quality-oriented culture.

This Code of Ethics should serve as a reference for each and every one of you. Please accept my thanks for taking an interest in it and promoting and applying its principles on a daily basis.

Laurent Germain
Chief Executive Officer



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OUR VALUES

Deeply rooted in Egis' history, our values are the ultimate bond we share. They reflect the trust and the reputation we command among our clients and partners, for whom those values serve as an ideal guarantee of probity and professionalism. Our values are our most effective assets for tackling the major challenges in the world around us.



A RESPONSIBLE COMPANY

Egis pledges to be a responsible company wherever it operates in the world, through its actions and commitments and with regard to its stakeholders, by adopting an especially stringent policy of corporate social responsibility.

At Egis, being responsible means knowing how to act in order to satisfy our clients: by being attentive to their needs and understanding their concerns, addressing the challenges that confront them and providing the full range of technical expertise they require.

It also means acting on behalf of the planet, its people and their territories, by proposing solutions that respect each territory and its inhabitants, accelerating the energy and ecological transitions and upholding the company's ethical values.

In addition, it means acting for the benefit of all our employees, by ensuring their safety at all times throughout the world, empowering them to conduct their projects responsibly and enabling each of them to be a part of the company's activities and successes.

A PEOPLE-FIRST COMPANY

Egis strives to show respect for people and their dignity and is committed to becoming more diverse. Egis takes account of each of its employees' aspirations, effectively recognises their contributions, develops their skills and promotes their professional development. The stake held by executives and employees alike in the company's share capital reflects a genuine sense of teamwork, in which each person feels engaged, and encourages autonomy as well as individual and group initiative.

A CREATIVE COMPANY

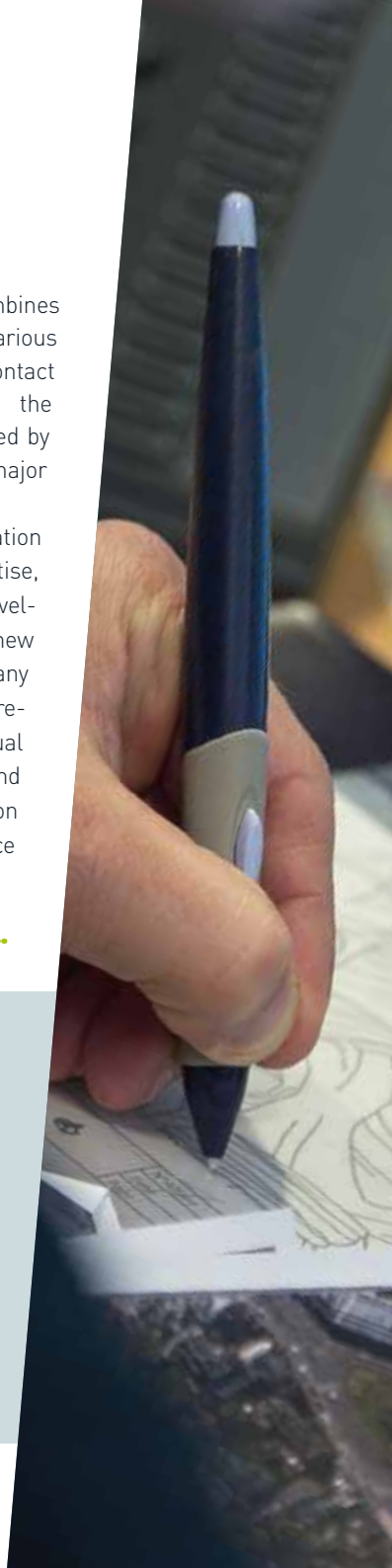
Our innovation ecosystem combines the initiatives from our various entities, working in close contact with their markets, with the Group's growth strategy, guided by our desire to address the major challenges facing our society. Egis fosters a spirit of innovation in its areas of technical expertise, its methods and its development of new services and new business models. The company values challenges, an entrepreneurial mindset and intellectual and professional mobility and encourages the dissemination of knowledge and experience throughout the Group.

APPLICABLE TO EVERY EGIS EMPLOYEE

Our Code of Ethics applies to all staff within all subsidiaries that are majority-owned by Egis, whether executives or employees, on permanent or fixed-term contracts, or interns.

It also applies to external experts during assignments where they represent Egis.

It is the personal responsibility of each Egis employee to conduct his or her activities in accordance with our values and to know and apply the principles in this Code.





A RESPONSIBLE
COMPANY

PERSONAL AND BUSINESS INTEGRITY

Egis prohibits all forms of corruption in its business transactions. It acts in rigorous compliance with French and international laws and regulations on combating bribery.

Each Egis employee must personally, and in all circumstances, conduct his or her assignments in strict accordance with the principles of honesty, transparency and integrity with regard to all stakeholders. The Code of Integrity and Partners' Code of Integrity describe all of Egis's rules with regard to business integrity and ethics.

CONFLICT OF INTEREST

Employees must not play a personal role in any negotiation or contract with an entity outside the Group in which they have a direct or indirect interest, unless they first inform their line manager in writing and obtain that manager's prior formal consent.

IMPARTIALITY

Egis employees must in all circumstances act impartially in their performance of the duties entrusted to them.

RULES OF COMPETITION

Egis employees pledge to maintain fair and honest relationships with their colleagues and respect the principle of free competition. They shall refrain from seeking out information or engaging in practices that may be contrary to competition law.

CONFIDENTIALITY

When, in the performance of their duties, Egis employees gain access to sensitive information that could be harmful to the interests of Egis or its clients if circulated, they must make sure that said information is not circulated, but protected and kept in a secure location. This rule of confidentiality applies to all documents published by the company or a third party, whether for internal or external use.

PERSONAL DATA PROTECTION

Egis undertakes to adopt technical and organisational measures providing a reasonable assurance that the personal data of its employees, clients or any other person or entity with which Egis interacts is appropriately protected, notably with regard to risks to or impact on privacy, in accordance with relevant laws and regulations.

RELATIONS WITH PUBLIC AUTHORITIES

Egis qualifies as an “interest representative” and has taken steps to comply with all legal and regulatory requirements in France governing its relations with public authorities. In particular, it has appointed an operations contact person for that purpose, who is responsible for providing information to the digital register maintained by France’s High Authority for Transparency in Public Life (HATVP).

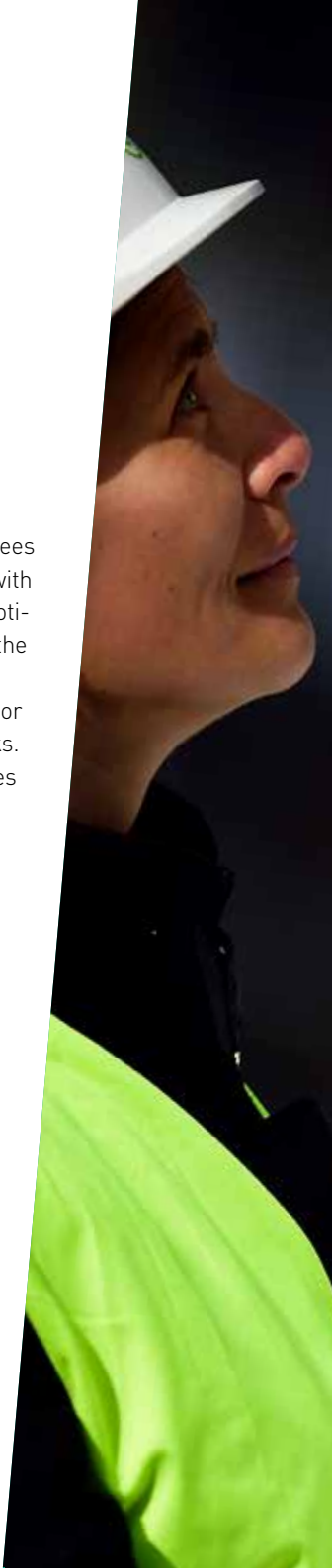
OBJECTIVITY TOWARDS OUR CLIENTS

Egis's operations entail certain responsibilities for its employees towards their clients. They assist and inform those clients with complete objectivity, notably with regard to selecting or negotiating with suppliers, contractors or any other stakeholder, on the basis of strictly professional criteria.

They alert their clients to potential risks and foreseeable or actual problems that arise during performance of the works. They are particularly attentive to certification of the services provided.

APTITUDE

Employees who enter into a technical or contractual commitment must be sure that they are authorised to do so. That commitment must comply with the laws and regulations of the country in which they conduct their business activity.



CHOOSING QUALITY

Egis pledges to do its utmost to mobilise the resources that are most appropriate to the needs of each client's project.

Egis employees must use appropriate skills and the best tools available, while respecting the Group's profitability objectives.

In addition, Egis undertakes to notify its clients if their specifications pose risks to the durability of the works, could have a serious adverse impact on the environment or pose a danger to the lives of others. Egis refrains from participating in projects that potentially include serious risks of that nature.

Egis employees who find themselves in such circumstances should alert their operational line management so that an appropriate solution can be found.

SUSTAINABLE DEVELOPMENT

Egis undertakes to raise awareness among its discussion partners of the importance of sustainable development in all of its projects. Egis' employees must therefore be proactive in making proposals to their clients and partners in this area.

To achieve that, Egis pledges to raise awareness and improve the skills of all of its employees in sustainable development.

In addition, Egis implements an environmental responsibility approach that takes sustainability issues into account and incorporates them into its internal operating procedures, particularly with regard to environmental impact. It encourages each employee to act responsibly in his or her daily tasks.

A people-first company



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A PEOPLE-FIRST COMPANY

All of the Group's
employees owe each other
mutual respect, whatever
their job level.

NON-DISCRIMINATION

Egis views diversity as an asset and an advantage for the company's performance. Moreover, it is a force for social cohesion.

Therefore, in every country where it operates, the Group forbids behaviour by its employees that is discriminatory as defined by law and promotes equal opportunity, notably with regard to hiring and career advancement. Skills, experience and results shall be the only factors taken into account, while all other personal considerations (origin, sex, disability, etc.) shall be excluded.

This is an essential commitment by all employees, and the Group will ensure that it is respected.

DIGNITY

The Group pledges to uphold the dignity of every employee. Both sexual harassment and bullying constitute a serious infringement of personal dignity. The same is true of abuse or physical discipline, the threat of abuse, insults and other forms of intimidation. Relations among the Group's various companies and employees must be marked at all times by collaborative, equitable, and transparent behaviour.

HUMAN RIGHTS AND FUNDAMENTAL FREEDOMS

Egis pledges to respect human rights and the fundamental freedoms of its employees at all of its sites, as described in the Fundamental Conventions of the ILO (International Labour Organisation). In particular, it strictly complies with the minimum legal working age in the countries where it operates as well as the principles of freedom of association and non-discrimination in the workplace.

All forms of slavery, servitude, forced or compulsory labour and child labour are formally prohibited.

HEALTH, SAFETY AND SECURITY

Egis undertakes to ensure that its employees have safe and healthy working conditions. It takes the necessary steps to guarantee that the work environment complies with statutory obligations and provisions in workplace agreements with regard to employee health, safety and security.

KNOWLEDGE SHARING

Egis employees undertake to share their knowledge with colleagues when needed to enhance the Group's effectiveness. Egis pledges to continue to develop training schemes (classroom, e-learning, tutoring, internal engineering curriculum, etc.) and effective tools in order to encourage the transfer and sharing of knowledge among colleagues (lessons learned from experience, professional repositories, skills mapping, point of contact matrix, etc.).

ADVANCEMENT

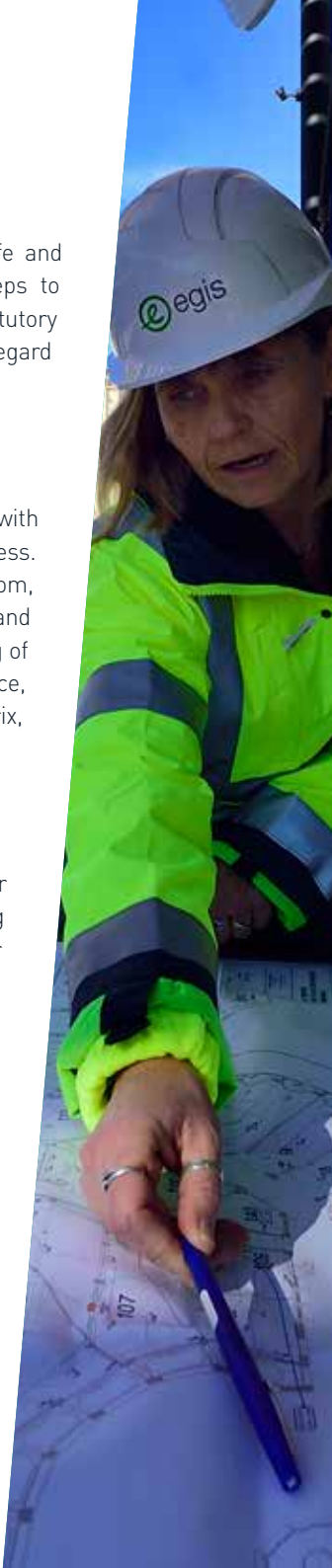
All employees must have the opportunity to advance in their professional career. The Group is committed to expanding and recognising their know-how in order to enhance their career profile.

Particular attention is given to equal opportunities for men and women in professional career development. Similarly, all employees enjoy an equal right to training.

By monitoring each employee's career development through dedicated periodic interviews, the Group can reconcile employee aspirations with the company's needs.

Line management pledges that any expression of a desire for career mobility and advancement will be reviewed and given consideration and follow-up attention.

Managers are under an obligation to be attentive to their employees. For the latter, this constitutes a right.



A CREATIVE COMPANY

Creativity is integral to Egis' identity and the fertile resource on which our employees draw each day in order to tackle the challenges of a fast-changing world. Given the ecological, energy and demographic transitions, the digital revolution and the emergence of new business models, we are constantly called to be more inventive and wield greater technical expertise in order to develop the best possible solutions and provide expressly for the current and future needs of our clients.

INNOVATION

Egis views innovation as a tool for ensuring it can successfully create value for the company, its clients and users while also providing for employee fulfilment. Innovation allows us to enhance our productivity, reinforce the assets that set us apart and anticipate market trends.

For many years we have pursued a policy of innovation that is bold, agile and open to our ecosystem, guided by joint innovation with our clients, close relations with start-ups and the development of an entrepreneurial culture.

GROUP COMMUNICATION AND PROMOTION

Employees undertake to circulate positive images and messages regarding the Group, its companies and brands, both internally and externally.

To assist them, the Group provides the communications and informational tools they need to fulfil their duties. Employees who communicate via social media on Egis's behalf undertake to comply with the principles set forth in the guide to the proper use of social media.

Unless otherwise indicated, Egis' Communications Department is responsible for all corporate communications, particularly with the media.

HOW TO RAISE A WHISTLEBLOWING CONCERN

Any employee confronted with an assumed or established breach of the principles contained in the Code of Ethics should, as soon as possible, notify his or her line manager or Egis' ethics point of contact via the whistleblowing system available to employees. The whistleblowing system can be accessed through My Egis and to all non-Egis personnel via the Egis integrity line at <https://egis.integrityline.com> and on Egis' public website.

Egis' procedure for its whistleblowing system indicates the system's scope of application, the circumstances in which it should be used and the procedures for issuing and processing whistleblowing reports.

All whistleblowing reports will be processed promptly and with great care, in accordance with requirements on confidentiality and personal data protection.

Egis undertakes that no employee should suffer discrimination or retaliation for having issued a whistleblowing report in good faith. However, a report made in bad faith may result in disciplinary action.

WHO TO CONTACT FOR ADVICE?

The basic principle is that you should never wrestle with your concerns on your own.

If you have any doubt concerning the interpretation of the principles in the Code or their application to actual situations, you should seek advice from your line manager.

Compliance is everyone's business at all times!

www.egis-group.com

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