



SES Supplier Code of Conduct
(Extracts for Suppliers)



Summary of the SES Code of Conduct

Status of this document

This document is drawn from the SES Code of Conduct and Ethics adopted by SES (as defined below) in January 2006 (and amended in 2016). It contains the provisions of the SES Code of Conduct relevant to suppliers of SES.

SES S.A. and its subsidiaries (referred to collectively as “SES”) are committed to conducting its business in compliance with all applicable laws and regulations as well as to observing the highest standards of business ethics.

This SES Code of Conduct (the “Code”) is designed to ensure that SES’ suppliers, agents, consultants, law firms, lobbyists, and other representatives (together “SES Suppliers”) take a consistent approach to integrity issues.

This Code provides an explanation of applicable laws, regulations and SES policies relating to SES Suppliers’ conduct and ethics.



Compliance with the Code

SES Suppliers

The policies outlined in this Code are designed to ensure that SES Suppliers act at all times, not only in accordance with the letter, but also in accordance with the spirit of the laws and regulations applying to SES's business. Even the appearance of improper behaviour should be avoided.

SES Suppliers are expected to read and understand the policies outlined in this Code and ensure all their employees and subcontractors working on SES matters are also aware of these policies.

SES Suppliers are also expected to cooperate in SES investigations into matters related to compliance with the Code.

Applicable Law

SES conducts business in many countries around the world and, accordingly, is subject to the laws of many different countries. It is SES's policy to comply with all applicable laws and regulations of the countries where business is conducted.

In some instances, there may be a conflict between the applicable laws of two or more countries. In the event of such a conflict, the SES Supplier must contact SES, who will provide guidance as to how to resolve the conflict.

The Code

The Code cannot and is not intended to address all of the situations that may be encountered while working with SES. There will be occasions, which are not described in the Code, for which decisions must be made regarding the appropriate course of actions. When in doubt, SES Suppliers should use common sense and ask themselves one or more of the following questions:

- Are my actions legal?
- Am I being fair and honest?
- Will my actions stand the test of time?
- How would I feel if my actions were publicly disclosed? Would my actions embarrass or harm SES?



If an SES Supplier is still not sure what to do, the SES Supplier must contact SES, who will provide guidance about how it wishes a particular issue to be dealt with.

Non-Compliance with the Code

Non-compliance with a provision of the Code may subject the SES Supplier to criminal penalties (fines or jail sentences) or civil sanctions (damage awards or fines) in accordance with applicable law.

Non-compliance by an SES Supplier may result in the termination of the legal relationship between SES and the SES Supplier and the pursuit of any applicable legal remedies by SES.

1. Insider Trading or Dealing and Stock Tipping

As a company whose shares are listed on a stock exchange, SES discloses important information about its business in accordance with Luxembourg, French, European and other applicable securities laws and regulations. SES Suppliers who have access to material or price-sensitive non-public information through their relationship with SES are prohibited from sharing or using that inside information to buy or sell shares or other securities of SES while in possession of inside information.

Key Requirements

- An SES Supplier should never buy or sell shares or other securities of SES while in possession of inside information about SES. In case of doubt, the SES Supplier should abstain from dealing.
- An SES Supplier should never recommend or suggest that anyone buy, sell, or retain the stock or other securities of SES while it has inside information about SES (stock tipping).
- An SES Supplier should not disclose inside information to anyone outside SES except when disclosure is required to enable SES to properly conduct business and when appropriate measures have been put in place to prevent the misuse or inappropriate disclosure of the inside information.



2. Conflicts of Interest

SES recognizes that SES Suppliers may have other customers and may take part in financial, business and other activities outside of their work with SES. However, these activities must at all times be lawful and free of conflicts with their responsibilities as SES Suppliers.

SES Suppliers must avoid activities that may potentially improperly influence his or her judgment or actions in performing their duties as SES Suppliers.

In particular, SES Representatives must comply with the guidelines contained in the Code regarding gifts, meals, entertainment and other benefits from parties with whom SES does business.

Key Requirements

- An SES Supplier must never give or receive any payment, gift, contribution or entertainment:
 - under any circumstances that might create the appearance of impropriety;
 - that is or might be construed as a bribe or payoff; or
 - with the intention of influencing any decision.

- SES Suppliers should never request or solicit offers for entertainment, meals, gifts or other gratuities or personal services or favours from parties with whom SES does business.

- Business meals as the guest of a third party may be accepted if they are offered voluntarily, have a legitimate business purpose and are an integral part of the work agenda (e.g., lunch during a seminar or meeting, cocktail reception following meetings or dinner incorporated into a continuing work period).

- Travel and overnight accommodation paid for by a third party are not allowed without the prior written approval of SES.

- If a third party pays for travel or accommodation or provides “in-house” accommodation, the SES Supplier should determine the fair-market value, make appropriate payment to the third party and arrange for reimbursement.

- Attendance at sports events and activities, shows or other appropriate entertainment or social activities as the guest of a third party is not allowed



more than twice a year. A representative of the hosting company must be present.

- Solicitation or acceptance of financial assistance of any kind from a supplier or a customer, other than a financial institution in the ordinary course of its business, is prohibited.

If an SES Supplier has questions about whether hospitality is appropriate or a conflict of interest exists, it should review the matter with SES.

3. Bribery

**SES will not tolerate any form of bribery or corruption,
even if it costs us business**

SES takes a zero-tolerance approach to bribery and corruption in all forms and will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it operates. SES is committed to implementing and enforcing effective systems to counter bribery and corruption.

What is Bribery?

Bribery is the offering, promising, giving, receiving or requesting of any form of advantage to encourage any action which is illegal, unethical or a breach of trust. Bribes can be in the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract, or anything else of value. It is not just illegal to pay bribes to government officials. It is also illegal to pay bribes in commercial situations as well.

Facilitation payments are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example, a \$100 payment to a government official). They are common in many jurisdictions in which SES operates, but are bribes under the anti-bribery laws governing SES and, as a result, are unacceptable to SES.

Key Requirements

- SES is subject to anti-bribery laws that make it illegal to pay any form of bribe anywhere in the world. It is also illegal to allow any third party (such as a supplier, sales agent, distributor or consultant) to pay a bribe on SES's behalf.



- SES Suppliers should never offer, promise or give, directly or indirectly, any bribe under any circumstances.
- No SES Supplier shall make any payments or provide any other form of advantage to any public official, political party, any candidate for political office.
- SES Suppliers should never accept a payment, gift or hospitality from a third party that it knows or suspects is offered with the expectation that it or SES will provide a business advantage for them or anyone else in return.
- A business courtesy, such as a gift or entertainment, should never be offered under circumstances that might create the appearance of an impropriety. It is never acceptable to give or receive a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome.
- SES will not pay any form of facilitation payment under any circumstances. SES will not tolerate any form of facilitation payments being paid by an SES Supplier on its behalf.
- SES Suppliers must avoid any activity that might lead to a facilitation payment being made by SES or by a third party on SES's behalf, or that might suggest that such a payment will be made or accepted.

4. International Sanctions and Embargoes

SES must comply with all applicable economic sanctions regimes. The United Nations, European Union, the United States and other countries impose financial and trade sanctions against specific countries, industries, entities and persons. Violations of these laws or regulations may subject SES and individuals to serious civil and criminal penalties. Moreover, certain countries (such as the US) apply their sanctions laws extraterritorially to reach transactions that have no apparent connection with the US.

To protect SES's interests and ensure compliance with applicable sanctions rules, it is imperative that SES Suppliers do not undertake any commercial activities raising potential sanctions questions unless and until SES has reviewed and cleared the business activity for sanctions compliance purposes.

Key Requirements

- Due to comprehensive sanctions applied by the US and/or the EU to Cuba, Iran, North Korea, Sudan and Syria, all business that may touch these



countries, or entities located in these countries, must be reviewed by SES before engaging in any business discussions or other activities.

5. Export Compliance

All SES Suppliers engaged on behalf of SES in the transfer of hardware, software or information that is subject to the export control laws of any jurisdiction must ensure transfer of such items complies with those laws.

Key Requirements

- When requesting a shipment of hardware, no matter where the shipment originates, SES Suppliers should ensure a reputable freight forwarder is used, customs duties are paid and all export laws are followed.
- The US export control rules can even be triggered by transfers of information from SES's US entities or suppliers to SES employees and entities outside the US.

6. Relationships with Competitors and Business Partners

SES is dedicated to compliance with the competition and antitrust laws in the countries in which it does business.

Key Requirements

- An SES Supplier should comply with all applicable competition laws, decrees, orders and undertakings affecting SES and SES Suppliers.
- An SES Supplier should not propose or enter into any agreements or understandings – expressed or implied, formal or informal, written or oral – with any competitor regarding any aspect of the competition between SES and the competitor for sales to third parties.
- An SES Supplier should not propose or enter into any agreements or understandings with customers which restrict the price or other terms at which the customer may resell or lease any product or service to a third party, unless it has obtained prior written approval from SES.
- An SES Supplier should not propose or enter into any agreements or understandings with suppliers which restrict the price or other terms at which SES may resell or lease any product or service to a third party, unless it has obtained prior written approval from SES.



- An SES Supplier in possession of competitively-sensitive information as a result of being previously employed at a competitor must comply with all confidentiality and non-disclosure agreements in effect with that previous employer.
- An SES Supplier should consult SES in connection with business arrangements that could raise competition law issues, including:
 - Exclusive arrangements for the purchase or sale of products or services
 - Bundling of goods and services
 - Agreements that restrict a customer's choice in using or reselling a product or service
 - Technology licensing agreements that restrict the freedom of the licensee or licensor
 - Selective discounting
 - Distribution arrangements with competitors.

7. Money Laundering

Money laundering, which is the process of making the proceeds of criminal activities appear to be legitimate, is prohibited in most countries. SES is committed to complying with anti-money laundering laws in every country in which it conducts business.

SES will only do business with parties involved in legitimate business activities and whose funds are derived from legitimate sources. Involvement in relationships and transactions where money laundering occurs could seriously damage SES's reputation.

Key Requirements

- Follow all applicable due diligence and screening procedures (for customers, suppliers, business partners, sales agents, *etc.*) to ensure that parties with whom SES does business are involved in legitimate business activities.
- Comply with all applicable laws that prohibit money laundering and that require reporting of cash or other suspicious transactions.
- Do not accept any payment on behalf of SES in cash or via money orders without clearance from SES.



- Do not accept any payment on behalf of SES or in relation to services provided to SES from any unconnected third party (i.e. a party unconnected to the business matter) without clearance from SES.
- Where making a payment on behalf of SES or in relation to services provided to SES, do not pay third parties with a corporate cheque written to “cash” or “bearer”. All cheques should be in the name of the person entitled to payment and not to a third party designated by such person.
- Where making a payment on behalf of SES or in relation to services provided to SES, wire transfers should be made to bank accounts in the name of the person entitled to payment and not to a third party account designated by such person. Such bank accounts should be in the country (1) where the service or goods were provided, (2) where the recipient is incorporated or has its headquarters, or (3) (if the recipient is a person) where he or she resides.
- Watch for warning signs that indicate money laundering and other illegal activities or that violations of SES policies are occurring. For example, watch out for unusually complex payment structures which have no real business purpose or for unusually favourable business terms.
- If questions or concerns arise regarding money laundering, immediately raise the matter with SES before proceeding with a transaction or matter.

8. Slavery and Human Trafficking

Forced, bonded or compulsory labour, human trafficking and other kinds of slavery and servitude represent some of the gravest forms of human rights abuse in any society.

SES is committed to ensuring that there is no modern slavery or human trafficking in its supply chains or in any part of its business. SES will not support or deal with any business knowingly involved in slavery or human trafficking.

Key Requirements

- SES Suppliers shall not use any form of forced, bonded, compulsory labour, slavery or human trafficking.
- SES Suppliers' employees shall be entitled to leave work or terminate their employment with reasonable notice. All employment shall be voluntary.



- SES Suppliers shall not require employees to surrender any government-issued identification, passports, or work permits as a condition of employment.
- SES Suppliers must avoid any activity that might lead to forced, bonded or compulsory labour, human trafficking and other kinds of slavery and servitude.

If questions or concerns arise regarding slavery and human trafficking, SES Suppliers have to raise immediately the matter with SES before proceeding with any further action.

9. Confidentiality and Privacy

Confidential information (or any non-public information) related to SES or its products or services are to be treated as confidential during and after an SES Supplier's contractual relationship with SES in accordance with the terms of the SES Supplier's contract.

Confidential information includes all information covered by non-disclosure agreements executed by SES, and all non-public information that may be of use to competitors or harmful to SES or its customers, if disclosed.

SES is committed to protecting personal data collected from or maintained regarding third party individuals and SES Suppliers. Each SES Supplier must take care to protect individually identifiable third party or SES Employee information and other sensitive personal information from inappropriate or unauthorized use or disclosure. SES Suppliers must implement fair and responsible privacy and information protection procedures and take reasonable steps to ensure compliance.

Key Requirements

- Protect SES's confidential information and do not disclose it to third parties, unless the third party is bound by adequate confidentiality obligations (e.g., via a non-disclosure agreement).
- Store confidential information securely.
- Consult SES before establishing or updating any system, process or procedure to collect, use, disclose, or transmit confidential information or personal data.



- Electronic storage of confidential information through cloud-based solutions is subject to prior approval by the IT Security team.
- Comply with all applicable privacy and data protection laws and regulations.

10. Environment, Health & Safety

SES is committed to achieving environmental, health and safety (EHS) excellence. SES Suppliers should strive to provide a safe and healthy working environment and to avoid adverse impact and injury to the environment and to the communities in which they do business.

Key Requirements

- Comply with all relevant environmental, health and safety laws and regulations.
- Create and maintain a safe working environment and endeavour to prevent workplace injuries.
- Reduce waste, emissions and the use of toxic materials and dangerous goods, and substitute environmentally-friendly products to the extent available and cost-effective.
- Eliminate unreasonable risks from activities, products and services.
- Address site contamination issues in a cost-effective and appropriate manner.
- Respect the environmental rights and interests of neighbours.