

# Fluxys Group



## Ethical Code

June 2021



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# Foreword from the CEO

Together we have the opportunity to build a strong and sound Fluxys and give meaning to our purpose *Shaping together a bright energy future*.

A fundamental part of this is how we behave and the principles that guide our daily decisions and actions. Our values: Customer focus, Respect for Safety and the Environment, Cohesion, Good Neighbourly Relations, Professionalism and Commitment, are the foundation of our Ethical Code across the Fluxys Group.

With the growth of our Group and the variety of cultural, social and business contexts we operate in, our 'Code' needed an upgrade.

This adapted Code sets out our core principles, how and by whom they should be applied, how they affect specific areas and what to do in the event of an ethical issue.

Each of us has a personal responsibility to incorporate the Code in his daily work and to encourage others to do so.

This code will help us addressing difficult situations and fostering integrity, essential to the future of our Group.

Your line manager (or Fluxys responsible), the person of confidence, or our Ethics & Compliance Manager will provide you with support and guidance where you are unsure about how to implement a particular principle of this Code.

Via [ethics@fluxys.com](mailto:ethics@fluxys.com), our whistleblowing tool via email, any employee or third party can report unethical behaviours and/or raise questions and concerns in a completely confidential way.

I count on you to always be mindful about the part that you play in earning our reputation every day. Thank you for taking the time to read this Code and for contributing to a bright energy future, one which we can all be proud of.

**Pascal De Buck**

CEO Fluxys Group  
June 2021



## 2. Our commitment

Fluxys' commitment to ethical business is firmly rooted in the company's core values – Customer focus, Respect for Safety and the Environment, Cohesion, Good Neighbourly Relations, Professionalism and Commitment. These values drive all our actions and the way business is conducted.

In addition, compliance with both local and international law, regulations and statutory provisions, and ethical integrity, is a constant commitment and duty of Fluxys and characterizes the conduct of the entire organization.

If any conflict arises between legal standards and the Fluxys Group Ethical Code, we apply the more stringent standards.

This Code is designed to help us all achieve the highest ethical standards in our behaviour and provides a basis for discussing ethical issues with others.

It covers a wide range of areas including a safe and respectful working environment, responsible interactions with business partners, human rights standards, how to avoid bribery, as well as general principles on how the company competes.

Our Code is internally and externally communicated. It engages Fluxys towards all its stakeholders.



# 3. Who must follow the code?

## 3.1 All employees

The Fluxys Ethical Code is intended for all employees in every company of the Fluxys Group.

## 3.2 Non-controlled entities

In companies where Fluxys is not the operator or owns a minority stake, the Fluxys representatives will promote the principles of this Code and encourage the venture to adopt substantially similar ethical standards.

## 3.3. Third parties

Contractors and consultants who are agents of, acting on behalf of or in the name of a Fluxys company are also expected to act consistently with this Code when acting on our behalf.

## 3.4 Suppliers of goods and services

When contracting goods and services and in our relationship with business partners, we seek to obtain a level of behaviour and ethical standards which are equivalent to ours.

## 3.5 Employees' and managers' responsibilities

As employees and managers, we are responsible for our conduct and for achieving the standards set out in this Code. We will follow the guidelines set out in this Code. We expect good ethical behaviour from others and we will challenge behaviour that does not meet our standards.

Internally, our actions must demonstrate that the Ethical Code is being observed and put into practice. Ignorance of the Code cannot be an excuse for unethical behaviour.

Managers are also responsible for ensuring this Code is understood and applied effectively. To do that, they should :

- make sure team members fully understand this Code
- promote discussion to encourage employees and contractors to speak up and share any concerns they may have
- stimulate compliance with our Code by the employees and contractors
- lead by example



# 3. Who must follow the code?

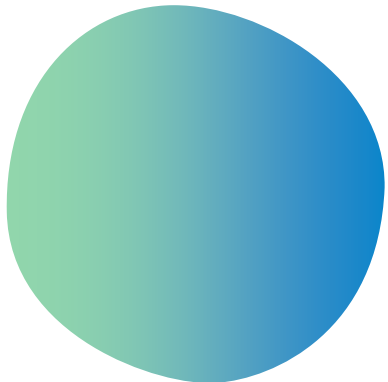
## 3.6 How to seek advice or report a concern?

We all have the responsibility to apply the Ethical Code. Hence, we encourage a culture of openness that allows everyone to express any concerns about the application of this Code.

To get advice or report a concern, you can :

- ✓ Talk to your line manager (or Fluxys responsible); or
- ✓ Contact the Ethics & Compliance Manager; or
- ✓ Present your concern by e-mail to our whistleblowing tool via [ethics@fluxys.com](mailto:ethics@fluxys.com) .

It is essential to the effectiveness of this Code that employees or third parties should feel able to speak freely without any fear or criticism or reprisal and be able to participate in any subsequent investigation. The Fluxys Group, therefore, does not accept any retaliation against a whistleblower.



## 3.7 What happens after reporting a concern ?

When reporting a situation Fluxys encourages you to be sufficiently detailed and documented in order to make an adequate investigation possible. An investigation can be conducted by the Labour Relations Manager, who can invoke the assistance of competent internal or external bodies or authorities.

During the investigation, both the Labour Relations Manager and the aforementioned bodies and authorities shall respect the confidentiality of the identity of both the whistleblower and any third party mentioned in the report and prevent access thereto by non-authorised staff members. The results of the investigation shall be reported to the Chief Executive Officer.

If the allegations appear to be proven and in order to reach a solution, the necessary measures will be taken together with the bodies and authorities involved and dependent on the severity of the facts.

At the conclusion of the investigation, feedback will be given to the whistleblower.

Unfounded reporting with the sole purpose of harming others, is not supported by Fluxys. Rumours, vague or insufficiently justified reporting shall hence not be the subject of any further investigation.



# 4. Our focus areas

We cover in this section the 6 focus areas of our Code.

## 4.1 Operating safely and with respect for the environment

## 4.2 Our People

## 4.3 Our business interactions

## 4.4 Human Rights

## 4.5 Our interactions with communities

## 4.6 Our assets

## 4.1 Operating safely and with respect for the environment

At the Fluxys Group, we pursue the wellbeing, safety and health of our people and the safety of our infrastructure, and do this fully respecting the environment and related impact on communities.

This approach is in line with our four core values.

1. Day in, day out, we take responsibility for our activities and their outcomes
2. Our goal is to deliver quality in an efficient way to our external and internal clients
3. We apply the highest industry standards in terms of safety and take into account the wellbeing of our people, the environment and our relationship with our neighbours
4. We communicate openly about our HSE policy and ensure that our people are familiar with this policy and apply it

This approach translates in the following expectations:

- Understand your role and responsibilities. Work in team, cooperate and share knowledge.
- Speak up if you observe an unsafe working environment. Listen to those who speak up.
- Assess impact of our projects on safety, environment and health of our people and communities.



# 4. Our focus areas

## 4.2 Our People

Our people are key to the success of Fluxys. Our group is committed to creating a working environment of mutual respect where each of us has rights to claim and duties to fulfil.

### Equal opportunity

We offer equal opportunities to everyone. We respect and value one another and we want to maintain a corporate culture based on those values.

When making employment decisions, including hiring, evaluation, promotion, training development, discipline, compensation or stopping a contract of employment we base our decision only on objective factors like merit, qualifications, performance and business factors.

We encourage everyone to understand their personal feelings, prejudices and preferences and strive to avoid them to influence their employment decisions.

We will not accept discrimination against an individual based on a.o. race, colour of skin, religion, age, gender, sexual orientation, marital status, disability, ethnic origin or nationality.

### Harrasment

We will not tolerate harassment. We expect our employees and contractors to treat each other with respect and dignity and avoid inappropriate situations.

We expect our people to:

- Help create a workplace free of all form of harassment;
- Treat others with respect at all times;
- Do not physically or verbally intimidate others;
- Provide feedback to colleagues or managers if their behaviour is hostile, intimidating, humiliating or disrespectful.

### Data protection

We have a duty to maintain a good record keeping in order to protect personal information and intellectual property, and to comply with legal, financial and regulatory requirements. We will maintain data integrity by making sure that information is accurate and stored correctly in accordance with our Data Management Policy.

In using social media, we will respect colleagues' and stakeholders' rights to privacy and we will comply with the rules of confidentiality in accordance with our Social Media Policy.

We will maintain the confidentiality of information. We will not disclose any trade secrets or patented or patentable processes.





# 4. Our focus areas

## 4.3 Our business interactions

We work with our business partners in an honest, respectful and responsible way. This section is designed to keep our business interactions legal, ethical and professional, ensuring that you protect yourself as an individual and also safeguard Fluxys' reputation.

### Anti-bribery and Corruption

We maintain a policy of zero tolerance for fraud of any kind, particularly bribery and corruption, influence peddling and violations of antitrust law.

We do not tolerate any form of corruption or influence peddling, defined as follows:

- Promising or granting a payment or benefit of any kind to a public official, private individual or company, either directly or indirectly (through a third party or intermediary), despite its illegality, in return for:
  - Performing, failing to perform, facilitating, delaying or expediting an action related to official or professional duties, or -
  - Using undue influence to obtain a favourable decision or benefit of any kind from a public authority.

- Soliciting, accepting or receiving a payment or undue advantage of any kind from a public official, private individual or company, in return for performing, failing to perform, facilitating, delaying or expediting an action related to official or professional duties.
- Committing a fraudulent or irregular action in participating to tenders or contracts with a public authority.

Acts of corruption and influence peddling shall render the culprits and the company alike liable to harsh disciplinary action, both civil and criminal, regardless of the country in which the fraudulent behaviour occurred, in accordance with applicable laws and regulations. In case of any investigation or inspection carried out by public authorities we undertake to cooperate.

### Gifts and hospitality

In order to avoid influence, as a general rule, Fluxys' people are not allowed to receive or offer any gifts within the framework of or as a result of their professional activities. Exceptions to this rule are only permitted when the independence of the parties involved is not compromised, meaning for example that gifts must be of limited value and given infrequently.

It is prohibited to request and/or receive any form of benefit, remuneration, compensation or gift of a financial nature (such as money, gift certificates, vouchers, shares, etc.).



# 4. Our focus areas

## Prevent money laundering

We do not tolerate money laundering and we will comply with applicable anti-money laundering laws and regulations.

Money laundering is a term used to describe the process of hiding the criminal origins of money or property which are the proceeds of crime within legitimate business activities. It also describes the use of money of a legitimate origin that supports terrorism. Money laundering could be a consequence of almost any profit-generating crime.

If you have a suspicion that a counterparty is involved in money laundering in connection with a transaction with Fluxys, please do report this in accordance with chapter 3.6. [How to seek advice and report a concern?](#)

## Avoid anti-competitive conduct

We believe in free enterprise and fair competition. As such we undertake to comply with antitrust laws and strive to fair business practices. We will not tolerate anticompetitive or abusive practices. Such unlawful actions will be considered as a violation of this code.

## Conflicts of interest

We identify and report existing or potential conflicts of interest with Fluxys' customers, suppliers, competitors or other business partners, and we adhere to strict principles of business conduct to minimize potential conflicts of interest.

## 4.4 Human Rights

All of us are required, collectively and individually, to safeguard human rights.

### Human Rights in the Workplace

We take the reasonable steps to ensure decent working conditions for our colleagues and those working on our behalf. In particular, this includes a prohibition on forced labour and child labour, a commitment to non-discrimination and freedom of association, and a guarantee that any problems that arise can be reported to human resources staff.

### Human Rights and Local Communities

We identify, prevent and/or mitigate any negative impact of our activities on local communities. We establish mechanisms for registering complaints, and we maintain an ongoing dialogue with local stakeholders, enlisting the help of experts as needed.



# 4. Our focus areas

## 4.5 Our interactions with communities

### **Political activities**

We do not, as an organisation, contribute financially to any political party. Subject to compliance with the local policy on additional professional activities (if any), employees and contractors have the right to engage in lawful political activities in their own time but they must keep their personal political activities separate from those related to work and avoid any risk of conflicts of interest.

### **Working with communities**

We play an important role in the economic and social life of our communities. We will comply with the laws and regulations of those communities.

Fluxys supports and contributes to solidarity initiatives and undertakes social and cultural patronage and sponsorship activities. This enhances the integration of our business activities into the communities in which we are active.

## 4.6 Our assets

We need to take care of our assets and resources and be transparent about our operations and performance. In this framework, we comply with applicable stock market and accounting regulations and accurately report our operations in our financial statements.

### **Market Abuse and Insider Trading**

Fluxys complies with laws and regulations related to Market Abuse and does not tolerate Insider Trading and Market Manipulation. In this framework, Fluxys communicates with its employees who have access to Inside Information on a regular basis, about their obligations in this regard.

### **Protection of assets**

We are all responsible to protect company assets (facilities, property, equipment, computer and IT systems, information and funds).

We expect our people to treat the company's property with the necessary care so that it is not damaged, misused or lost.

### **Intellectual property**

At Fluxys, we have valuable ideas and technology that need to be protected. It is equally important that we avoid infringing the intellectual property rights of others.



## 5. What we expect from you?

It is our collective responsibility to keep Fluxys as a company we can all be proud of. Of course, we cannot cover every situation in this Ethical Code, so whenever you are unsure of what to do or have a dilemma, we encourage you to contact your line manager (or Fluxys responsible), the person of confidence, and/or the Ethics & Compliance Manager and seek advice.

To help you decide if a decision is ethical, ask yourself 5 key questions:

1. **Is this action or decision legal ?**
2. **Is this ethical and consistent with our Values and this Code?**
3. **Do I clearly understand the potential risks and impact including the risks for the reputation of Fluxys Group ?**
4. **Does it follow our policies and procedures ?**
5. **Would I be comfortable if my action or decision were made public ?**

If you answer **yes** to all the above questions, then there probably won't be an issue.

If you answer **no** to any of them, then there may be a problem.

In case of doubt or if you are unsure about the answer in your particular situation, ask your line manager (or Fluxys responsible), the Ethics & Compliance Manager and/or e-mail [ethics@fluxys.com](mailto:ethics@fluxys.com).



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a bright energy  
future