

CODE OF CONDUCT AND ETHICS FOR COMMERCIAL RELATIONS

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CONTENTS

MESSAGE FROM THE CEO	3
OBJECTIVES & RECIPIENTS	4
8 PRINCIPLES FOR A RESPONSIBLE RELATIONSHIP WITH OUR SUPPLIERS	5
1. Dealing with suppliers honestly and ethically.....	5
2. Fighting corruption and money laundering	5
3. Refusing gifts, meals and entertainment and other business courtesies	5
4. Avoiding conflicts of interest	6
5. Using information and assets responsibly	6
6. Respecting intellectual property rights.....	6
7. Protecting personal integrity	6
8. Protecting the Environment.....	7
10 PRINCIPLES EXPECTED OF OUR SUPPLIERS	7
1. Respecting national and international legislation and regulations.....	7
2. Respecting human rights.....	7
3. Ensuring diversity.....	8
4. Reducing economic dependence	9
5. Ensuring the confidentiality of information / Using information and assets responsibly	9
6. Fighting corruption and money laundering	9
7. Refusing gifts, meals, entertainment, and other business courtesies	10
8. Avoiding conflicts of interest	10
9. Fighting anti-competitive practices.....	10
10. Respecting the environment.....	10
IMPLEMENTING THIS CODE AND MONITORING COMPLIANCE	11
1. Managing non-conformities and reporting anomalies	11
2. Audits may be conducted	11
3. Records and Reporting.....	12
4. Corrective measures or sanctions that may be applied.....	12

MESSAGE FROM THE CEO



Contributing to a better tomorrow has long been at the heart of Sommet Education. As educators, we have a mission to do what's best for future generations and this is an extensive role enabling us to combine Education and Corporate Social Responsibility.

At Sommet Education, Corporate Social Responsibility is essential for value creation. As a committed and global leader in our sector, Sommet Education works in favour of a development integrating more environmental, social and governance criteria.

Sommet Education has a comprehensive CSR strategy guided by the UN's Sustainable Development Goals. Through local and global action, we are committed to using our unique position in society to drive impactful change, focusing on 5 Sustainable Development Goals:

- Good Health and Well-being
- Quality Education
- Decent Work & Economic Growth
- Responsible Consumption & Production
- Climate Action

Today, Sommet Education wants to involve all its business partners in a responsible approach. We want the principles of ethics, professionalism, transparency and mutual trust to be the foundation of our commercial relationships. We also want to share with our commercial relations the same goals and values.

This Code is the framework established by Sommet Education for all our commercial relations and is an essential element while concluding or renewing a contract with any external party.

Taking care of the future is our commitment. We are proud to embrace this responsibility and create the best for tomorrow.

We rely on your support,

Benoît-Etienne Domenget
CEO Sommet Education

OBJECTIVES & RECIPIENTS

Sommet Education wants to be recognized as a responsible company whose actions are consistent with the requirements of international standards. Recognizing the challenges and opportunities for progress existing in the supply chain, Sommet Education has decided to formalize a set of guidelines to promote responsible behaviour.

Sommet Education is committed to acting honestly and ethically. We expect the same from any commercial relations with suppliers and business partners (together referred to as “**suppliers**” for ease of reading).

The Code of Conduct and Ethics for Employees establishes principles of appropriate behaviour and ethical conduct for Sommet Education employees. This Code sets similar standards for suppliers.

With this Code, Sommet Education aims not only to protect its commercial interests but also to ensure and promote responsibility throughout its supply chain.

All the commitments made in this document should be treated with the same importance, regardless of the order in which they are presented.

Furthermore, it is the supplier’s responsibility to ensure, disseminate, educate and exercise diligence in verifying compliance with the principles of this Code by its employees, agents and sub tier suppliers.

This Code defines the minimum standard to be adhered to by each supplier; it does not replace the applicable national and international legislation, to which suppliers must strictly adhere.

References in this Code to “**Sommet Education**” include Sommet Education Sàrl and its subsidiaries operating under the names Sommet Education, Les Roches Global Hospitality Education, Glion Institute of Higher Education or Ecole Ducasse. This Code applies to all suppliers of goods or services or any person otherwise engaged in a business relationship with any Sommet Education entity, and to their parent, subsidiary or affiliate entities, their employees, agents, and contractors supplying goods to or performing services for Sommet Education.

8 PRINCIPLES FOR A RESPONSIBLE RELATIONSHIP WITH OUR SUPPLIERS

Sommet Education is convinced that Corporate Social Responsibility (“**CSR**”) is a key to sustainable growth - both for the company and for its suppliers. Sommet Education is therefore undertaking to apply the commitments shown below. A Code of Conduct and Ethics for Employees has also been formalized and communicated to all Sommet Education employees.

1. Dealing with suppliers honestly and ethically

When a call for competition/request for proposal is decided upon, Sommet Education informs its suppliers about the rules and criteria applicable to it. Selection will be objective and consistent with these criteria.

2. Fighting corruption and money laundering

Sommet Education has a zero-tolerance policy for making or accepting bribes or kickbacks. In accordance with the applicable legislation, Sommet Education does not pay directly or indirectly, any compensation for services rendered when such payments are intended to compensate anyone, including any government officials, employees of government-controlled entities, or employees of Sommet Education or any other organization, in order to obtain a favourable decision or an undue advantage for the company.

Sommet Education pays attention to financial transactions in order to detect money laundering, in accordance with the applicable national legislation, through measures such as checking the country of origin of the funds, the location of the bank, and inclusion on a "black list".

For more information regarding our policy on fight against corruption please refer to Sommet Education’s Code of Conduct and Ethics for Employees.

3. Refusing gifts, meals and entertainment and other business courtesies

Sommet Education employees may exchange gifts, meals, entertainment, and other business courtesies with suppliers only if they are reasonable, infrequent, and modest in amount, as well as consistent with local law, custom, and practice.

For more information regarding our policy on gifts, meals and entertainment please refer to Sommet Education’s Code of Conduct and Ethics for Employees.

4. Avoiding conflicts of interest

Sommet Education employees should act in the best interest of Sommet Education when conducting Sommet Education business. They should have no relationship, financial, or otherwise, with any supplier that might conflict, or appear to conflict, with their obligation to act in the best interest of Sommet Education. If this should be the case, and as a matter of precaution, they must disclose any such links to ensure any circumstances that might cause the appearance of a conflict of interest is managed properly.

For more information regarding our policy on conflict of interest please refer to Sommet Education's Code of Conduct and Ethics for Employees.

5. Using information and assets responsibly

Sommet Education ensures that no confidential information about its suppliers is revealed, transmitted or used by it outside its business relationship with them. After business relations have been terminated, confidential information continues to be confidential in accordance with the applicable agreements and the national legislation.

For more information regarding our policy on confidentiality please refer to Sommet Education's Code of Conduct and Ethics for Employees.

6. Respecting intellectual property rights

In accordance with applicable agreements and legislation, Sommet Education respects the intellectual property rights of its suppliers and is committed in particular, unless there is an associated agreement, not to use the name, trademarks, protected designs of these, and to prevent any illegal use of their software supplied and their protected artistic or literary works.

7. Protecting personal integrity

We believe that a healthy and caring work environment is key to well-being and self-esteem. Our priority is to permit everyone to flourish in a cooperative and motivating work environment, free from discrimination and harassment.

Respecting the personal integrity of others is a prerequisite for maintaining a work environment that is favourable to the development of our company and of all employees. To fail to do this would endanger employees' health and the performance of the company. Violations of personal integrity include every sort of attack on individuals. Behaviours that overstep limits and undermine other people's self-esteem include discrimination, bullying and sexual harassment.

8. Protecting the Environment

Sommet Education believes that good business means a better world. We deliver education while striving for economic, social, and environmental sustainability. Sommet Education promotes and expects the application of high environmental standards within our own business and among our suppliers.

10 PRINCIPLES EXPECTED OF OUR SUPPLIERS

Sommet Education requires its suppliers to comply with this Code and to undertake to respect it. Suppliers are encouraged to implement any corrective action plan that may be required in order to comply with the commitments listed below. They are asked to raise the awareness of their own suppliers in order to ensure accountability in all the links in the supply chain.

1. Respecting national and international legislation and regulations

Our suppliers comply with all legislation and regulations applicable to their activity, in every country where they operate. In the absence of such standards, they must as a minimum respect and uphold, as far as possible, the commitments defined in this Code.

2. Respecting human rights

Our suppliers undertake to promote, respect, and ensure respect for human rights within their businesses. They must ensure that the working conditions of their employees are proper and comply with the applicable local and international legislation.

Should there be a conflict between the legislative and regulatory provisions and the principles in this Code, the most favourable provisions for employees shall prevail.

a) Prohibiting child labour

Our suppliers do not employ people who have not reached the minimum age required by the laws in each country where they operate. Should no minimum age be set, they must comply with the provisions of Convention No. 138 and 182 of the International Labour Organization in this regard.

b) Not using forced or slave labour

Our suppliers undertake not to make use of any work or service exacted from any person under the threat of any penalty, and which the said person has not offered voluntarily. The detention of the employee's identity documents and the payment of a deposit on hiring are also prohibited. Our suppliers may not practice or benefit from any form of servitude, human trafficking or slavery and must comply with the provisions of Convention No. 29 of the International Labour Organization.

c) Paying a fair wage

Our suppliers respect the right of employees to receive a fair wage that is sufficient to ensure a decent standard of living for them and their families. The wage paid to employees must be at least equal to the minimum wage set by the legislation of the country where the work is done. Payment must be made without delay, regularly, and in full in legal tender.

d) Ensuring decent working hours

Our suppliers ensure that their employees have working hours and benefit from days off in accordance with the legislative and regulatory provisions of the country in which they operate.

e) Ensuring the absence of discrimination, harassment and inhuman treatment

Our suppliers refrain from exercising any form of discrimination based on social status, social background, gender, age, race, language, origin, religion, sexual orientation, physical appearance, lifestyle, health status, marital status, pregnancy, political opinion, trade union membership, disability or any other form of discrimination, in particular in relation to hiring or providing access to training, promotion etc.

All forms of harassment, threats of violence, abuse, coercion, and corporal punishment of employees are unacceptable and are not tolerated. Our suppliers treat their employees in a dignified and humane manner.

f) Protecting health and ensuring health and safety in the workplace

Our suppliers analyse and evaluate the potential health and safety risks within their company in order to implement appropriate processes to prevent and remedy them, if necessary.

3. Ensuring diversity

Our suppliers promote diversity within their companies and take measures to encourage it.

4. Reducing economic dependence

Our suppliers must diversify their customer base to avoid economic dependence on Sommet Education. They will inform Sommet Education as soon as possible of any risk of economic dependence with a view to implementing the necessary corrective measures, which may go as far as making a significant reduction in business relations with Sommet Education.

5. Ensuring the confidentiality of information / Using information and assets responsibly

Suppliers should protect Sommet Education's assets and information. Suppliers who have been given access to Sommet Education's assets, whether tangible or intangible, should use them only within the scope of the permission granted by Sommet Education and for the purposes of the engagement with Sommet Education.

Suppliers who have been given access to Sommet Education's confidential information should not share this information with anyone unless authorized to do so by Sommet Education. If a supplier believes it has been given access to Sommet Education's confidential information in error, the supplier should immediately notify its contact at Sommet Education and refrain from further distribution of the information. Suppliers should not share with anyone at Sommet Education information related to any other person or organization if the supplier is under a contractual or legal obligation not to share the information.

Individual information about Sommet Education or its employees, collected or held by its suppliers or service providers, must be strictly confined to a limited use principle and in strict compliance with applicable data protection regulations.

6. Fighting corruption and money laundering

In connection with any transaction as a supplier to Sommet Education, or that otherwise involves Sommet Education, suppliers must not transfer anything of value, directly or indirectly, to anyone, including government officials, employees of government-controlled entities, or employees of Sommet Education or any other organization, in order to obtain any improper benefit or advantage.

Suppliers acting on behalf of Sommet Education must comply with all applicable local laws dealing with corruption. Suppliers must keep a written accounting of all payments (including any gifts, meals, entertainment or anything else of value) made on behalf of Sommet Education, or out of funds provided by Sommet Education. Suppliers must furnish a copy of this accounting to Sommet Education upon request.

Our trading partners fight money laundering in every country in which they operate. They must increase vigilance in respect of any financial transactions in order to detect any irregularities (check the country of origin of the funds and the entity of the payment concerned, the bank's location, and its non-inclusion on a black list etc.).

7. Refusing gifts, meals, entertainment, and other business courtesies

Sommet Education employees may exchange gifts, meals, entertainment, and other business courtesies with suppliers only if they are reasonable, infrequent, and modest in amount, as well as consistent with local law, custom, and practice. In some instances, Sommet Education employees may be subject to monetary limitations on the value of such business courtesies that may be given or received. In all cases, Sommet Education employees must never offer or accept such courtesies under circumstances where they could affect, or appear to affect, decision making. And they must never give or receive cash. We expect our suppliers to respect these restrictions with Sommet Education and with their own suppliers.

8. Avoiding conflicts of interest

Sommet Education employees should act in the best interest of Sommet Education and its reputation when conducting Sommet Education business. They should have no relationship, financial, or otherwise, with any supplier that might conflict, or appear to conflict, with their obligation to act in the best interest of Sommet Education. If this should be the case, and as a matter of precaution, they must disclose any such links to ensure any circumstances that might cause the appearance of a conflict of interest is managed properly. Suppliers should have no financial relationship with any Sommet Education employee with whom the supplier may interact as part of their engagement with Sommet Education. Suppliers should take care that any personal relationship with a Sommet Education employee is not used to influence the Sommet Education employee's business judgment. If a supplier has a family or other relationship with a Sommet Education employee that might represent a conflict of interest, the supplier should disclose this fact to Sommet Education or ensure that the Sommet Education employee does so.

9. Fighting anti-competitive practices

Our suppliers take every possible measure to avoid anti-competitive practices. They undertake not to enter into agreements leading to and / or abuse a dominant position.

10. Respecting the environment

Our suppliers undertake to respect the national and international legislative and regulatory constraints in respect of environmental law.

They will adopt the precautionary principle: they will detect, identify and assess potential environmental risks and take appropriate measures to mitigate or eliminate them.

We strongly encourage suppliers to minimize their impact on the environment:

- by contributing to the fight against the climate crisis
- by reducing their energy consumption, CO₂ emissions and water consumption
- by limiting their impact on biodiversity as regards their use of raw materials and their production of waste and discards
- by reducing the use of non-renewable resources or products that are not environmentally friendly.

IMPLEMENTING THIS CODE AND MONITORING COMPLIANCE

Sommet Education's aim is for this Code to govern relations between Sommet Education and its suppliers and for it to be applied to every stage of business relations, in accordance with the aforementioned principles.

Through the acceptance of any purchase order or agreement making reference to this Code, the supplier commits that all its operations are subject to the provisions contained in this Code. This Code does not create any third-party beneficiary rights for the supplier. The standards of this Code are in addition to, and not in lieu of, provisions of any legal agreement or contract between suppliers and Sommet Education.

1. Managing non-conformities and reporting anomalies

Suppliers who believe that a Sommet Education employee, or anyone acting on behalf of Sommet Education, has engaged in illegal or improper conduct or in case of doubt or difficulty encountered in applying this Code, should discuss or report the matter to Sommet Education. Suppliers can raise the issue with the employee's manager, or contact Sommet Education Chief Compliance Officer at compliance@sommet-education.com.

Suppliers also undertake to identify a person responsible for ensuring the proper application of this Code and that could be a contact person for Sommet Education, if necessary.

For Sommet Education and for its suppliers, those persons reporting violations of this Code will face no punishment or discriminatory measures on condition that they have acted in good faith, even if the facts concerning the reported violations are found to be inaccurate or are taken no further.

2. Audits may be conducted

Sommet Education reserves the right to audit or to have its suppliers audited at any time in order to verify their compliance with this Code. It is highly recommended that suppliers periodically assess, by any means they consider appropriate, their compliance with this Code as regards their own employees and their own suppliers.

Finally, suppliers are invited to send Sommet Education CSR department at csr@sommet-education.com, any document such as ratings or certificates relating to CSR issues.

3. Records and Reporting

Suppliers must keep accurate records of all matters related to their business with Sommet Education, including the proper recording of all expenses and payments. If Sommet Education is being charged for a supplier employee's time, time records must be complete and accurate. Suppliers should not delay sending an invoice or otherwise enable the shifting of an expense to a different accounting period.

4. Corrective measures or sanctions that may be applied

Should there be any gap, irregularities or known violations of this Code, the suppliers will provide Sommet Education with a corrective action plan together with a timetable, at the end of which the gap, irregularity or violation will have been resolved. Sommet Education may, if the suppliers so requests, support the suppliers in implementing these measures by providing its expertise. If, despite the implementation of this plan, the failure to comply with this Code persists or should the plan be refused, Sommet Education will be free to end business relations with the suppliers concerned in compliance with legal and contractual provisions.

Sommet Education reserves the right to modify this document as needed, for example, to comply with changes in laws, regulations or Sommet Education and/or Schools practices and procedures.

The most current version of this Code can be found on:
<https://learn.sommet-education.com/corporate-social-responsibility>