



# CODE OF BUSINESS CONDUCT AND ETHICS



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## CHAIRMAN'S MESSAGE

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I would like to express my deep commitment and responsibility as we unveil our new Code of Business Conduct and Ethics (the "Code"), which reaffirms and amplifies the values of integrity, transparency, and accountability that have been at the core of our identity since TGCC was founded.

This updated Code reflects our commitment to maintaining the highest standards of ethics and business conduct, and to paving the way for TGCC to continue to earn the trust of our clients, partners, and all our stakeholders.

We recognize that our reputation and the success of our mission depend not only on our operational excellence, but also on our unwavering commitment to social responsibility, ethics, and transparency.

In addition, as a company listed on the Casablanca Stock Exchange, TGCC must comply with strict standards of governance, communication and transparency.

Our commitment goes beyond simply creating value for our shareholders and stakeholders, we strive to serve them in an ethical and responsible manner.

We have always observed exemplary business ethics, and this must continue to be a key element of our culture. The guiding principles of this Code must govern each of us as we perform our daily duties.

I am confident that each of you demonstrate personal integrity in the performance of your duties, and I encourage you to read this Code carefully and apply it conscientiously.

Our shared commitment will forge a stronger culture of integrity and ensure that TGCC remains a model of professionalism and trust.

*Integrity is everyone's business !*

**BOUZOUBAA Mohammed**

*Chairman and Chief Executive Officer*





## ABOUT THIS CODE

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# ABOUT THIS CODE

## PURPOSE OF THE CODE

The purpose of the **TGCC Code of Business Conduct and Ethics** is to clearly define the company's expectations in terms of ethics and business conduct. It establishes fundamental principles to guide our daily business conduct, making it possible for us to :

- Explain our professional obligations ;
- Conduct ourselves in a manner consistent with **TGCC's** values and ethics ;
- Comply with the current laws and regulations in the countries where we operate.

These principles and rules of business conduct are designed to maintain the trust of our stakeholders and preserve the reputation of the **TGCC** Group.

The **TGCC** Code is like a compass that guides our employees in understanding and following our ethical standards. It makes sure that all employees have a clear picture of what we expect from them.

The principles of action mentioned in this Code are supplemented by policies, charters, and procedures specific to issues of fundamental importance to **TGCC**. These documents form an integral part of the Code of Business Conduct and Ethics, of which they are implementing measures.

However, this Code cannot anticipate every situation we may encounter in the course of our duties. It does, however, set out the key principles that guide our business practices.

## COMPLIANCE WITH MOROCCAN AND INTERNATIONAL LAWS AND REGULATIONS

We are all bound by the laws and regulations governing our activities. Laws can vary and be complex from one country to another.

In situations where regulations in the countries where we operate may differ from Moroccan law, **TGCC's** Legal Department is available to advise you and help you make the appropriate decisions, depending on the local context in which you operate.

## SCOPE OF APPLICATION

This Code of Business Conduct and Ethics applies to all employees and managers of the **TGCC** Group and its subsidiaries, hereinafter referred to as "**TGCC**". For the purposes of this Code, the terms "Personnel" or "Employee" mean

- The Chairman and members of the Management Committee ;
- The managers ;
- Employees and trainees ;
- Members of the Board of Directors of the Group and its subsidiaries.

Employees are exempt from this Code as of the date their employment relationship with **TGCC** ends, for any reason whatsoever. They remain, however, subject to the provisions of professional secrecy and the duty of confidentiality.

This Code is also intended to be shared with all stakeholders with whom **TGCC** interacts (suppliers, consultants, etc.), who agree to comply with it in their business relationships with **TGCC** and to apply standards equivalent to those established by this Code.

The rules set out in this Code apply at all times and in all places when performing our duties for **TGCC**, whether in a business or social setting.

## RESPONSIBILITIES AND GOVERNANCE OF THE CODE

### MANAGERS' ROLE & RESPONSIBILITY

The Managers and Supervisors, hereinafter referred to as the "Managers," oversee compliance with the provisions of this Code within the entities and/or structures for which they are responsible.

The rules set out in this Code represent minimum standards that Managers may strengthen based on the specific nature of their activities, in compliance with applicable legal and regulatory requirements.

### The Managers must adhere to impeccable managerial ethics, namely by :

- Avoiding any conduct contrary to the principles of this Code ;
- Banning all forms of discrimination and treating all employees fairly ;
- Placing self-respect and respect for others at the heart of their management practices, and condemning all types of harassment, including sexist, insulting or degrading language, and creating an intimidating, hostile, humiliating or offensive environment ;
- Informing the Human Resources Department of any unethical situation.

### The Managers are also required to :

- › Inform their employees of the provisions of this Code, and ensure that they understand its requirements and are able to comply with them.
- › Encourage an open environment, where employees feel comfortable asking questions, voicing concerns, and reporting inappropriate conduct.
- › Notify employees concerned of their inclusion or removal from the list of sensitive functions.

### ROLE & RESPONSIBILITY OF EMPLOYEES

#### TGCC employees must :

- Familiarize themselves with the Code of Business Conduct and Ethics and ensure that they understand and apply it in all their business activities ;
- Comply with applicable laws and regulations in the various geographic contexts where **TGCC** operates; to the extent that the law imposes stricter standards than internal policies, the law must be followed ;
- Know and comply with the procedures that apply to them, as appropriate to their role and level of responsibility ;
- Consult the Human Resources Department if you have any questions, concerns or need advice on any aspect of the Code or compliance ;
- Report any suspected violation of this Code.

Before taking any action, all employees must ask themselves the following questions :

- › Does this action comply with our Code, internal policies and procedures? Is it legal ?
- › Could it harm others, such as colleagues, clients or shareholders ? Is there a risk to my reputation or that of **TGCC** ?
- › Is it necessary to ask for further advice ?

### CSR COMMITTEE

**TGCC** has set up a CSR Committee, responsible in particular for ensuring the application of the Code of Ethics and Conduct. The CSR Committee is responsible for approving and revising the Code. It may be revised or amended at any time to reflect changes in the environment in which the company operates, and to remain in line with ethical and regulatory standards.



## OUR CORE VALUES

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# OUR CORE VALUES

## FAIRNESS AND TRANSPARENCY DIVERSITY, EQUITY AND RESPECT

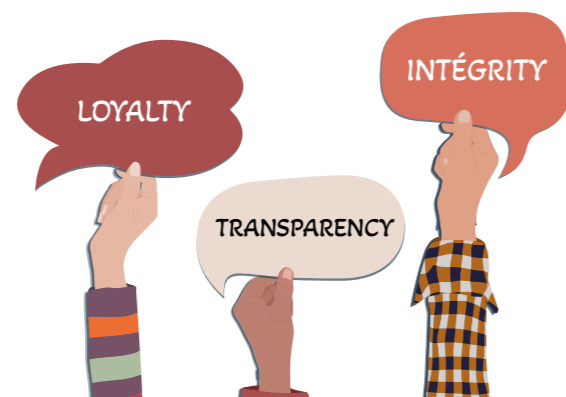
### PRINCIPLE

Loyalty and transparency are at the heart of all our interactions at **TGCC**, whether internal or external.

- Loyalty means remaining loyal to the company, its employees and its partners.
- Transparency means communicating clearly and fully with all stakeholders.

### OUR COMMITMENTS

We are committed to acting with honesty, loyalty and transparency in our business actions and interactions, as well as, where appropriate, in our personal actions that may be detrimental to the company's operations. We always act in the exclusive interest of **TGCC**, preserving its reputation and supporting its mission.



## INTEGRITY

### PRINCIPLE

**TGCC's** business practices are based on the principle of integrity. It is based on adherence to high standards of conduct, honesty, and accountability, and involves acting in accordance with **TGCC's** values, even in the absence of supervision.

### COMMITMENTS

We are committed to exemplary integrity in all our activities, ensuring that our actions are aligned with **TGCC's** ethical principles.

## DIVERSITÉ, ÉQUITÉ ET RESPECT

### PRINCIPLE

As a group operating in several countries and employing over 40,000 people, **TGCC's** diversity is a source of wealth and strength. **TGCC** promotes diversity, respect and fairness to create a positive work environment and culture that brings success to the company and personal fulfillment to every employee.

If we are to maintain this environment, respect for colleagues and external partners, such as clients, suppliers, and subcontractors, is essential. Any form of discrimination or abuse such as harassment of any kind (including sexual harassment), intimidation and violence will not be tolerated by **TGCC** in any context.

### OUR COMMITMENTS

We are committed to promoting and preserving a working environment where diversity, fairness and respect are integrated into all our business practices.

This commitment translates into :

- Guaranteeing fair and equitable working conditions, without discrimination based on gender, origin, religion, age or disability ;
- Taking firm action against any harassment, violence or intimidation, whether physical or moral ;
- Encouraging collaboration and mutual respect between all employees and partners, in order to create a climate of trust and goodwill ;
- Raise awareness and regularly train employees on the importance of diversity, fairness and respect within the company ;
- Maintain open channels for reporting inappropriate behavior.

Conversely, **TGCC** expects its employees to adopt inclusive and respectful behaviour in their daily work, whether :

- › At the workplace, with their colleagues, superiors or subordinates ;
- › And with the third-party stakeholders with whom they interact (clients, suppliers, authorities, etc.)



## OUR COMMITMENTS TO OUR STAKEHOLDERS

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# OUR COMMITMENTS TO OUR STAKEHOLDERS

## HEALTH & SAFETY ENVIRONMENT

**TGCC's** primary duty is to ensure the health and safety of its employees, and to provide a safe, healthy and secure environment for all its stakeholders.

**TGCC** complies with all applicable occupational health and safety laws and regulations. The Group sets up and maintains health and safety management systems and procedures designed to ensure the safety of all employees and stakeholders, under the guidance, implementation, and monitoring of management at all levels of the hierarchy.

**TGCC** takes all appropriate preventive action, including organizing safety training for its employees. **TGCC's** objective is to develop, in collaboration with its employees, a corporate culture that fosters individual and collective responsibility for occupational health and safety (OHS).

### HEALTH AND SAFETY RESPONSIBILITIES AS EMPLOYEES :

- Know and apply all health and safety procedures;
- Analyze and control risks before any intervention, and carry out only authorized activities;
- Never tamper with or obstruct any safety device, and always wear the required personal protective equipment (PPE);
- Immediately alert and report to your line manager any incident, accident, injury or hazardous working condition that could lead to a potential risk of accident.

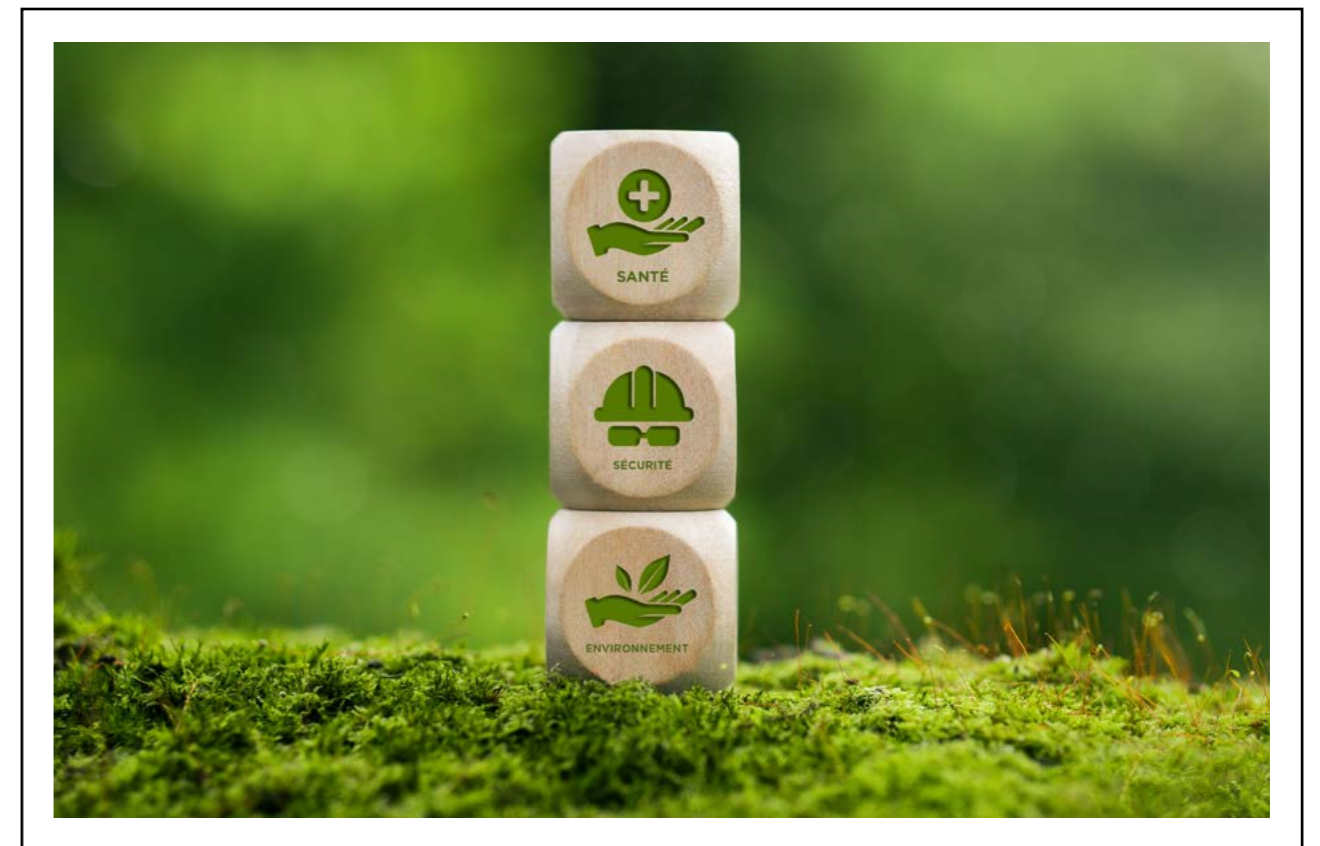
As a responsible company, **TGCC** recognizes its obligations to protect the environment and preserve natural resources.

**TGCC** implements an environmental management system and is committed to minimizing its environmental impact and protecting the environment in the countries where it operates, by promoting the use of processes and materials that reduce the consumption of energy and natural resources, and by taking the necessary measures to avoid or limit the impact of its activities, particularly in terms of pollution, waste production and greenhouse gas emissions.

**TGCC** promotes environmental awareness and training initiatives throughout the company to encourage all employees to get involved and to improve environmental awareness at all levels.

### ENVIRONMENTAL RESPONSIBILITIES AS EMPLOYEES :

- Know and respect **TGCC's** CSR commitments and environmental policy;
- Promote the sustainable use of natural resources by conserving water resources, reducing energy consumption and sorting, reusing and recycling waste;
- Understand and comply with all local environmental regulations where you work;
- Report any actual or potential environmental incidents to your line manager immediately, so that appropriate measures can be taken to control, correct and prevent any environmental damage.



## COMMUNITY SUPPORT / SOCIAL RESPONSABILITY

**TGCC** strives to fulfil its responsibilities in the communities surrounding the sites where it operates, reflecting its values of solidarity. The company and its employees are committed to respecting people and the environment, taking into account the short-, medium- and long-term impacts of business decisions on communities and the environment. **TGCC** maintains an ongoing dialogue with local communities, actively participates in local job creation, and cultivates a supportive and inclusive approach to supporting and enriching these communities.

## SUPPLIER AND SUBCONTRACTOR RELATIONSHIPS

**TGCC** attaches particular importance to establishing fair and professional relationships with its suppliers and subcontractors. The company ensures that these relationships are based on mutual respect and integrity to establish solid, responsible partnerships. **TGCC** expects its suppliers and subcontractors to adhere to ethical principles equivalent to those detailed in this Code, incorporating sustainable and respectful practices into their own operations. **TGCC** also encourages them to align their practices with the Group's CSR and ethical standards.



# CORPORATE ETHICAL RESPONSIBILITIES

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# CORPORATE ETHICAL RESPONSIBILITIES

## GENERAL CONDUCT

All **TGCC** employees are bound by the rules of business ethics inherent in their position. They must adopt an irreproachable attitude and conduct, and refrain from any conduct likely to damage the company's reputation.

**TGCC** employees are responsible for carrying out the tasks entrusted to them diligently and efficiently, complying with instructions and respecting the chain of command. They must be mindful of client expectations and act in a manner that maintains and enhances their trust, as well as that of other stakeholders, in **TGCC**.

All employees are personally responsible for ensuring that **TGCC's** ethical standards are incorporated into their daily conduct, which in turn upholds the company's reputation and integrity.

**TGCC** employees are prohibited from using their position, influence or professional information to obtain advantages from clients, business partners, suppliers or any other business relationship.

## SOLIDARITY / INTRA-GROUP RELATIONSHIPS

**TGCC** is a group made up of several companies operating in different sectors. The relationships between these companies must be based on principles of loyalty and respect, similar to those applied to external clients, suppliers and partners.

### WE ARE COMMITTED TO :

- › Fostering business relationships based on loyalty, integrity and mutual respect between Group entities ;
- › Promoting a climate of cooperation and trust, ensuring the quality and smooth running of intra-group relationships.

### YOUR RESPONSIBILITIES :

- › Look after the interests of the entity in which you work, while recognizing the importance of balanced relationships with other **TGCC** entities; ;
- › Ensure the transparency and quality of intra-group relationships by complying with established procedures and standards ;
- › Treat intra-group relationships with the same degree of loyalty and professionalism as those maintained with external clients and partners.



## CASE STUDY

**« TGCC would like to obtain a service in a field in which one of our subsidiaries operates.**

**As a buyer, can I favour this subsidiary, even if it means bypassing certain internal procedures ? »**

Q

**No, business relationships between TGCC entities must be treated with the same transparency and fairness as those maintained with external suppliers. All transactions must comply with established internal procedures to ensure fairness and quality of relationships. Giving preferential treatment to one entity to the detriment of transparency standards could undermine the trust and integrity of interactions within the group.**

A

## PROTECTION OF GROUP ASSETS AND INFORMATION SYSTEMS

The **TGCC** Group's assets, both tangible and intangible, represent essential resources for the smooth running and success of the company. It is everyone's responsibility to protect them and use them appropriately.

### WE ARE COMMITTED TO :

- › Establishing policies and procedures to protect and ensure the proper use of the Group's assets, including movable and immovable property, financial resources, information systems and intellectual property ;
- › Raising employee awareness of best practices for protecting information systems and managing tangible and intangible assets.



### YOUR RESPONSIBILITIES :

- › Use **TGCC** goods and services for strictly professional purposes, without misuse ;
- › Personal use of telephones, printers, computers and any other company resources is permitted, provided that such personal use is reasonable and does not result in significant additional costs ;
- › Protect **TGCC's** physical assets, intellectual property and financial resources from damage, theft, misappropriation and waste ;
- › Comply with the rules and guidelines established by **TGCC's** information systems (**IS**) charter designed for data security and integrity ;
- › Take reasonable measures to limit costs and optimize the use of available resources ;
- › Report immediately any incident or potential threat to the security of information systems and physical assets.



## CASE STUDY

**« I want to print large personal documents using the company printer. Is this allowed ? »**

**Q**

**Personal use of company resources, such as the printer, is allowed as long as it is occasional and does not result in significant additional costs. Frequent and large-scale printing of personal documents may be considered misuse and is therefore not recommended.**

**A**

## PREVENTING AND MANAGING CONFLICTS OF INTEREST

A conflict of interest refers to any situation in which employees' personal interests compete with those of **TGCC**, thereby compromising the impartiality, objectivity and independence required in the performance of their duties.

### WE ARE COMMITTED TO :

- › Regularly raising employee awareness of the risks of conflicts of interest and their impact on the company ;
- › Ensure that declarations of conflicts of interest are handled by the Group Human Capital Directorate, which takes appropriate measures to manage each situation in accordance with the applicable legal and ethical standards.

## YOUR RESPONSIBILITIES :

- › Refrain from engaging in any outside activity, whether paid or unpaid, or from making any comments likely to create a conflict of interest with TGCC, except with prior written authorization from the Human Capital Department;
- › A member of the Executive Committee who is invited to sit on the 'Board of Directors or Supervisory Board of a company, Organization or Association may not accept such appointment without first obtaining the written authorization of the Chairman of TGCC;
- › Disclose any parallel business activities involving family members or friends, and refrain from participating in any selection process involving them ;
- › Understand the different types of conflicts of interest and, if in doubt about a potential conflict of interest, contact the Human Resources Department or the Legal Department for advice ;
- › Be transparent and declare to the Human Capital Department any situation of personal conflict of interest by completing the "Conflict of Interest Declaration" form appended to this Code, and report any actual or potential conflict of interest as soon as you become aware of it, even if it does not concern you directly.

TGCC employees involved in the following processes must be particularly vigilant in identifying and avoiding any conflict of interest situation :

- › Process of purchasing or subcontracting or selling goods or services on behalf of the company ;
- › Recruitment process ;
- › Control missions.

## CASE STUDY 2

**« I'm in charge of recruitment for my business unit, and a member of my family is applying for a position on my team. Can I take part in the selection process ? »**

Q

**No, it is best not to participate in the selection process when a family member is a candidate. Participating in this type of process could create a real or perceived conflict of interest, calling into question your impartiality and the integrity of the process. It is important to report this situation to the Human Resources Department so that appropriate measures can be taken to ensure transparency and fairness in recruitment.**

A

## CASE STUDY 1

**« I've been invited to sit on the board of a local association working in a sector similar to that of TGCC. May I accept this appointment ? »**

Q

**Before accepting, you must obtain prior written authorization from the Chair or from the Human Capital Division, as this could constitute a conflict of interest, even if there is no direct remuneration. This approach guarantees transparency and impartiality in your role within TGCC.**

A

## PROFESSIONAL SECRECY AND PERSONAL DATA PROCESSING

Respect for professional secrecy and personal data protection are fundamental principles in guaranteeing the trust of our clients, employees and stakeholders. TGCC is committed to preserving the confidentiality of sensitive information and to processing personal data in strict compliance with current regulations.

### WE ARE COMMITTED TO :

- › Implement enhanced protection and security measures to ensure that personal data is used only for its intended purpose and stored securely ;
- › Continuously improve TGCC's data privacy compliance framework to ensure proper management and compliance with applicable laws ;
- › Awareness-raising and regular training for employees on the importance of respecting professional secrecy and data protection.

## YOUR RESPONSIBILITIES :

- › Use TGCC goods and services for strictly professional purposes, without misuse ;
- › Respect professional secrecy and maintain the confidentiality of information even after the end of your employment contract, regardless of the type of contract ;
- › Avoid discussing confidential information (projects, client files, financial data, etc.) in public places or among colleagues whose duties do not justify access to such information ;
- › Take care not to leave confidential documents on paper or computer media accessible to others in open spaces ;
- › Ensure that personal data is used and protected appropriately, in accordance with internal procedures and privacy regulations ;
- › Consult your line manager, the Legal Department or the Human Resources Department if you have any doubts about the legitimacy of disclosing certain information, and immediately report any actual or suspected breach involving confidential information or personal data.

## CASE STUDY 1 - RESPECTING PROFESSIONAL SECRECY

« I'm working on a strategic project and have to leave my office for a meeting. Can I leave the documents on my desk ? »

Q

No, it's essential to secure sensitive documents, whether in paper or digital format, by putting them away or locking your workstation before you leave. This guarantees the confidentiality and protection of information important to TGCC.

A

## CASE STUDY 2 - PERSONAL DATA PROTECTION

« As a member of the HR team, a colleague asks me for an employee's home address to send a birthday present. Can I give him this information ? »

Q

No, personal data, including addresses, are confidential and should only be shared within the framework of confidentiality rules and with the appropriate authorization. Even for seemingly innocent reasons, it's essential to protect employee privacy.

Refer the colleague to internal procedures, or consult the Legal Department or the Human Capital Department to find out how to proceed while respecting confidentiality.

A

## PREVENTING INSIDER TRADING

Insider trading consists of trading or inciting others to trade in securities, directly or indirectly, for the benefit of oneself or others, when in possession of privileged non-public information.

Non-public privileged information includes important confidential information that is not accessible to the public and is likely to influence the price of securities.

As a listed company, TGCC has an obligation to maintain the integrity of the securities markets, in accordance with the provisions of its Code of Ethics.

For more details on the rules and obligations relating to the prevention of insider trading, please consult the TGCC Code of Ethics, which specifically covers this subject and defines the practices to be followed.



# **ETHICAL PRINCIPLES IN BUSINESS-TO-BUSINESS RELATIONSHIPS**

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# ETHICAL PRINCIPLES IN BUSINESS-TO-BUSINESS RELATIONSHIPS

## RESPECT FOR HUMAN RIGHTS

TGCC is firmly committed to respecting and promoting the fundamental human rights in all its business activities, in accordance with the relevant international frameworks, universal human rights principles, and the laws and regulations applicable in the countries where it operates.

These commitments, which are at the heart of **TGCC's** CSR policy, guide all our actions in our businesses and in the countries where we operate. **TGCC** guarantees working conditions that respect fundamental rights, and ensures that these principles are respected throughout its value chain, including suppliers, subcontractors and third-party service providers.

### WE ARE COMMITTED TO :

- › Ensuring a working environment that bans all forms of human rights violations, including child labor, violence against employees, trafficking in persons, and forced or compulsory labor ;
- › Ensure that all unlawful discriminatory practices, including those based on the be excluded from our operations and those of our partners.
- › Promote safe working practices and ensure that all our sites offer a healthy, protected environment.

### YOUR RESPONSIBILITIES :

- › Act in a manner that respects and protects human rights in the course of your duties at TGCC ;
- › Ensure that your interactions and decisions never contribute to practices that are discriminatory, violent or contrary to human rights ;
- › Report, to your line manager or to the Human Capital Division, any situation involving a human rights violation, whether internally or by external partners ;
- › Raise awareness and encourage your colleagues to respect these fundamental principles ;
- › Managers have a particular responsibility to promote a respectful and equitable working environment, and to identify and prevent any behavior likely to violate human rights. They are responsible for ensuring that the teams under their supervision comply with these principles, and for taking appropriate action in the event of a breach or report.

## CASE STUDY

**« I see that one of our subcontractors is potentially using forced labor. What should I do ? »**

Q

**It is imperative to immediately report any suspicion of human rights violations, including the use of forced labor, to the Human Capital Division. TGCC is taking rigorous measures to investigate and collaborate with its partners to ensure that such practices are stopped and corrective action taken.**

A

## PARTICIPATION IN PUBLIC LIFE

**TGCC** advocates political neutrality and respects the commitments of its employees and managers when they participate in public life. The company ensures that the political opinions and activities of its employees remain in the private sphere and do not compromise the impartiality and integrity of the functions performed within **TGCC**.

### WE ARE COMMITTED TO :

- › Respect the freedom of opinion and the political and civic activities of each employee and manager, as long as these are exercised in a personal capacity, outside the professional framework and without committing **TGCC**.

## YOUR RESPONSIBILITIES :

- › You must not use **TGCC's** name, equipment or materials for personal political activities or civic commitments, and ensure that such activities do not take place during working hours or in the workplace ;
- › Ensure that your external commitments do not conflict with your duties and responsibilities within **TGCC** and that they do not compromise your impartiality ;
- › Respect **TGCC's** neutrality by avoiding any public statements that might associate the company with personal political views.

## ASE STUDY

**« I'm involved in a local political campaign and want to send campaign-related emails during working hours, using my work computer. Is this allowed ? »**

Q

**No, political activities must be carried out outside working hours and without using equipment or materials belonging to **TGCC**. Any use of company resources for personal political purposes is contrary to the rules of neutrality and impartiality of **TGCC**.**

A

## COMPLIANCE WITH COMPETITION RULES AND PROMOTION OF FAIR COMPETITION

**TGCC** firmly believes in markets where competition is free and fair, guaranteeing its clients the best quality products and services at the most advantageous conditions.

Compliance with competition rules is fundamental to maintaining market integrity and stakeholder confidence.

## WE ARE COMMITTED TO :

- › Strictly comply with applicable competition laws and regulations, including the prohibition of illicit cartels and abuse of dominant positions ;
- › Raise our employees' awareness of ethical competitive practices and the consequences of breaches of competition rules ;
- › Promote fair and equitable business practices, fostering a healthy market environment that respects the principles of free competition.

## YOUR RESPONSIBILITIES :

- › Refrain from any exchange of sensitive competition-related information, including discussions of tenders or market strategies ;
- › Refuse to participate in practices that boycott suppliers or clients to limit their commercial choices or compromise competition ;
- › Seeking advice from the Legal Department if you have any doubts or questions about practices that may infringe competition laws.



## CASE STUDY

**« At a trade show, a competitor asked me about our pricing strategies for the next six months. May I answer to start the conversation ? »**

Q

**No, exchanging sensitive competitive information, even informally, can be interpreted as a violation of competition rules. Politely refuse to discuss pricing strategies, and consult the Legal Department if necessary to clarify any ambiguous situations.**

A

## FIGHTING CORRUPTION AND FRAUD

**TGCC** enforces a zero-tolerance approach to corruption, fraud, and money laundering, in full compliance with applicable laws and ethical standards. This commitment reflects the Group's firm intention to maintain integrity and transparency across all its operations, and to safeguard its reputation as a responsible and ethical organization.

Accordingly, **TGCC** is gradually establishing comprehensive measures and standards for the prevention, detection, and management of corruption-related risks, which will serve as a reference for all employees and business partners.

### WE ARE COMMITTED TO :

- › Strictly comply with the applicable legal and regulatory provisions relating to corruption, influence peddling and money laundering ;
- › Raise awareness and train employees in the importance of integrity and transparency.

## YOUR RESPONSIBILITIES :

- › Respect **TGCC's** Anti-Corruption principles and refrain from engaging in any form of corruption or fraud, whether for personal gain or on behalf of the Group ;
- › Do not use your real or supposed influence as a **TGCC** employee to obtain undue advantages for yourself or for third parties ;
- › Avoid entering into relationships with third parties that could place you in a situation that compromises your integrity or expose partners to such situations ;
- › Refrain from favoring a third party in a bidding process (refer to **TGCC** internal procedures) ;
- › Report any suspicious activity or attempted bribery immediately to your line manager or the Human Capital Department.

## CASE STUDY

**« A supplier you work with regularly discreetly offers you a personal benefit in exchange for speeding up invoice validation. What do you need to do ? »**

Q

**Refuse the offer immediately and report the situation to your line manager or the Human Capital Department. Accepting an advantage from a supplier in exchange for facilitating invoice validation constitutes a form of passive bribery, prohibited by **TGCC** policies. To ensure the integrity and transparency of **TGCC** operations, any such attempt should be reported without delay.**

A



## GIFTS & INVITATIONS

Gifts and invitations can be legitimate tools for strengthening professional relationships and the TGCC brand image. However, some may be of high value or too frequent, and may take several forms (meals, hotel accommodation, seminars, conventions or conferences, invitations to sporting, cultural or social events, etc.). They are therefore governed by the gifts and invitations procedure, which defines the specific rules to be followed in order to avoid any risk of corruption or conflict of interest, and to guarantee transparency.

### WE ARE COMMITTED TO :

- › Ensure that the acceptance and offer of gifts and invitations comply with the rules of this Code, anti-bribery laws and local customs in the countries where TGCC operates ;
- › Regulating these practices through internal provisions on Gifts & Invitations, by setting value thresholds to guarantee transparency and integrity in professional relationships.

## YOUR RESPONSIBILITIES :

- › Refrain from receiving, soliciting or offering gifts and invitations that may influence the performance of your assignments or harm TGCC's reputation ;
- › Refuse any gifts or invitations of excessive or frequent value, as well as any payment by a third party (including family members) for travel or accommodation, unless expressly authorized ;
- › Take care to ensure that any gifts or invitations accepted are of symbolic value, and refer to the internal provisions on gifts and invitations for further details ;
- › Consult your line manager or the Group Human Capital Directorate if you have any doubt about the legitimacy of a gift or an invitation.

## CASE STUDY

**« A business partner offers me accommodation in a luxury hotel when I visit for a seminar. May I accept this offer ? »**

Q

**No, accepting accommodation of this nature without prior authorization can be perceived as an undue advantage.**

**Employees must refuse any third-party takeover, unless specifically authorized by the Human Capital Division, in order to comply with TGCC rules of transparency and integrity.**

A

## COMMUNICATION AND INFORMATION

Effective communication and appropriate management of information held by **TGCC** are essential to the success of the organization and the preservation of its reputation.

Inappropriate communication, whether internal or external, can entail significant risks and damage **TGCC's** image.

### WE ARE COMMITTED TO :

- › Maintain transparent and reliable communication, particularly towards stakeholders, while respecting the confidentiality of sensitive information ;
- › Make sure that all financial communications and important information are approved by the relevant departments ;
- › Increase employee awareness of good communication practices to avoid inappropriate or unauthorized statements, including on social networks.



### YOUR RESPONSIBILITIES :

- › Do not speak on behalf of **TGCC** unless formally authorized : Any communication with any type of media must be authorized by the Human Capital Department and the information disclosed must be approved by the Chairman ;
- › Ensure that any publication on social networks respects the rules of confidentiality, professional secrecy and ethics ;
- › Refrain from making comments that could harm **TGCC's** reputation or interests, even outside the professional context ;
- › Refer to the Human Resources Department or the relevant departments (Marketing Communication & Finance Departments) for any questions relating to external or media communications.



## CASE STUDY

**« You'd like to share photos of the inside of **TGCC's** premises and details of an ongoing project on your personal social media account to show your contribution to the work. Is this allowed ? »**

Q

**You must not publish information or images relating to projects, premises or any other internal data of **TGCC** on a personal account, unless this has been expressly authorized by the Human Resources Department.**

**Even well-intentioned publications can compromise confidentiality and damage the reputation of **TGCC**. Before sharing anything related to the company, make sure you have the necessary approval.**

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## ECONOMIC EMBARGOES AND SANCTIONS

Due to its presence in many countries, **TGCC** is subject to international laws and regulations, including embargoes and economic sanctions. Respecting these restrictions is essential to ensure compliance and preserve the Group's reputation.

### WE ARE COMMITTED TO :

- › To ensure that our activities, partnerships and transactions comply with the applicable laws and regulations concerning economic embargoes and sanctions.

### YOUR RESPONSIBILITIES :

- › Ensure that your professional actions and decisions comply with regulations relating to economic embargoes and sanctions in force ;
- › Be vigilant in checking business partners, clients and suppliers to avoid any involvement in prohibited transactions ;
- › Consult the Legal Department if in doubt about the compliance of **TGCC's** activities with existing embargoes and sanctions.



# MISCELLANEOUS PROVISIONS

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## CONFIDENTIAL INFORMANT AND WHISTLEBLOWING MECHANISM

TGCC employees agree to report any unethical conduct. The purpose of the confidential informant mechanism is to raise awareness of risk prevention by offering all employees and stakeholders (suppliers, clients, etc.) the opportunity to report any breaches of the provisions of this Code.

This ensures that all confidential informant and whistleblowing are handled confidentially and securely.

Whenever possible, whistleblowing should be supported by factual evidence and submitted in a responsible and thoughtful manner.

Whistleblowing reports can be emailed to [ethique.alerte@tgcc.ma](mailto:ethique.alerte@tgcc.ma) or mailed to **Ms Meryem BOUZOUBAA, Group Director of the General Affairs Department.**

Whistleblowing reports can be made anonymously. In all cases, both your identity and the details of the report will be handled with strict confidentiality and will not be disclosed.

**TGCC** guarantees that no retaliatory measures will be taken against any employee who reports a concern in good faith. A dedicated framework on whistleblowing and reporting will specify the practical modalities.

## PENALTIES

**TGCC** employees must comply with the ethical and business conduct rules set out in this Code. Any breach, violation or transgression of this Code will be considered as professional misconduct and may result in penalties in accordance with current regulations and the **TGCC** Group's policies and procedures.

## EFFECTIVE DATE AND REVISION OF THE CODE

Once the Code has been approved, it takes effect on the date it has been published.





## GLOSSARY



# GLOSSARY

**COMPANY, FIRM, GROUP :** TGCC and subsidiaries

**EMPLOYEE :** Any person who provides, in a professional sector, work on a regular or occasional basis, full-time or part-time, in return for a salary or remuneration.

Example: members of management, employees, civil servants, temporary staff, trainees, etc ...

**STAKEHOLDER :** Any person, group or organization with an interest in or affected by TGCC's activities. This includes, but is not limited to, employees, clients, suppliers, subcontractors, shareholders, local communities and regulatory bodies. Stakeholders play a key role in the TGCC ecosystem, influencing its strategy and performance.

**CSR (CORPORATE SOCIAL RESPONSIBILITY) :** Concept whereby companies voluntarily integrate social, environmental and economic concerns into their business activities and interactions with stakeholders. CSR aims to promote sustainable, responsible development by striking a balance between economic performance, social well-being and environmental protection.

**EXTERNAL ACTIVITIES :** Activities in which employees participate personally, such as conferences and training seminars, voluntary work, sporting or artistic activities, etc, ...

**CONFLICT OF INTEREST :** A situation in which employees' personal interests conflict with those of the company and may influence their objectivity and independence in the performance of their duties. Personal interest may be direct or indirect, concerning the individual alone or their relatives. This may be economic, financial, political, professional, or other interests,....

**CONFIDENTIAL INFORMATION :** Any information held by TGCC that is not accessible to the public and whose unauthorized disclosure could harm the company, its employees, clients and partners.

**FRAUD :** Deliberate act intended to deceive or mislead in order to obtain an illegal or unfair advantage, adversely affecting the integrity of TGCC's operations.

**INTELLECTUAL PROPERTY :** All exclusive rights to intangible creations of the mind, such as software, models, processes, or other assets protected by copyright or patents.

**INSIDER TRADING :** Using or disclosing privileged, non-public information to trade in financial securities, which is strictly prohibited by law and the TGCC Code of Ethics.

**CONFIDENTIAL INFORMANT MECHANISM :** Mechanism put in place to give employees and stakeholders the opportunity to report any unethical conduct confidentially, in order to step up risk prevention.

**ZERO TOLERANCE :** A policy that completely prohibits certain practices, such as bribery and fraud, and provides for severe penalties in the event of violation.

**HUMAN TRAFFICKING :** An illegal act involving the exploitation of people by means such as forced labour or servitude, and in which TGCC is committed to preventing any direct or indirect involvement.

**EMBARGO :** Restrictions imposed by international laws or regulations on trade or other activities with certain countries, entities and individuals.

**ECONOMIC SANCTIONS :** Restrictive measures imposed by governments and/or international organizations on trade and/or financial relationships with certain countries, entities and/or individuals.





## APPENDICES

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# APPENDICES

## APPENDIX 1

### CONFLICT OF INTEREST DECLARATION FORM

First and last name : \_\_\_\_\_

Registration : \_\_\_\_\_

Position : \_\_\_\_\_

Assignment : \_\_\_\_\_

Nature of interest involved (describe any personal interest that may conflict with the interests of **TGCC**) :

Please tick the appropriate box(es) :

I have a direct or indirect financial or economic interest in a competitor or **TGCC** partner.

I am a member of the board of directors or of a management or supervisory committee a competitor or partner of **TGCC**.

I have family, personal or professional ties with someone involved in the a competitor or partner of **TGCC**.

[Other (please specify) : \_\_\_\_\_]

I hereby confirm that I have read the provisions of the TGCC Code of Business Conduct and Ethics and undertake to inform management of any potential or actual conflict of interest.

\_\_\_\_\_, the \_\_\_\_\_

Signature : \_\_\_\_\_

**TGCC** collects and processes your personal data in order to ensure the administrative management of your file (payroll, career management). To enable TGCC to meet its legal obligations, this data may be transmitted to social security bodies (CNSS, CIMR, etc.), tax authorities and insurance companies.

Authorization for this processing has been requested from the CNDP under number **A-RH-763/2022**.

The contractor may contact **TGCC** - 04, Rue Al Imam Mouslim - Oasis - Casablanca, or by e-mail at the following address **info.rh@tgcc.ma** to exercise his rights of access, rectification and opposition in accordance with the provisions of Law **09-08**.

## APPENDIX 2

### REGISTER OF DECLARATIONS FOR GIFTS AND INVITATIONS

First and last name : \_\_\_\_\_

Employee number : \_\_\_\_\_

Assignment : \_\_\_\_\_

Date of declaration : \_\_\_\_\_

Purpose of the declaration : \_\_\_\_\_

Description of gift or invitation : \_\_\_\_\_

Origin of gift or invitation : \_\_\_\_\_

Reason for gift or invitation : \_\_\_\_\_

Approximate value : \_\_\_\_\_

TGCC action(s) : \_\_\_\_\_

Person responsible for follow-up : \_\_\_\_\_

Date received : \_\_\_\_\_

Comments : \_\_\_\_\_

Employee signature : \_\_\_\_\_

Signature of person responsible for follow-up : \_\_\_\_\_

**TGCC** collects and processes your personal data in order to ensure the administrative management of your file (payroll, career management). To enable TGCC to meet its legal obligations, this data may be transmitted to social security bodies (CNSS, CIMR, etc.), tax authorities and insurance companies.

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## APPENDIX 3

### EMPLOYEE COMMITMENT

This Code of Business Conduct and Ethics is a commitment by all TGCC employees. It sets out the ethical principles and rules of conduct to be followed to ensure exemplary professional behavior.

Its aim is to ensure that the Group's activities are conducted ethically, responsibly and in compliance with applicable laws and regulations.

By signing this charter, each employee acknowledges having read, understood and accepted the principles and rules set out in this Code.

First and last name :

Employee number :

Title :

Assignment

- I hereby certify that I have received the TGCC Group's Code of Business Conduct and Ethics, have read all of its provisions and understand my role in its implementation.
- I certify that I had acted in accordance with this Code of Business Conduct and Ethics applicable to TGCC employees, since the last date of my signature of this undertaking <sup>(1)</sup> and I undertake to continue to respect its terms in letter and spirit.
- I undertake to promote the Group's ethical culture in accordance with the provisions laid down in this Code.

Signature of employee : \_\_\_\_\_

<sup>(1)</sup> This part of the commitment does not apply to new recruits.

TGCC collects and processes your personal data in order to ensure the administrative management of your file (payroll, career management). To enable TGCC to meet its legal obligations, this data may be transmitted to social security bodies (CNSS, CIMR, etc.), tax authorities and insurance companies.

Authorization for this processing has been requested from the CNDP under number **A-RH-763/2022**.

The contractor may contact **TGCC** - 04, Rue Al Imam Mouslim - Oasis - Casablanca, or by e-mail at the following address **info.rh@tgcc.ma** to exercise his rights of access, rectification and opposition in accordance with the provisions of Law **09-08**.





[www.tgcc.ma](http://www.tgcc.ma)

4 Rue Al Imam Mouslim Oasis, Casablanca