

Principles of action

Ethics / Human rights / Governance

Ethics and the fight against corruption

Challenges / vision / beliefs

- Orange is committed to conducting its affairs within an ethical business environment.
- The ambitions of the Essentials2020 plan, especially in terms of international growth, launching mobile financial services and developing the Internet of Things, make Orange's requirements in terms of ethics, the fight against corruption and compliance, combined with responsible and transparent governance, all the more urgent.
- Orange's ambition is to boost the trust of all of its stakeholders, first and foremost its employees, customers, suppliers, partners and shareholders.
- When the "Sapin II" Act was passed in December 2016, it offered an opportunity to review our ethics and corruption programme in 2017 to make sure we were compliant.

Roadmap

Adopted in 2003 and updated in 2012, the Code of Ethics sets out principles for how the Group should behave (respect, integrity, team spirit, quality of services and protection of the environment) with strong values: fighting corruption and promoting human rights and freedom of expression. It is supplemented by a brochure describing the Group's anti-corruption policy, which was revised in 2017. The Group's approach to corruption is approved by the Group Ethics Committee: it is available at Orange.com, in the Group/Governance section. It is also available to Group staff on the Orange intranet.

The Orange Group anti-corruption policy serves as a "code of conduct" within the meaning of article 17 of the law on transparency, the fight against corruption the modernisation of economic life (the "Sapin II" Act); the new 2017 version is gradually being integrated into the various company rules and regulations after consultation of the representative bodies concerned, making it binding upon employees and enabling the company to punish any breaches.

It was released internally and externally at the 5th annual Group Ethics and Compliance Day in November 2017.

The prevention programme put in place at Group level has a number of strands:

- corruption risk analyses are carried out to improve targeting of the actions to be taken.
- a customer, partner and intermediary "fraud and compliance" due diligence methodology has been drawn up and is gradually being rolled out Group-wide;
- a "compliance clause" concerning observance of anti-corruption laws and international sanctions/embargo programmes is gradually being incorporated into all contracts with suppliers and partners;

- management must approve any gifts and invitations which exceed set limits, which employees must declare. Dedicated applications are gradually being rolled out to track these declarations and approvals;
- the corruption prevention training programme and associated materials (e-learning and classroom) have been expanded and reviewed;
- an internal Group whistleblowing system was implemented in the early 2000s. It sets out how company whistleblowers will be protected against any sanction or punitive measure and stipulates the confidentiality of information sent, including the identity of the whistleblower;
- an annual self-assessment questionnaire, compliance reviews to approve entities' self-assessments, accounting checks and an audit programme make up the checks and balances in the Group's corruption prevention programme.

Fiscal transparency: our ambition is to carry out our activities in compliance with the laws of the countries where the Group operates and with the OECD's Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations.

- Our fiscal practices are regularly assessed and audited.
- The Group's fiscal ethics charter states that tax specialists may propose the tax options that are the most favourable, in the knowledge that these proposals must be based on an honest, professional, and objective analysis that is in full compliance with the law.
- We publish a statement of taxes paid in the countries where we operate.

A commitment backed by top management

Orange's Board of Directors makes decisions on the Group's major strategic, economic, social, financial and technological positioning, monitoring their implementation by management through the Audit Committee, the Innovation and Technology Committee and the Governance and Corporate Social and Environmental Responsibility Committee (CGRSE). Once a year, the CGRSE examines the Ethics Committee's report (the Group's ethics approach and conformity programmes).

News / achievements in 2017

- Review of the ethics programme to check compliance with the Sapin II Act:
 - creation of a code of conduct, in the form of an update of the Orange Group anti-corruption policy;
 - the formal adoption of the "reporting process" as part of the Group whistleblowing policy, and its communication to the entire Group;
 - continuing training in these risks, assessment procedures and checks;
- The fight against corruption:
 - drafting of a corruption risk map and a document to help analyse corruption risks with a view to supporting relevant countries and entities to better identify risks and implement action plans to manage these risks;
 - new version of our anti-corruption policy gradually integrated into the various rules and regulations of Group entities.



Thematic data sheets

Corporate Social Responsibility

- continued deployment of the managers' tools for declaring and approving any excesses regarding invitation, meal, and gift thresholds.
- reinforcement of the audit programme for the prevention of corruption, update and deployment of the self-assessment questionnaire for the entities. Continuation of the "compliance reviews" to validate the self-assessments and pursue the related audits programme.
- highlight: the 5th Ethics and Compliance Day which was held for the whole Group in November 2017.

Going further

- [Code of Ethics](#) (pdf)
- [Tax transparency report - 2017 data](#) (pdf)
- [Anti-corruption policy](#) (pdf)