

ANTI-CORRUPTION CODE OF CONDUCT

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FOREWORD

The LACOSTE Group (hereinafter "LACOSTE") is committed to complying with business ethics laws and standards in the conduct of its activities, as pointed out in the "Fair Play Every Day" Code of Conduct.

Ethics is the responsibility of all LACOSTE employees and is reflected in their interactions with one another and also with third parties (*including customers, business partners, suppliers, service providers and shareholders*).

Corruption is a criminal offence that is severely penalised in most countries around the world, whether through national legislation, international agreements or extraterritorial laws, such as the USA's *Foreign Corrupt Practices Act (FCPA)*, the UK's *Bribery Act (UKBA)* and France's Penal Code.

In recent years, one has seen the **strengthening anti-corruption laws**, many criminal proceedings on both a national and international scale and the increase of powers among supervisory authorities to investigate and prosecute offences.

French lawmakers have considerably reinforced the country's anti-corruption legislation. Large organisations and all their subsidiaries are legally required to take measures to prevent and detect corruption under the watchful eye of an agency with the authority to investigate and impose sanctions.

All forms of corruption distort the rules of the game.

LACOSTE rejects all forms of corruption and complies with applicable anti-corruption laws.

The principles guiding our actions and behaviour **build on LACOSTE's commitments** to uphold and promote fundamental principles, especially the Ten Principles of the UN Global Compact.

This Code of Conduct draws strength from the principles championed in the **Fair Play Every Day Code of Conduct** and aims to establish the **LACOSTE reference framework for preventing and combating corruption** through behavioural standards that minimise the risks while serving as a guide on how to recognise and mitigate risks.

It applies to all **LACOSTE employees**, irrespective of their workplace.

This Anti-Corruption Code of Conduct cannot address and take account of every situation and every applicable law where LACOSTE performs its activities.

Therefore, all employees need to understand the spirit embodied by this Code and use common sense, exercise caution and demonstrate transparency when dealing with a situation that has not been specifically covered by this Anti-Corruption Code of Conduct.

In some countries, a more stringent set of regulations may apply and, if applicable, take precedence over this Anti-Corruption Code of Conduct.

1. WHAT ARE WE TALKING ABOUT?

Corruption is defined as an act by which a person performing a specified public or private function solicits/proposes (active corruption) or accepts (passive corruption) a gift, an offer or a promise for the purpose of directly or indirectly expediting, delaying or preventing any act as part of their duties.

The corruption of both public officials and private agents is prohibited.

Corruption, as defined in this Anti-Corruption Code of Conduct, includes bribes, facilitating payments, extortion, solicitation and money-laundering of proceeds from corruption offences.

Influence peddling is the practice of directly or indirectly proposing or promising payments or any advantages whatsoever to a public official or private agent, so that said official or agent will misuse their actual or assumed influence to obtain a favourable decision or treatment from an authority or governmental service.

Any person holding any kind of governmental, legislative, judicial or political office whatsoever (including but not limited to customs authorities, central banks, and so on) may be considered to be a **public official**.

2. RESPONSIBILITIES

The implementation of this Anti-Corruption Code of Conduct is coordinated by the **LACOSTE Legal Department**.

LACOSTE directors and corporate officers must embody and inspire a culture of integrity. Their conduct in front of employees must be exemplary.

Irrespective of the commercial or financial interests involved, all directors and corporate officers shall ensure that LACOSTE resources and goods are not used for corruption.

Therefore, subsidiary CEOs are responsible and accountable for implementing this Anti-Corruption Code of Conduct within their area of responsibility.

All people with a managerial role shall disseminate this Anti-Corruption Code of Conduct among their team, ensure that team members understand and apply the Code, and provide employees with the necessary resources to achieve their objectives in a perfectly ethical manner.

All managers shall lead by example when enforcing this Anti-Corruption Code of Conduct and must also be attentive to any situations facing their employees where a specific stance is required from the Group. If necessary, they shall escalate such matters up the chain of command.

All employees must be familiar with this Anti-Corruption Code of Conduct and uphold its principles when performing their everyday duties. In particular, they must be sufficiently aware of the legal rules and obligations that apply to their professional activities and abide by those rules and obligations in good faith. All employees must also understand and be aware of the risks, be capable of identifying the warning signs and draw the necessary conclusions as regards the need to share information before taking action.

Everyone is encouraged to consciously report any situations that seemingly infringe these principles without any fear of reprisals (see Section 12 hereinafter).

3. GENERAL PRINCIPLES

Everyone must refrain from performing any acts of corruption or influence peddling.

Employees must never offer or promise, whether directly or through intermediaries, an illicit benefit to any third parties whatsoever.

Similarly, employees must not accept such benefits in exchange for granting special treatment to a third party. Therefore, all employees shall refuse the offer or promise of any financial or other benefits aimed at influencing or affecting their independent judgement and decision-making.

Furthermore, employees must abstain from any behaviour likely to generate suspicions of corruption.

The granting of improper benefits with the aim of influencing a third party's decision may not only result in criminal charges, but also constitute a violation of the employee's duty of loyalty.

An improper advantage may consist of any element of value that aims to favour the beneficiary (e.g. proposal of a contract of employment or a service contract to a friend or relative).

Employees must immediately report any attempts to corrupt a public official or private agent to management and the Legal Department.

For any questions or if in doubt, anyone can contact the Legal Department.

4. GIFTS AND INVITATIONS

The game must be played in accordance with the rules of each competition, and may the best person win.

Business decisions cannot be based on inappropriate or unethical criteria.

LACOSTE deliberately limits the number and value of the gifts and invitations offered to or received by its employees.

For this reason, it is not recommended for LACOSTE employees and members of their immediate families to offer, seek out or receive gifts or invitations from people maintaining or seeking commercial relations with LACOSTE.

If commercial circumstances require an exchange of gifts or invitations, it is important to use common sense to ensure that they do not influence your decisions in any way.

Any gifts or invitations received or offered must be reasonable and occasional in nature, aim only at promoting LACOSTE's activities, allow reciprocity and be in accordance with all applicable legislation.

In general, employees are forbidden from offering or receiving the following gifts and invitations:

- Gifts whose value exceeds €50 (or equivalent)

- Invitations to non-professional activities that exceed a value of €100 (or equivalent)
- Cash gifts or equivalent (gift certificates)
- Invitations that violate the other rules of this Code

Employees must always inform management of any gifts or invitations received from or offered by a third party. Authorisation must also be obtained from management for any gifts or invitations made or offered to a third party.

Any derogation from the rules above must be formally approved by the Executive Committee member to whom the applicant reports or, in case of a subsidiary, by the subsidiary's CEO.

Gifts and invitations during a listing process or invitation to tender are strictly forbidden, irrespective of their amounts.

If in doubt, employees are invited to contact management.

5. CONFLICTS OF INTEREST

All employees must avoid getting themselves into a situation where their personal interests could conflict with LACOSTE's interests or impair their independent judgement or professional integrity.

The simple occurrence of a conflict of interest could affect how third parties view your professional integrity and thereby harm LACOSTE's image or reputation.

All employees are required to personally assess whether their situation is likely to generate a conflict of interest.

For example, if a service provider who negotiates or performs services for an employee subsequently offers to hire one of the employee's friends or family members, the employee concerned will be in a conflict of interest that could lead to an act of corruption.

When employees are confronted with the risk of a conflict of interest, they must demonstrate transparency by:

- Immediately reporting any potential conflict of interest to management
- Abstaining from any interference in the relationship between LACOSTE and the third party concerned until such time as a solution has been found
- Respecting and implementing any decision taken to manage any conflicts of interest
- Providing notice of any significant change in situation

6. RELATIONSHIPS WITH PUBLIC OFFICIALS

No advantage of any kind whatsoever must be offered or granted to a public official with the aim of influencing said official to take a favourable decision.

For example, you must not grant any advantages (financial or otherwise) to public officials in an attempt to avoid inspection, influence the conclusions of an inspection or avoid a penalty.

Facilitating payments that could secure or accelerate formalities and applications with governmental services (*permits, licenses, visas, customs clearance, etc.*) are strictly forbidden, irrespective of the value.

This rule applies even if local laws allow for such types of payment.

Using a third party to act as an intermediary with public officials will only be permitted if there is a legitimate need to call on this party's services and if its mission is formally defined in a written document specifying the purpose, the duration and a clear set of objectives. In addition, employees must comply with LACOSTE's procurement procedures, especially the rules that apply to invitations to tender.

7. PARTICIPATION IN PUBLIC LIFE

LACOSTE is determined to maintain a politically neutral attitude and avoid any financial involvement in political life.

In particular, all employees shall abstain from engaging LACOSTE or any one of its entities, whether morally or financially, with their political or community activities.

Any employees, whose political or elective activities require them to take part in the decisions of a government or a public or local authority, shall take no part in a decision affecting LACOSTE or any one of its entities (e.g. *the decision to grant a permit, authorisation or contract*).

8. CORPORATE SPONSORSHIP

LACOSTE sponsors sports, social and cultural activities and events, and also champions solidarity and patronage actions by supporting humanitarian, charity, scientific and artistic works and initiatives.

Any charitable or sponsorship actions aimed at encouraging or rewarding inappropriate behaviour may be construed as an act of corruption.

Corporate sponsorship must never be used to reward or to be rewarded for an unethical act.

The employees concerned must ensure that all actions relating to sponsorship, solidarity and patronage activities:

- Clearly respond to the defined objectives
- Comply with applicable legislation and LACOSTE's internal rules and regulations
- Do not create a conflict of interest
- Play a role in increasing LACOSTE's brand awareness

In accordance with LACOSTE's applicable rules at any given time, an assessment must be carried out prior to any commitment in order to determine the relevance and integrity of the organisation and its representatives or of the beneficiary by taking account of their reputation, their technical and financial references, the absence of any convictions and the professionalism of their contact people.

The drawing-up of an agreement allows the setting, for a determined period, of each party's obligations, while specifying the financial resources allocated and the terms for assessing the quality of all actions carried out.

Checks must also be conducted after the sponsorship action to determine how the financial resources or gifts were actually used.

9. RELIABLE, FAITHFUL AND TRANSPARENT FINANCIAL INFORMATION

LACOSTE is committed to providing reliable and faithful financial information to its stakeholders, especially its shareholders.

To avoid corruption, it is important that all transactions be transparent, fully documented and recorded in accounts that provide an accurate reflection of their true nature.

It is strictly forbidden to use LACOSTE's funds or other assets for illegal or inappropriate purposes, as well as holding slush or unregistered cash funds.

Incorrect, incomplete or misleading accounting entries or unregistered bank accounts are strictly forbidden.

Parallel accounts must not be held to facilitate or conceal inappropriate payments.

No transactions, assets, liabilities or any other financial information must be concealed from LACOSTE's senior management or internal and external auditors.

All accounts, invoices and other documents and archives relating to transactions with third parties, particularly suppliers, service providers and other business contacts, must be established in all honesty and retained with the utmost care.

It is strictly forbidden to use expense accounts to cover acts or payments that are illegal or generally unethical.

All transactions must be performed and approved by the relevant managers in accordance with internal control procedures and rules.

10. RECOGNISING CORRUPTION: WHAT SHOULD RING THE ALARM BELL?

There are many situations other than direct solicitation that constitute an act of corruption.

Identifying the warning signs can help avoid any ambiguous situations and especially take the appropriate measures.

An example of the potential warning signs are as follows:

- Abnormally high fees, costs, remuneration or commission
- Repetitive and/or disproportionate hospitality (leisure, dinners and travel)
- Reluctance to formalise the relationship in a contract
- A specific intermediary is required or recommended by a public or private stakeholder
- An apparent lack of qualifications or experience for the mission
- A promise to deliver unusually fast result

11. HOW TO GUARD AGAINST CORRUPTION?

- Understand and strictly observe LACOSTE's internal rules and regulations, especially those relating to your job.
- Lead by example when upholding the principles of the "Fair Play Every Day" Code of Conduct and Anti-Corruption Code of Conduct, and when listening to your employees and/or your colleagues.
- Apply the internal procedures when running background checks on partners and providers before establishing a relationship and subsequently throughout the relationship (such as gathering and analysing information about the company's shareholders, its reputation and the reputation of its directors, and its financial status).
- Promote the company's anti-corruption strategy.

12. HOW TO REACT IN A COMPLEX AND/OR TRICKY SITUATION

If you are unsure about the appropriate course of action in response to a given situation, you should never take a decision on your own, without due reflection or under pressure.

Before taking action, take the time to think and ask the right questions, use your common sense and exercise caution:

- Is it legal? Is it honest?
- Does it conform to LACOSTE's values and the principles of this Code of Conduct and the "Fair Play Every Day" Code of Conduct?
- Do I feel in agreement with the decision?
- Am I aware that my decision may involve other people within LACOSTE?
- What would my colleagues think? What about my friends and family?
- What would happen if it was picked up by the media and/or social media?

If you know that an action is illegal or unethical, avoid doing it and refuse to take part!

All employees are invited to report any practices or actions that they believe are contrary to or incompatible with any one of the specified principles:

- To management
- To the Legal Department or Human Resources Department

LACOSTE has designated a compliance officer and defined a procedure for gathering and addressing reported infractions.

If LACOSTE employees become aware of any behaviour that is likely to indicate an act of corruption or influence peddling and/or an infringement of the principles of this Anti-Corruption Code of Conduct, they are encouraged to report the incident according to the terms hereinafter.

Whistleblowers wishing to report an ethical issue can contact the compliance officer via the dedicated platform wishing available at : <https://lacoste.signalement.net/entreprises>.

Information confidentiality is guaranteed throughout the whistleblowing process.

Employees will not be demoted, penalised or subject to other negative consequences for refusing to pay or receive a bribe, even if such refusal may result in a lost opportunity for LACOSTE.

Employees will not be penalised if they report an infringement of these principles in good faith.

All employees must avoid spreading misinformation that could harm their colleagues or the company.

Anonymous alerts are discouraged, insofar as they may be difficult or even impossible to address. Therefore, anonymous alerts are only addressed where the factual elements provided are sufficiently detailed to allow for an investigation.

Any employees misusing the whistleblowing procedure may be subject to disciplinary action and/or legal proceedings.

If in doubt or in case of difficulties in assessing, understanding or applying this Anti-Corruption Code of Conduct, management or the Legal Department must be consulted. Their opinion or decision must be abided by.

13. CONSEQUENCES OF FAILURE TO COMPLY WITH THIS ANTI-CORRUPTION CODE OF CONDUCT

Any employees or third parties infringing applicable anti-corruption laws may personally face severe criminal or civil penalties, including a prison sentence and considerable fines, which will not be covered by LACOSTE.

For example (according to French law):

- If you are found guilty of influence peddling or corrupting a national public official (*Section 432-11 and 433-1 of France's Penal Code*) or a foreign public official (*Section 435-1 and 435-3 of France's Penal Code*), you may face a prison sentence of up to 10 years and a fine of up

to €1,000,000. The fine may be increased to twice the amount of the proceeds from the offence.

- If you are found guilty of corrupting a private agent, you may face a prison sentence of up to five years and a fine of up to €500,000. The fine may be increased to twice the amount of the proceeds from the offence (Section 445-1 and 2 of France's Penal Code).
- The maximum fine that may be awarded against companies is equal to five times the fine amount for natural persons in pursuance of the law punishing the offence (Section 131-38 of France's Penal Code).

Any failure to comply with this Anti-Corruption Code of Conduct or any procedures to enforce this Code of Conduct will be considered to be a breach of the contract of employment.

Any employees infringing the principles specified in this Anti-Corruption Code of Conduct or behaving in an inappropriate manner may face disciplinary action that could result in the termination of their contract of employment.