



BUSINESS CODE OF CONDUCT

October 2021



content

03 INTRODUCTION TO THE CODE

- Applicability of the Code
- Implementation and Code enforcement
- Consequences of a Code violation

05 LEGAL COMPLIANCE

- Labour protection
- Environmental compliance
- Government customers
- Unfair competition
- Export control
- Anti-Bribery
- Cyber Security

07 BUSINESS ETHICS

- Complete and truthful materials
- Falsified revenue
- Lawful acquisition and use of competitor information
- Unauthorized commitments
- Subject to Huawei audits
- Marketing communication and advertising media
- Defamation
- Compliance with Huawei's Partner policies
- Intellectual Property Rights and Confidentiality
- Bribing Huawei employees
- Conflict of interest

09 SUBMITTING QUESTIONS OR REPORTING VIOLATIONS

INTRODUCTION FROM PRESIDENT

Dear Business Partners,

Huawei Technologies, worldwide, abides by ethical business practices and operates with integrity. A worldwide program is in place to ensure transparent procurement, transparent sales, and oppose bribery and corruption. In addition, Huawei Technologies advocate fair competition and obey antidumping and antitrust laws and regulations in order to participate to a harmonious business ecosystem.

Huawei recognizes that bribery and influence peddling have a detrimental effect on society by undermining legal systems, damaging social and economic development and hindering free and fair competition. Huawei is committed to carry out its business in an honest and ethical manner, which is reflected within our Core Values that form the foundation of Huawei.

Huawei has a “zero-tolerance” policy as regards bribery and influence peddling. Huawei will comply in all respects with all applicable Anti-bribery and influence peddling laws and regulations in each of the countries in which Huawei trades, operates or has any other activity. The “Sapin II” law of December 9, 2016 introduced an obligation to put in place measures to prevent and detect cases of bribery and influence peddling, both in France and abroad. It is applicable to Huawei.

In compliance with such law, we have put in place an Anti-Bribery and influence peddling Code which purpose is to set out the responsibilities of each Huawei employee, officer or director, in observing and upholding Huawei’s position on bribery and influence peddling, and, more specifically which provides standards so that our employees, officers and directors, wherever they are located, can prevent our Company from being involved, both in France and abroad, in any bribery and influence peddling practice and, as the case may be ; and report both in France and abroad, any bribery and influence peddling practice.

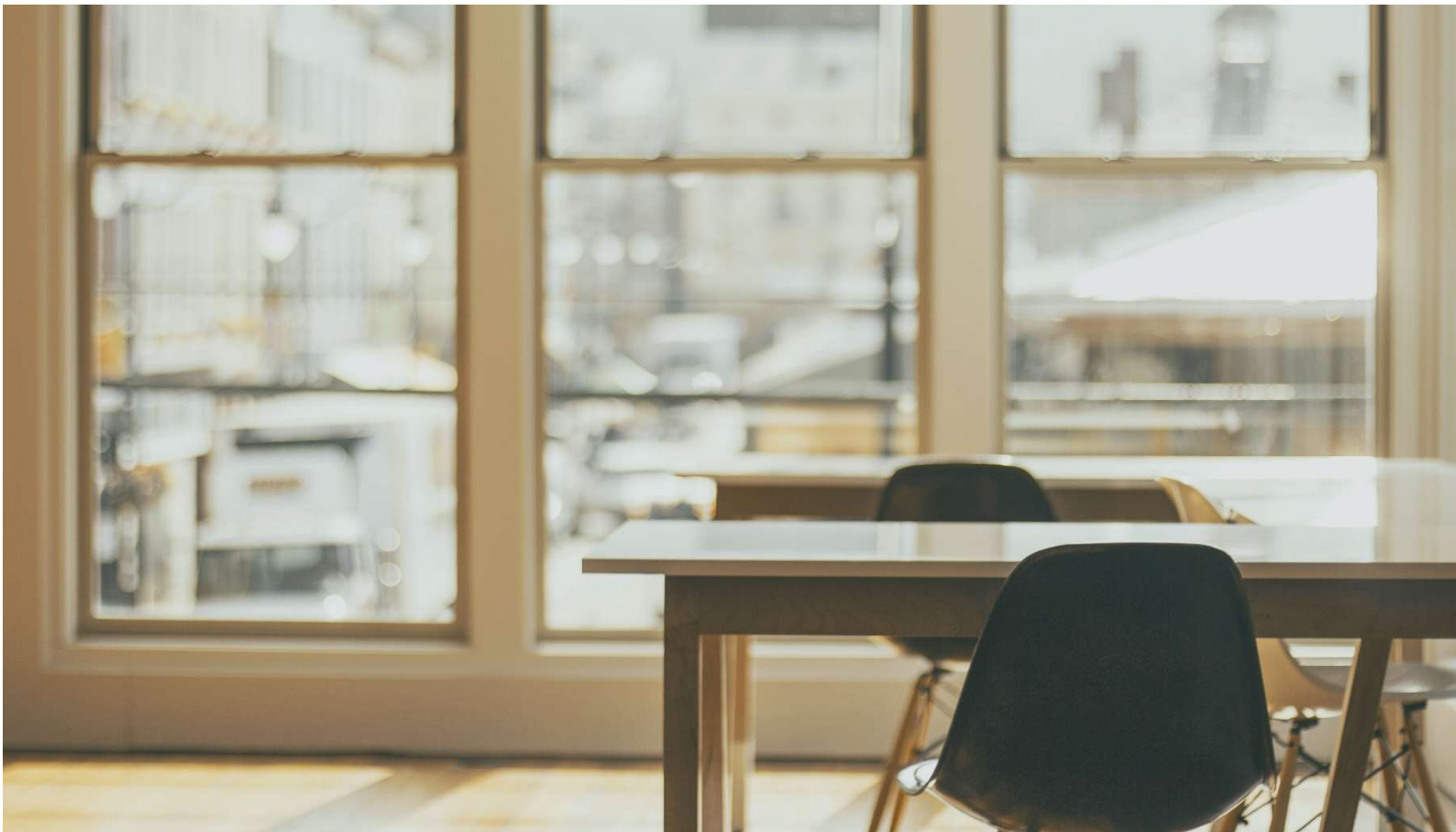
The purpose of this Business Code of Conduct also is to set out the responsibilities of each and every person performing work for or on behalf of Huawei, in observing and upholding Huawei’s position on bribery and influence peddling.

Therefore, as Huawei needs to ensure it conducts business only with reputable individuals and entities that are involved in legitimate business activities and whose funds are derived from legitimate resources, Huawei will undertake due diligence on suppliers, customers, consultants, agents and any other kind of partners to ensure they are suitable to do collaborate with and do not commit or attempt to commit any illegal actions on their own or Huawei’s behalf, including engaging in any form of bribery and corruption.

Sincerely,



**HUAWEI IS STRONGLY
COMMITTED TO THE
RESPECT OF BUSINESS
INTEGRITY WITH ALL
ITS PARTNERS.**



This Code of Conduct for Partners of HUAWEI TECHNOLOGIES FRANCE S.A.S.U. (respectively "Code of Conduct" or "Code" and "Huawei France") is released to promote and ensure the absolute integrity of Huawei France's business dealings with its Partners. It is intended to establish clear compliance standards and ethical principles to be obeyed by all Partners of Huawei France.

APPLICABILITY OF THE CODE

This Code of Conduct applies to all Huawei Partners and their employees, temporary workers, agents, subcontractors, and similar individuals or entities.

Huawei Partners ("**Partners**") shall refer to any Client or individual, company, enterprise, partnership, association, foundation, trust or other entity acting or retained to act on behalf of or for the benefit of Huawei, including, without limitation, R&D partners, sales agents, Temporary Workers company, consultants, business finders, distributors, partners of joint-ventures, or joint-ventures which are not controlled by Huawei within the meaning of article L. 233-3 of the French Commercial Code.

Huawei expects all our Partners to be familiar with and comply with applicable laws and regulations and demonstrate high standards of business ethics.



Update of the code

Huawei will post this Code of Conduct on Huawei's official website. Huawei reserves the right to supplement and change this Code of Conduct at any time.

Partners are expected to monitor the website regularly for changes to this Code of Conduct.

Date of last update:
26/03/2021

IMPLEMENTATION AND CODE ENFORCEMENT

- **Establishing a compliance system**

As requested by local applicable Compliance regulation, Huawei is obliged to control that a proper compliance system is managed within its partners, in order to ensure compliance along the subcontracting chain.

Therefore, Huawei requests all its Partners to establish their own internal compliance management system to ensure compliance with all applicable laws and regulations, including without limitation, not only control to avoid corporate criminal liability, but also to ensure proper compliance with such laws and regulations related to fair competition, sanction, export control, and alignment with Huawei's policies. Having such Compliance System is mandatory and Huawei shall be able to audit this System from time to time.

- **Communicating Huawei's principles**

Partners shall make this Code of Conduct available to their respective Partners or develop an equivalent document with standards not lower than those contained in this Code of Conduct.

- **Strict employee management**

Partners must strictly manage the conduct of their employees, ensure employees abide by their own business conduct guidelines, and require their employees to abide by this Code of Conduct.

CONSEQUENCES OF A CODE VIOLATION



Any violation of this Code of Conduct may result either in:

- **in reduced incentives to which Partners are entitled, or**
- **the immediate termination of the business relationship with Huawei.**

In addition, Huawei reserves the right to request Partners to indemnify all losses caused to Huawei due to their violation of this Code of Conduct.

Partners must comply with applicable laws and regulations in force in their place of incorporation and the places in which they operate as well as any applicable international laws and rules. Partners are expected to ensure cooperation with Huawei will not be negatively affected due to legal compliance problems.

LABOR PROTECTION

Partners must provide their employees with a healthy work environment where they are treated with dignity and fairness and ensure that their employees are free from discrimination or harassment for any reason whatsoever, including skin colour, ethnicity, age, gender, sexual orientation, religion, or political affiliation.

ENVIRONMENTAL COMPLIANCE

Partners must conduct their operations in an environmentally responsible business manner and in strict compliance with applicable environmental laws and standards.

GOVERNMENT CUSTOMER

Partners must comply with all applicable procurement laws when conducting business with governments, public institutions, state-owned enterprises, governmental departments, quasi-governmental bodies or local authorities where such additional bidding or procurement regulations apply.

UNFAIR COMPETITION

Partners shall not monopolize the market or engage in any unfair competition practices individually or in collusion with others. Typical examples of this conduct include but are not limited to practices that damage the rights and interests of end users: (i) dividing markets through agreement or collusion; (ii) fixing resale prices; (iii) coordinating in competing bids; (iv) requiring purchase of tie-in products; or (v) abusing a dominant position in the market.

EXPORT CONTROL

Partners shall strictly abide by:

- the applicable laws, regulations, and resolutions regarding export control of the countries in which they operate;
- (any applicable export control laws such as the laws of France, Europe, or United States; and
- any further export control obligations Huawei communicates to a Partner from time to time whether set out in Partners contract or otherwise.

CYBERSECURITY

Partners shall strictly abide by all applicable laws and regulations regarding cyber security, data protection and money laundering of the countries/provinces/states in which they operate and shall not infringe the freedom of communication and privacy of end users.

ANTI-BRIBERY

Partners shall not offer, make or receive any form of business bribe in order to win or retain business or seek to influence a business decision inappropriately. This shall include offering or providing any gift or hospitality which is excessive or inappropriate in nature for the purpose of obtaining any improper advantage or illicit benefit.

As a general principle, we discourage staff from accepting Gifts or Hospitality from a Business Partner.

Notwithstanding this, Huawei recognizes that the occasional acceptance or offer of modest gifts and hospitality may be a legitimate contribution to good business relationships. However, it is important that gifts or hospitality shall be suitable for the conduct of normal business relationships and shall never influence business decision-making processes, or cause others to perceive as an influence.

The prohibitions against accepting or paying advantages and the avoidance of conflicts of interest should always be taken into consideration.

As a reference, offering to any Huawei France staff any gift over 100 euros market value shall be considered as excessive ; this amount is limited to 25 euros as to staff from Procurement department.



Partners must comply with applicable laws and regulations in force in their place of incorporation and the places in which they operate as well as any applicable international laws and rules. Partners are expected to ensure cooperation with Huawei will not be negatively affected due to legal compliance problems.

COMPLETE AND TRUTHFUL MATERIALS

Partners must ensure that all materials they provide to Huawei are truthful, factual, legitimate, and valid and that full authorization has been obtained from third parties if the materials contain any confidential information related to a third-party. Partners must also acknowledge that all information they provide to Huawei, including but not limited to purchase orders, sales reports, special price applications, rebates, payment applications, and changes to important company information, are truthful, accurate, and complete.

UNAUTHORIZED COMMITMENTS

Partners shall not make commitments to end users or any third party on matters in which they have not been authorized in writing by a Huawei employee with such express authority to do so.

Any losses incurred by Huawei from a Partner's unauthorized commitment or its failure to reject the unauthorized commitment of Huawei employees (i.e. those Huawei employees not expressly authorized to make such a commitment) shall be fully borne by the Partner on a full indemnity basis and Huawei shall not be obligated to any contractual commitments to Partner arising from such actions.

FALSIFIED REVENUE

Partners are not allowed to assist Huawei employees in recognizing falsified revenue, recognizing revenue in advance, or intentionally delaying revenue recognition by such means as creating fraudulent projects, inflating customer requirements, signing multiple contracts for the same project, or providing fraudulent receipts or acceptance reports, neither are Partners allowed to forge/falsify stamps, official documents, or correspondences of Huawei in any form.

SUBJECT TO HUAWEI AUDITS

Partners shall not cover up any information that may compromise Huawei's interests. To ensure compliance with this Code of Conduct, Partners shall be subject to reasonable audits from Huawei or third parties on its behalf.

LAWFUL ACQUISITION AND USE OF COMPETITOR INFORMATION

Partners are prohibited from using any illegal or unethical means to acquire and use trade secrets or other confidential information of others, including but not limited to improper solicitation or receipt of confidential information from customers, a competitor's employee, or any other party, whether or not such information is owned by the competitor or the third party.

MARKETING COMMUNICATION AND ADVERTISING MEDIA

In the course of marketing communication, Partners shall not make false/misleading statements or exaggerate product performance. Without prior permission from Huawei, Partners shall not disclose information regarding their projects in cooperation with Huawei to the media. During external business interactions, Partners shall not make any false or misleading statements to any party.

DEFAMATION

Partners must operate with integrity and shall not defame or disparage Huawei or its competitors. Partners are prohibited from making false or misleading statements regarding competitors or their products and services.

COMPLIANCE WITH HUAWEI'S PARTNER POLICIES

To the extent permissible by local law, Partners must strictly abide by Huawei's Partner policies, including but not limited to policies and regulations on Partner management, Partner incentives, and supply paths. They must also recognize Huawei's exclusive right to develop and interpret the said policies and regulations.

INTELLECTUAL PROPERTY RIGHTS AND CONFIDENTIALITY

Partners shall respect Huawei's intellectual property rights. Without prior permission, Partners shall not disclose any confidential information they have access to during their dealings with Huawei nor use any Huawei intellectual property except in accordance with any applicable license granted by Huawei.

BRIBING HUAWEI EMPLOYEES

As referred in Section 2 of this document, Partners are not allowed to bribe or transfer illicit benefits to any Huawei employee in any forms whatsoever, including but not limited to cash, negotiable securities, and payment vouchers, in an attempt to obtain illicit benefits or maintain cooperation with Huawei.

In addition, Partners are not allowed to give inappropriate gifts and/or etiquette to Huawei employees that far exceed the propriety of the situation, or any other conduct that could be construed as inappropriate conduct.

Whether the entertainment or gifts are appropriate business etiquette or not shall be determined by Huawei according to applicable law and Huawei's internal anti-bribery policies.

Various factors shall be taken into consideration, such as being involved or not in any bidding process when being offered the gift or hospitality.

CONFLICT OF INTEREST

Partners shall not allow those who currently work at Huawei or their family members to have a stake in their company. In the event that a Huawei employee or his/her immediate family member(s) works for a Partner, or acts as an employee, consultant, board member, executive, or shareholder of the Partner, the Partner shall report such situations to Huawei immediately.



SUBMITTING QUESTIONS OR REPORTING VIOLATIONS



Huawei expects its Partners' support in the building of trust and integrity in the course of their business relationship.

Hence Huawei has implemented a complaint channel for any report of bribes or attempts to bribes, potential situation of conflict of interest, etc.

Any Partner who has a reasonable belief of:

- the existence of facts that may lead to serious risks for Huawei relating to a crime or offense;
- a serious and manifest breach of an international commitment duly ratified or approved by France or of an unilateral act of an international organization adopted on the basis of such commitment;
- a serious breach of a law or regulation;
- a serious threat or harm to the public interest, of which the Staff member has had personal knowledge ; or
- the existence of conduct or situations contrary to the Business Code of Conduct, concerning acts of bribery or influence peddling;

should disclose the matter confidentially to Huawei via the following channel:

Alerte Ethique Huawei
Huawei Technologies France
18 Quai du point du jour
92100 Boulogne-Billancourt
E-mail : alertehuaweifrance@huawei.com

If the matter is more serious or if you feel your concern has not been addressed, or if you prefer not to raise it with them for any reason, you should contact the President



Your protection

The whistleblowing system implemented by Huawei is optional. Huawei will ensure that no whistle-blower is subject to any detriment or less favourable treatment for refusing to engage in or reporting in good faith any actual or suspected questionable conduct.

According to the French Data Protection Act ("Loi Informatique et libertés" n° 78-17 dated January 6, 1978) each whistle-blower has a right of access to and rectification of his/her personal data and may also oppose, for legitimate reasons,

