

GUIDELINES

# GROUP PURCHASING POLICY



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# MESSAGE FROM THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER



Since purchasing accounts for over half of our global revenue, it represents a strategic challenge and a crucial source of performance for the Group. Purchasing processes must always seek to optimise costs, secure supplies and manage risks effectively, while building long-lasting relationships with our partners.

Whatever the type of purchase, whether products, services or subcontracting, there is a lot more to purchasing than its economic aspects. Purchasing is an integral part of our all-round performance policy, since it plays a major role in applying our principles and achieving our Group-wide commitments to drive our environmental and social policy, protect human rights, and uphold the rules of ethical conduct and fair competition, such as defined in our Manifesto, our *Code of Ethics and Conduct*, and our *Anti-Corruption Code of Conduct*.

Purchasing also has an influence on our reputation and our image at a time when companies and especially large organisations like VINCI need to show exemplary conduct at every stage in the value chain of their business lines.

In response to growing pressure from our customers, shareholders, employees and all our stakeholders to improve our performance in these particular areas, we needed to establish a set of core principles and best practices to guide the Group's purchases.

These principles are intended to apply to all our entities around the world by aligning their practical implementation with the local cultures and regulations, as well as the latest trends shaping the markets.

You are responsible for making sure that these principles are effectively reflected in our purchasing practices.

Therefore, I am counting on you to cascade these guidelines to your teams and incorporate their principles into your processes. Your rigorous approach and strong involvement are key to protecting our Group and safeguarding its reputation.

**Xavier Huillard,**  
Chairman and Chief Executive Officer of VINCI



VINCI has a duty to help the stakeholders in its ecosystem continually improve their conduct.



# ALL-ROUND PERFORMANCE DRIVING THE GROUP'S VALUE CHAIN

## Why the need for these purchasing guidelines?

Because VINCI's all-round performance is not restricted to the performance of the Group's individual entities, but encompasses all the companies involved in performing its works and services.

Purchasing is a crucial source of performance for the Group. It is understood that purchasing processes must always seek to optimise costs, secure supplies and manage risks effectively, while building long-lasting relationships with strategic partners.

**Because a group such as VINCI has a duty to help the stakeholders in its ecosystem continually improve their conduct.**

## What do these purchasing guidelines apply to?

These guidelines apply to all purchases by Group entities in all countries worldwide where VINCI is active.



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### ► "Purchase"

For the purposes of these guidelines, the term "purchase" refers to the:

- Purchase of goods (all kinds of equipment, materials, tangible goods and intangible assets)
  - Purchase of services, including subcontracting (which involves contracting a third party to carry out works on behalf of VINCI)
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## Who do these purchasing guidelines apply to?

These guidelines apply to **all entities** of the VINCI Group. This implies that the guidelines must be understood and enforced by **all Group employees** taking part in a **purchase**.

Entity managers are responsible for making the necessary organisational arrangements to achieve this objective.

Our joint contractors must apply the **fundamental principles** during projects involving a VINCI Group entity (joint venture). This requirement must be expressly specified in the corresponding contracts.

The **fundamental principles** also apply to each **purchasing partner's** own value chain.



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### ► "Purchasing partner"

This term refers to any supplier, service provider or subcontractor.

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# WHAT IS THE OBJECTIVE?



The objective is to ensure that all parties involved in a VINCI Group project demonstrate conduct that complies with legal requirements and the Group's values, while supporting those stakeholders as part of a continual improvement strategy.



This involves evaluating **purchasing partners during the selection process**, building contractual relationships and ensuring compliance throughout the relationship.

# GROUP INSTRUCTIONS

## Understand and keep informed

All employees taking part in a purchase must first understand and identify the issues in the Group's purchasing policy and keep informed of the rules, such as explained in the section entitled “**Fundamental Principles**” on page 10.

They should be aware of the rules whose application is required by the Group, and they should be familiar with the way in which those rules must be enforced and especially the methods for identifying the risks involved in the planned purchase.

### Method

- Complete the e-learning modules on the **Up! platform**, such as “Anti-corruption”, “Conflict of interest”, “Competition law”, “Buying Responsibly”, “VINCI's environmental ambition”, “Human rights” and “Mission GDPR” (non-exhaustive list).
- Read and use the documents available on the VINCI intranet ([www.vinci.net](http://www.vinci.net)) and mentioned in the **Guidelines - All-round performance of purchasing partners** (page 9).

All employees must continually develop their knowledge by taking part in any training sessions organised by their entity, where applicable, and relating to the entity's business lines and geographic area of operations.

Group entities can use the evaluation tools provided or mentioned in the “**Purchasing**” section of the VINCI intranet.

## Evaluate the purchasing partners

Each entity must evaluate its **purchasing partners** in terms of their ability to comply with the **fundamental principles**.

Entities are responsible for defining a suitable method for the evaluation process, which may involve mapping the risks and aligning the evaluation level with the priority challenges.

The evaluation must be scaled to reflect the size of the companies concerned and the expected types of **purchase**, while taking account of the identified risks, especially based on the risk map.

Group entities can dispense with the evaluation if the **purchasing partner** has already been vetted by VINCI or another entity in their division, particularly for the purpose of entering into a framework agreement with that partner.

Where applicable, the entities must define a **progress plan** with the **purchasing partner** after the evaluation with the aim of helping the partner achieve the expected performance levels.





#### ► "Progress plan"

This term refers to a series of actions aimed at addressing any shortcomings identified after the evaluation.

## Form a contractual relationship

Any relationship with a **purchasing partner** must be defined and governed by a contract, which has been tailored to the type of service and contains specific provisions aimed at ensuring compliance with the **fundamental principles**, as well as clauses adapted to the identified risks.

Group entities must refer to the documents available on the "**Purchasing**" section of the VINCI Group intranet.

VINCI Group entities must also ensure that their **purchasing partners** enforce the **fundamental principles** within their own value chain.



► The *Guidelines - All-round performance of purchasing partners* are available for viewing on the VINCI intranet.



# FUNDAMENTAL PRINCIPLES



## Expected conduct from employees

The VINCI Group purchasing policy calls for compliance with the Group's ethics and vigilance rules as follows:

- Consult, evaluate and select purchasing partners according to **clear, objective, measurable** and **verifiable criteria**.
- Treat each purchasing partner fairly by maintaining the **confidentiality** of all proposals received and complying with the principle of **equality**.
- Ensure that purchasing partners do not become **economically dependent** on the Group. If such dependence cannot be prevented, endeavour to prevent and avoid any conduct that could be considered improper.
- **Act with consideration** by helping purchasing partners identify and improve any activities failing to fulfil the requirements of these guidelines and by sharing the Group's ethical rules and values.
- **Disseminate** the Group's values.
- **Adapt** due diligence measures according to the identified risk level.
- Fulfil legal and contractual obligations, especially payment times.
- Avoid any situations that could lead to a **conflict of interest**, particularly by observing the rules relating to business gifts and invitations in the *Anti-Corruption Code of Conduct* or any other policy implemented within the entity concerned.



### ► For further details:

- Refer to the VINCI *Code of Ethics and Conduct* and *Anti-Corruption Code of Conduct*
- Complete the Group's e-learning modules available on the **Up! platform**





## Expected conduct from purchasing partners

Purchasing partners agree to ensure that their activities and the activities of their own **purchasing partners** comply with the rules set forth hereinafter. Purchasing partners should also incorporate criteria relating to compliance with these **fundamental principles** into their supplier selection process. Where applicable, purchasing partners should also provide the necessary support to allow the VINCI Group to effectively carry out its social and environmental evaluations.

### Respect for human rights

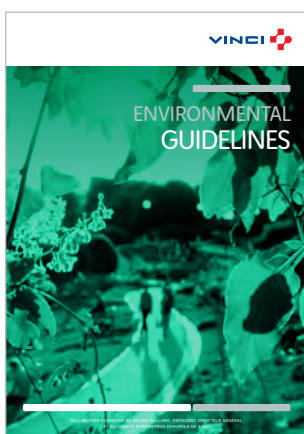
- Implement working conditions that are consistent with the International Labour Organisation's fundamental conventions:
  - Prohibit and prevent child labour
  - Prohibit and prevent forced labour
  - Prohibit and prevent any form of discrimination and harassment in the workplace
- Do not tolerate any form of illegal work or undeclared employment.
- Ensure employee health and safety by setting up a rigorous policy to prevent workplace accidents.
- Respect the right to freedom of association and expression, and tackle all forms of discrimination.
- Ensure that their employees are treated with respect and dignity, and require their own purchasing partners to treat their employees the same way.

### Ethics in competition and anti-corruption

- Demonstrate loyal conduct in all business relationships.
- Exclude any form of improper or unlawful conduct and any practices that prevent or restrict competition.
- Exclude any conduct or acts that could be deemed active or passive corruption, complicity in trading in influence or complicity in favouritism when negotiating and performing contracts.

### Environmental policy

- Purchasing partners should make their best efforts to minimise the impact of their business activities on the environment. As such, they should:
  - Preserve biodiversity and natural resources, especially by reducing their use of water, energy and raw materials
  - Consistently reduce greenhouse gas emissions
  - Generate less waste and promote waste recovery or elimination
  - Develop and promote environmental alternatives associated with their business activities and make a concerted effort to establish and disseminate environmentally-friendly practices and include such practices in their proposals to VINCI



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