

# WFS CODE OF CONDUCT



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## Our leadership's commitment

In the fast-moving and highly competitive world of aviation, our aim is to provide our customers with professional, safe and secure services and ensure the highest level of service. We operate in a complicated and highly regulated industry and WFS is committed to conducting business ethically, with integrity, with accountability, and in accordance with all applicable laws, rules, and regulations.

Our continued success depends on our ability to maintain our strong reputation so as to preserve the trust of our employees, our customers, our customers' customers and shareholders and therefore maintain high standards including integrity, ethical practice, Safety and Security.

This Code of conduct ("Code") sets guidelines for how we, the WFS team, conduct ourselves. Our Code sets forth our expectations for ethical behavior and adherence to the highest standards. It applies to our everyday work and, as such, each one of us will be required to take ownership of it.

I expect each WFS employee to carefully read and understand our Code, as well as hold one another accountable for acting in accordance with it. Indeed as employees, we are all ambassadors of WFS: we are the custodians of its values and are part of its image, both internally and externally. Our employees, our customers, our customers' customers and shareholders depend on us to make the safe, secure, and right decision every time.

This Code does not replace applicable laws & regulations; instead it defines attitudes and provides benchmarks for adopting exemplary personal & professional behavior. It may be supplemented from time to time by more detailed compliance policies in specific areas.

**François Mirallié**

**Deputy Chief Executive Officer Gateway Services Global**

## 1. General principles of behavior

WFS is committed to conducting its business in compliance with the laws and regulations and the highest ethical standards. As part of this commitment, WFS requires its officers, directors and employees to strictly comply with this Code, in addition to WFS other compliance policies.

Each individual covered by this Code will:

- Comply with applicable laws, rules, standards and regulations of federal, state, provincial and local governments, and other appropriate public or private regulatory, listing and standard-setting agencies in all countries where we do business.
- Follow all WFS policies and procedures.
- Engage in honest and ethical conduct, including avoiding any actual or apparent conflicts of interest between his or her personal affairs and relationships and his or her professional responsibilities to WFS, and promptly report to the WFS General Counsel (or such other persons as designated by WFS from time to time) any material transaction or relationship that could be expected to give rise to an actual or apparent conflict of interest.
- Recognize that even the appearance of misconduct or impropriety can be very damaging to the reputation of WFS and act accordingly.
- Follow all safety and security rules, and promptly report any safety- or security- related concerns.
- Treat fellow employees respectfully and with dignity.
- Promptly report any possible violation of this Code to the WFS General Counsel or via the WFS Compliance and Ethics Hotline.

Any individual violating this Code will be subject to disciplinary sanctions taken by local management in accordance with the local rules in effect within WFS.

## 2. Scope and population affected

The Code applies to all WFS employees and companies, regardless of their geographical location. WFS also requires that those working for the Group, without being an employee (subcontractors, suppliers, partners and service providers), must comply with the Code and behave according to the principles described therein.

WFS expects its employees to act in accordance with these ethical principles in all circumstances, regardless of their occupation, their entity, their workplace, their level of responsibility or the people they deal with. Each one of us needs to be vigilant not only about his or her own conduct, but also that of the people around them, including team members and anyone placed under their responsibility. Each employee should play an active role in Group ethics, by striving to lead by example as well as promoting ethical conduct in their daily business and professional relationships. Finally, each Group company must make sure it chooses its partners wisely, taking into account their skills, requirements and attitude with regard to business ethics.

## 3. Antitrust and competition laws

You must comply with WFS Antitrust and Competition Law guidelines and policies which WFS may adopt from time to time.

Specific focus should be made on the risk of «abuse of a dominant position». The dominant position of an undertaking (i.e. market share around 50%) is not reprehensible in itself, but the abuse of this dominant position may be sanctioned.

Abuse of a dominant position may occur when a company's economic power allows it to limit effective competition on a given market by allowing it to act independently from its customers, competitors and consumers.

Furthermore, you must deal fairly with our customers, suppliers, other third parties and conduct our business with integrity and honesty. Below are some general guidelines:

- Agreements between competitors not to compete with one other, or to fix prices on competitive bids are strictly illegal under the antitrust laws. Violations of the antitrust laws can result in the imposition of massive penalties or even criminal liability for companies and their employees.
- Do not share information about pricing, plans to bid on contracts, or any other sensitive information with employees of rival companies.
- Be careful about what is said in meetings at which your competitors are present. If any party tries to discuss how services are priced, tries to limit competition for new contracts, or tries to coordinate bidding on a contract, immediately leave the room and notify your supervisor or general counsel.
- Do not agree to a boycott of any business, or agree with a competitor not to do business with a third party. Joint boycotts are illegal and can subject the Company to legal liability.
- Do not participate with other companies in joint negotiations or purchasing agreements for goods or services unless approved in advance by the Departmental Managing Director and General Counsel.

#### 4. Anti-Bribery

We are firmly committed to complying with international anti-corruption and anti-bribery laws including but not limited to the U.S Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act and the French anti-bribery laws as codified in the French Criminal Code, and any other applicable anti-bribery laws and regulations in countries in which WFS does business.

WFS strictly prohibits its employees from giving or offering bribes, whether to public officials or private parties, or permitting a third party to do so on the WFS's behalf. This prohibition encompasses payments made to foreign public officials, including political parties, party officials and candidates for foreign office. WFS employees are also prohibited from receiving a corrupt payment of money, or anything of value, in connection with their employment with our company.

Bribery means offering, promising, giving, receiving, or soliciting any item of value in exchange for any commercial, contractual, regulatory or personal advantage, e.g.:

- to obtain, retain or direct business to WFS;
- to improperly obtain a contract, business or preferential treatment for WFS;
- to influence any public procurement process.

#### 5. Gift and entertainment rules

Accepting gifts and or hospitality may cause a conflict of interest, or the appearance of a conflict between your personal interest and your professional responsibility at WFS. Our Policy is not to accept gifts or hospitality from any customer, public official, or any person you believe may be seeking to influence business decisions or transactions.



➔ No gifts or hospitality to customers

WFS has a zero-gift policy with airlines and other customers it serves. WFS employees may only offer a gift or entertainment to a customer if such offer is made in accordance with the terms of the Code of Conduct or Gifts & Entertainment Policy.

A gift or hospitality whether to or from a third party or to or from a public official must be in accordance with the following principles:

- it is not offered to gain an improper advantage or influence action;
- it is modest in value and not lavish or extravagant;
- it is permitted by local law;
- it is reasonable and appropriate in terms of the type, value, occasion and frequency under the particular circumstances, including local cultural sensitivities
- and it does not create an appearance of impropriety.

➔ Gifts and hospitalities whether given or received, must be recorded fairly and accurately in WFS books and records whenever they exceed the equivalent of 150€ per gift or event (or per individual where WFS is the party receiving).

Gifts and hospitalities that exceed the equivalent of 500 € per gift or event (where WFS is the party giving) or 150 € per individual (where WFS is the party receiving) must be pre-approved by the relevant local person responsible for compliance approvals.

The following gifts or hospitalities are never appropriate, whether given to or by a public official or to or by a third party:

- Cash or cash equivalent;
- Services or other non-cash benefits such as promises of employment;
- Gifts given in order to obtain or retain business or to secure an improper commercial or other advantage or to influence a decision, or provided with the intention of obtaining something in return;
- Gifts to political parties;
- Facilitation payments;
- Gifts that involve parties in a tender or competitive bidding process where WFS is tendering or bidding;
- Gifts that are prohibited by law, or that the public official or the third party is not permitted to accept;
- Gifts to family members of public officials.

## 6. Working with Third Parties

WFS employees must:

- Consider the specific risks arising out from our interactions with third parties each time they enter into a business relationship or engage a service provider,
- Comply with any WFS screening procedure for the appointment of third parties.

## 7. Political contributions and activity

WFS will not make any contributions to political parties, candidates, or public officials, except as permitted by law. In general, employees, officers, and directors may not:

- make any political contributions, whether directly or indirectly, using WFS funds, property, time or resources;
- never include any expense that could be considered a political contribution in any expense statement or in any disbursement or request for disbursement of WFS funds.

## 8. Conflict of Interest

When you take a job at WFS, you accept certain duties and responsibilities. From the day you start work, your actions need to be in the company's best interests. A conflict of interest can occur when an employee has a duty to more than one party with differing interests, making it impossible for the employee to fulfill obligations to one party without harming the other.

You are expected to diligently and continuously monitor whether your activities raise a risk of conflict of interest. Note that even an appearance of a conflict should be avoided. We expect employees and business partners to be transparent and promptly disclose any potential conflicts of interest to the WFS General Counsel.

## 9. Trade Sanctions

WFS diligently complies with applicable export controls and customs laws and regulations in each country where it does business and expects its business partners to do the same. These regulations may apply in connection with direct or indirect exports to or imports from sanctioned countries, and violations thereof may lead to serious criminal sanctions and reputational consequences to WFS as well as to its employees.

## 10. Health, Safety and Security

**WFS is committed to ensuring the safety and health of our employees.** This commitment is a team effort, as we seek to ensure an injury-free work environment. Safety and security must be a top priority in everything we do. This requires that you are aware of applicable safety and security laws, regulations, and customer requirements.

The failure to follow security rules and policies, or the misuse, destruction, damage or intentional circumvention of any part of a facility's security, safety, or fire system may result in disciplinary action. It is WFS policy to ensure that safety and security occurrences are appropriately investigated in a timely manner, and that appropriate measures are put in place to prevent recurrence. It is also WFS policy to ensure that all stakeholders affected by safety and security occurrences are kept informed of the status of the investigation.

WFS seeks to ensure the full, free and uninhibited reporting of any occurrence which might affect the safety or security of any individual or organization affected by WFS activities.

If you see any safety or security hazards or come across an unsafe practice or behavior, it is your duty to immediately report the issue to your supervisor, Human Resources, the General Counsel or the Ethics and Compliance Hotline.

## 11. Human rights & labour law

We comply with the protection of international human rights law principles defined by the 1948 Universal Declaration of Human Rights, the International Labour Organisation (ILO), and the United Nations 2011 Human Rights Council and the Global Compact. We strive to ensure that WFS is never complicit in human rights violations.

Relations with our employees are based on mutual respect and trust.

We respect the freedom of association and recognise the right to collective bargaining. We support the right of each individual to be fairly represented and respect the laws in force in each country on this matter.

We eliminate all forms of forced or compulsory labour and affirm that employment at WFS is only through freedom of choice.

We prohibit any intimidating or threatening behaviour creating a hostile work environment and that is not consistent with human dignity or respect.

We offer our employee wages that meet or exceed the legally required minimum rates.

We strictly prohibit child labour within the Group.

## 12. Diversity, Inclusion and Equal opportunity

WFS is committed to providing a work environment that offers equal employment opportunities for everyone. WFS recognizes the individual dignity of each employee and provides equal opportunity in all aspects of employment, including recruitment, hiring, training, compensation, transfer, promotion, and all other conditions and privileges of employment. All employment decisions are based on job-related qualifications without regard to age, ancestry, color, religion, disability, marital status, medical condition, genetic information, national origin, race, gender, gender identity, sexual orientation, veteran status, or any other basis protected by local law.

## 13. Harassment and Discrimination

We believe in treating each other with dignity and respect. WFS does not tolerate discrimination or harassment in any form. "Harassment" may include unwelcomed conduct or misconduct, whether verbal, physical or visual.

Unacceptable conduct will not be tolerated, including:

- Sexual Misconduct: including sexual advances, requests for sexual favors, sexually explicit language, off-color jokes, displaying inappropriate images, remarks about a person's body or sexual activities, and inappropriate touching.
- Disruptive Conduct: including any other action that unreasonably disrupts or interferes with an employee's work performance

## 14. Books, records and communications

Applicable laws require that WFS keeps complete and accurate books and records reflecting its transactions and financial affairs, including the disposition of assets, and that it does not communicate false or misleading information about its transactions or financial affairs. We expect each individual at WFS to ensure that each and every record recorded is accurate and truthful. Due



to the specialized work our company performs, failure to do so could result in civil or criminal liability for both WFS and the individual falsifying records. We expect each WFS employee to:

- Prepare all WFS business documents as completely, honestly and accurately as possible.
- Record all WFS transactions fully and accurately. Keep records that accurately and fully reflect the financial affairs of WFS.
- Properly and promptly record all disbursements and receipts of funds.
- Allocate costs to contracts consistent with applicable contract provisions, laws or regulations, or generally accepted accounting practices.
- Not provide false or misleading information to anyone within WFS or to any third party.

## 15. Inside Information and Investment in Securities

WFS employees should never use or disclose material inside information about WFS to any persons outside WFS. Any disclosures about the business to a third party must be approved in advance and coordinated through the General Counsel.

“Material” information is information about a company that, if disclosed, is likely to affect the market price of the WFS’ securities. It may also be information that would be considered important by an investor in deciding whether to buy or sell those securities. “Material” information may be information about WFS, WFS competitors, customers or suppliers, or other companies. Examples of “material” information are matters such as dividend increases or decreases, earnings estimates, new products or discoveries, major purchases from a supplier, merger or acquisition proposals, and similar major events.

“Inside” information is information that has not been publicly disclosed. Information about a company should be considered “inside” information if it is received under circumstances which suggest that it is not yet in general circulation. Information should not be considered to have been publicly disclosed until a reasonable time after it has been made public (for example, by a press release). Someone with access to “inside” information may not “beat the market” by trading simultaneously with, or shortly after, the official release of material information.

## 16. Data protection and access to employee data

We are committed to complying with all applicable privacy and data protection laws in all jurisdictions where we do business. Sensitive information may include Personally Identifiable Information (“PII”) about our employees, customers, or business partners and must be collected, stored, and used only for its intended and lawful purpose and with the appropriate notice to and/or consent of the individual, as required by local law. PII is commonly defined as information that can be used on its own or with other information to identify, contact, or locate a single person, or to identify an individual in context. PII should always be kept up-to-date, accurate and secure, and should not be kept for longer than is necessary. PII and other sensitive information may only be accessed by employees which have a specific, current business need for the information. This information may not be shared with any third parties without consulting with your manager and the Legal Department.

## 17. Using WFS IT Resources

WFS allows minimal and infrequent personal use of our company computers and telephones. WFS reserves the right to access voice and data transmissions using our resources at any time (subject to applicable laws and regulations).

All of employee data, that may include PII, is accessible to WFS within limits allowed by the applicable local laws and in accordance with the IT Monitoring Policy.

## 18. Confidentiality

You are expected to help WFS keep non-public company information confidential. In some cases you are legally required to keep information confidential and use it only as required by law. Common examples include:

- Sensitive Security Information
- Employee information
- Business statistics
- Customer sales data
- Non-public financial targets or projections
- Trade secrets
- Technical data

## 20. Cooperation during investigations and audits

We require that you fully cooperate with investigations, audits, whether internal to WFS or engaged by any third party (e.g. anti-bribery, tax, competition, labor authorities) and respond appropriately to legal proceedings of all kinds. Further, you are required to notify the Legal Department as soon as you have been informed of the arrival of the investigators or receive any correspondence regarding an external investigation, inquiry, subpoena, or legal proceeding involving the company. The Tax Director must be immediately informed if the investigations relate to tax matters.

Throughout the course of any investigation or audit, you are required to conduct yourself with integrity and may not, directly or indirectly, mislead or obstruct the company's auditors, counsel, or compliance staff. Failing to provide relevant information during an investigation will be viewed as intentional obstruction and may result in disciplinary action and or termination of your employment. Employees are encouraged to first report to their immediate supervisor before using the hotline except where such reporting is not appropriate under the circumstances.

## 21. Guidelines for conduct during investigations and legal proceedings

- Never destroy documents, emails, phone logs, records or any other materials when any sort of legal or regulatory investigation is underway or a case has begun. Destruction of evidence is itself a crime, even if the materials destroyed were not incriminating.
- Always seek advice and guidance from counsel before talking to an investigator (or any third party) about WFS' compliance with the law, or before providing any documents pursuant to an investigation

WFS may from time to time develop specific policies regarding data retention.

## 22. Ethics hotline

WFS encourages you to raise issues and report instances where you see or suspect a breach of this Code or have concerns about the way in which WFS is doing business. We take seriously our responsibility to create a working environment where you feel comfortable to do so when issues arise.

Because the manner in which reports relating to the Code or other violations may be made varies from country to country, please consider the appropriate method by which such reports should be made.

When you have concerns about corporate compliance matters you may always contact the General Counsel.

Our company policy strictly prohibits retaliation against anyone who makes a report in good faith about a problem or concern.

Information that you report will be treated as confidentially as possible. You are encouraged to share your identity when you report because this permits the Company to conduct the most thorough investigation possible. If, for any reason, you feel uncomfortable reporting your concern in person, we encourage you to utilize the WFS Ethics and Compliance Hotline ("Ethics and Compliance Hotline") which has been established in support of our Company's core ideals and ethics and which is hosted and administered by a third party, CONVERCENT. All reports are immediately reviewed by senior management and are kept confidential to the extent possible. You can access their system, 7 days a week, 24 hours a day.

- 1) via the Web at <http://convercent.com/report> or,
- 2) by calling the CONVERCENT call center at the telephone numbers available using the link the Appendix below

CONVERCENT is there to ensure that you feel safe reporting any ethical or other concerns relating to:

- fraud and misconduct relating to accounting and auditing;
- fraud and misconduct relating financial and banking matters;
- bribery and corruption;
- antitrust and competition law issue;
- discrimination or harassment at work;
- health, hygiene and safety at work;
- environment protection.

**Remember, if you see or hear something, say something.**

The Ethics Hotline is optional and should be used in addition to reporting channels (e.g. line manager, Legal Department, Human Resources Team) and enables the employees to report problems which may seriously affect WFS activities or liabilities in specific fields.

### 23. Loyalty towards WFS

WFS employees must operate with integrity and must not defame or disparage WFS, including through social media.

Every employee of WFS is an ambassador of the company and must always represent the organization in a positive and professional manner.

Any complaints towards the company should be expressed by the employee through the Ethics Hotline provided by WFS.

### 24. Further information and contacts

If you are unsure of how to comply with this Code or with any other WFS compliance policies, reach out to your hierarchical supervisor, the General Counsel, Human Resources or a member of the Legal Department.

## Appendix: HOTLINE PHONE NUMBERS

<https://app.convercent.com/enus/Anonymous/IssueIntake/LandingPage/6be2a2d9-7b06-e611-80c8-000d3ab06827>

### 1) Select your country

#### Call Us

If you would prefer to speak to someone confidentially, call us and one of our representatives would be happy to assist you.



(800) 461-9330

If you are dialing internationally choose your location from the list below for the international number assigned to your country. If your country is not listed [click here for additional instructions](#).



France



Show instructions

*Please note this is not an emergency service. Contact your local authorities if this is a life threatening issue.*

### 2) Dial in the phone number displayed on the screen

#### France



International dialing instructions

France - All Carriers

0805-080339

*This is not an emergency line. If you are reporting an emergency, please contact the appropriate emergency service or law enforcement within your specific region or country*

Close window