



SEAFRIGO GROUP

ANTI-CORRUPTION CHARTER

MARCH 2026

MANAGEMENT'S COMMITMENT

"Ladies and Gentlemen,

The accelerating globalization of trade, in which we play an active part, entails multiple and complex relationships with a variety of national and international partners, some of whom are far away.

Conducting our business with loyalty and integrity is one of our Group values.

In order to set benchmarks in line with our values, this charter covers all areas of our responsibility, not only to each other, but also to all our external contacts.

This charter gives us the tools to spot and alert, making us players in the fight against corruption.

It applies to all Group companies, as well as to all employees, whatever their status or hierarchical level. It is incorporated into the internal regulations of Group companies, and employees undertake to comply with it and, within the scope of their responsibilities, to ensure that it is complied with.

Violation of the obligations set out in the Charter may give rise to the sanctions provided for in paragraph 9 of this Code.

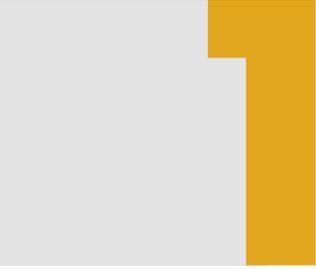
In the event of any difficulty in interpreting the rules of conduct set out in this Charter, each employee is invited to discuss the matter with his or her line manager and the Human Resources department."

Éric BARBE
CEO, Seafriigo Group



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Definition of corruption

Corruption is:

"the act of offering, promising, giving or receiving something of value (such as money, gifts or advantages) to influence a person in the performance of his or her duties or to obtain an undue advantage. It runs counter to the principles of integrity, fairness and transparency."

It is dishonest behavior involving in practice at least two actors:

- Anyone who fraudulently uses their power or influence to favor a third party in return for an advantage;
- The person who will offer or provide this benefit.

In addition, a person who facilitates an act of corruption is an accomplice, and one who profits from this act by receiving an undue advantage is a fence.

They also incur liability.

A fact of corruption even exists:

- If the person offering the benefit is acting through a third party (an intermediary, commercial agent, subcontractor, supplier, partner, etc.);
- If the person receiving the benefit is not the final beneficiary (the beneficiary may be a relative, a third party, etc.);
- If the fraudulent action and the granting of the undue advantage do not take place simultaneously (the undue advantage may be anticipated, or granted later);
- If the undue advantage takes forms other than the giving of money (it may involve material objects, services to be rendered, a reputational benefit, etc.);
- Whether the beneficiary is a public or private sector employee.

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Legal framework

There is:

- On the one hand, in each country, there are laws defining corruption and setting out the penalties applicable to this offence, which are enforced by the local authorities of the country concerned;
- And secondly, in certain countries (e.g. the United States, the United Kingdom and France), laws with extraterritorial scope which enable the authorities of these countries to punish acts of corruption committed by individuals and companies outside their borders. Individuals who infringe these rules can be prosecuted simultaneously in several countries for the same acts;
- In France the Law n°2016-1691 of December 9, 2016 on transparency, the fight against corruption and the modernization of economic life (known as the "Sapin II Law"). French judicial authorities may prosecute French nationals for offenses committed in France or abroad, foreigners for offenses committed in France, or foreigners for offenses committed abroad provided they are habitually resident in France or carry out part of their professional activity in France.

This Anti-Corruption Charter does not cover all local regulations which may be more restrictive than the rules set out in this Charter. All Group employees should contact the Group's Ethics Committee for information on local legislation.

Illicit behavior associated with corruption:

Corruption is often accompanied by illicit behavior such as:

Active corruption:

Is the act of offering or granting any advantage whatsoever to any person to perform or refrain from performing any action within the scope of his or her duties.

Passive bribery:

Is the act of receiving advantages of any kind to perform an action or refrain from doing so within the scope of one's duties.

Influence peddling:

Is the act of paying a person to use his or her influence to induce a third party to take a favorable decision.

Favoritism:

Refers to the act of seeking to give another person an unjustified advantage, in violation of the principles of equality, transparency and fair competition, whether in the context of public procurement, private contracts or any other commercial transaction. This practice includes decisions taken on grounds other than those of competence, quality or price, and may constitute a form of corruption or conflict of interest.

Presentation of inaccurate accounts:

Is the fact of publishing or presenting to partners or shareholders, even in the absence of any dividend distribution, annual accounts which do not give, for each financial year, a true and fair view of the results of operations for the year, the financial situation and the assets of the company, at the end of that period, with a view to concealing the true situation of the company.

Misuse of corporate assets:

Is the act of directors (managers, chairmen, general managers, administrators), in bad faith, using the company's assets or credit in a way they know to be contrary to the company's interests, for personal gain or to favor another company or business in which they have a direct or indirect interest.

Extortion of funds:

Is the act of using, directly or indirectly, one's position of strength or knowledge to obtain, under threat, money or the support of persons so threatened.

Abuse of functions:

Is the fact of a person performing or refraining from performing, in the exercise of his duties, an act in violation of the law in order to obtain an undue advantage for himself or for another person or entity.

Illicit enrichment:

Is a substantial increase in a person's wealth that cannot be reasonably justified in relation to his or her legitimate income.

In most countries, these behaviors constitute offenses in their own right, and may presuppose the existence of an act of corruption. Every employee must therefore be particularly vigilant.

Conflicts of interest:

Is when personal interests may compromise his/her decision, judgment and actions in the workplace. For example, when an employee receives proposals, offers or gifts from third parties (suppliers, subcontractors, service providers, etc.) which may impair his/her objectivity in the performance of his/her duties. Such situations may, in certain cases, be considered as passive corruption. All employees must ensure that their personal interests do not compromise the performance of their professional duties, and report any situation of potential conflict of interest to their line manager or via the dedicated whistleblowing address.

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How to prevent corruption?

Preventing corruption is everyone's business. Corruption poses significant risks to companies and their employees in terms of penalties (prison sentences, substantial fines, bans on business, exclusion from public contracts and/or international financing, etc.) and reputation.

In addition to criminal sanctions, corruption can also have civil and contractual consequences (termination of contracts, compensation of injured third parties, etc.).

All Group employees are expected to:

- Be familiar with the Group's Anti-Corruption Charter;
- Participate in anti-corruption training organized within the Group.

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Main corruption risks in our businesses, risk mapping

- **In the context of public or private projects, contracts or markets:** Seek to promote the award of a contract or market.
- **In relations with public officials:** Seeking to obtain favorable decisions.
- **In relations with our suppliers and service providers:** Promising an undue advantage in favor of the person awarding the contract.
- **Business gifts and invitations: seeking to be in a privileged position.** Gifts or invitations may only be offered or accepted if their value is symbolic or low in relation to the circumstances, and if they are not such as to cast doubt on the honesty of the giver or the impartiality of the recipient. The Seafrigo Group's Communications Department offers a list of business gifts and goodies that correspond to this good practice. Any gift or invitation other than of small value must be reported by the employee concerned to his or her line manager.

- **Payment of money:** payment of various expenses, hospitality costs (pleasure trips, invitations to friends and family, excessively expensive invitations); patronage or sponsorship actions with benefits for the decision-maker.

Corruption in any form **is prohibited**. No Seafrigo Group employee shall grant directly or indirectly to a third party, or receive from a third party, any undue advantage of any kind whatsoever and by any means whatsoever, with the aim of obtaining or maintaining a commercial transaction or preferential treatment.

All employees must avoid relationships with third parties that could place them in a position of personal obligation and cast doubt on their integrity. They shall also take care not to expose to such a situation a third party whom they are trying to convince or induce to conclude a business deal with a company in the Seafrigo Group.

Employees of the Group or third parties must never take the initiative of offering undue advantages that could be qualified as corruption. They may, however, find themselves faced with various situations in which they are solicited by third parties.

Please refer to the Code of Conduct for details of expected behavior.

If in doubt, do not hesitate to contact the Group Ethics Committee.

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How to act/react in the event of attempted bribery? A few rules to follow

In the event of illicit requests, the following actions may be useful:

- Explain that the Group's ethical rules do not allow the request to be granted;
- Point out that an unlawful request for a preferential payment could expose the person making the request, the employee and the company to severe penalties, including criminal sanctions;
- Ask the person making a request that appears to be unlawful to formulate it officially, in writing, mentioning his identity, his request and that it be countersigned by his line manager; this should discourage him;
- Notify the contact person's manager that his subordinate's request may jeopardize the progress of the project, and that he must intervene to put an end to it.

If a paper trail is obtained, inform your line manager and the Ethics Committee. The company will then take all necessary steps to ensure that its rights are respected through legal channels.

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Everyone's role

Safe Workplace Alert System

The Seafrigo Group is committed to ensuring an ethical and transparent working environment, in compliance with all applicable laws and standards. To support this commitment and strengthen the fight against corruption, an internal whistleblowing system, "Safe Workplace", has been set up. This system is accessible to all Group employees.

Purpose of the system:

“Safe Workplace” enables any employee to report, confidentially and, if desired, anonymously, any behavior or situation that might constitute a breach of the Group’s legal, regulatory or ethical provisions, including those relating to the fight against corruption.

Fundamental principles:

- **Good faith and confidentiality:** Reports must be made in good faith, without financial consideration, and will be treated rigorously, impartially and confidentially.
- **Whistleblower protection:** In accordance with Law n°2016-1691 of December 9, 2016, employees who use the Safe Workplace device in good faith will benefit from protection against any form of reprisal or discrimination.

Complementary measures:

If internal measures are not enough, or in the event of serious situations, it is also possible to turn to the competent authorities to assert your rights or report breaches.

By using “Safe Workplace”, every employee actively contributes to promoting a professional environment of integrity and preventing any risk of corruption within the Seafrigo Group.



Sanctions

Any action taken in violation of applicable anti-corruption laws and regulations will result in disciplinary and criminal sanctions for the employee concerned and criminal sanctions for his employer (examples: financial penalty, prison sentence, exclusion from public contracts).

The appropriate sanctions and proceedings will be those provided for by the law applicable to the employee concerned, and will be taken in compliance with the applicable legal procedures and in particular with the rights and guarantees applicable to the employee concerned.

Such sanctions may, in particular, in compliance with applicable law, include dismissal for misconduct and claims for damages at the initiative of Seafrigo Group.

ACKNOWLEDGEMENT OF RECEIPT

Anti-corruption Charter

I, the undersigned _____ certify that I have received today:

A copy of the Anti-Corruption Charter

I undertake to read it, to respect it and, to the best of my ability, to ensure that it is respected.

Furthermore, if I have been confronted with or witnessed acts of corruption within the Company, I undertake to declare it in the present document or to inform the Ethics Committee.

_____, on

The employee



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