Orange group anti-corruption policy



Zero tolerance for corruption and influence peddling





“As a trusted partner, Orange gives everyone the keys to a responsible digital world.”

Trust is at the heart of our purpose and our ethics and compliance approach contributes to this trust by promoting a culture of integrity with no room for corruption of any kind, which cannot be accepted.

Our anti-corruption policy is proactive: we are committed to conducting our business with transparency and integrity throughout the entire Group.

Our anti-corruption policy is structured: the action plans are adapted to each entity and implemented by Compliance Officers, and we regularly assess how effective they are.

Our anti-corruption policy is a reference document: it tells us what behavior is appropriate and what behavior is prohibited as it is likely to constitute an act of corruption or influence peddling. So, it protects us individually and collectively.

Our anti-corruption policy applies to all employees, managers, and directors, as well as anyone who acts on our behalf. Everyone must play an active role because preventing the risk of corruption is everyone’s business.

We hereby reaffirm our commitment to uphold the principle of zero tolerance for corruption and influence peddling in our daily activities.

Jacques Aschenbroich
Chairman of the Board of Directors

Christel Heydemann
CEO of Orange

I. Objective

The objective of the anti-corruption policy is to provide all Orange group staff and employees with a Group framework of **principles to comply** with in all our business operations and a set of **prohibited conducts** because they may qualify as corruption or influence peddling.

The anti-corruption policy is applicable to all Orange group employees and must be complied with by all the parties to whom we are committed (companies, sub-contractors, partners, consultants or intermediaries acting on behalf of the Group or in the name of Orange).

This anti-corruption policy is set up in compliance with the 1997 OECD Anti-Bribery Convention and with the 2003 United Nations Convention Against Corruption.

It satisfies the requirements set by French law n° 2016-1691 of 9 December 2016 on transparency, anticorruption and modernisation of economy, known as the "Sapin 2" law.

As such, this anti-corruption policy constitutes a "code of conduct" as defined by article 17 of this law. It also meets the requirements of the US Foreign Corrupt Practices Act, and of the UK Bribery Act 2010.

This policy is supplemented with the "Orange guidelines for preventing corruption". Each entity or country defines the relevant enforcement procedures, particularly with respect to any adaptations imposed by local laws and regulations.

In the event of breach of the anti-corruption policy, any Group employee will face disciplinary sanctions as provided for in the internal rules of procedure.



II. Definition of corruption and influence peddling

Corruption is regarded under criminal law as the **unlawful proffering**, **offering or promise to offer** (active corruption), **or the unlawful request or acceptance** (passive corruption), directly or indirectly, of any **offer**, **promise**, **gift**, or **advantage** of any kind to carry out or abstain from carrying out (or having carried out or abstained from carrying out) an act of one's function, duty or mandate.

Corruption, as defined in the present policy, includes "bribes", "kickbacks", extortion, facilitation payments and the laundering of such practices.

Influence peddling is regarded under criminal law as the unlawful proffering (active influence peddling) or the unlawful request or acceptance (passive influence peddling), directly or indirectly, of any offer, promise, donation, gift or advantage of any kind, in order to abuse one's real or supposed influence with a view to obtaining distinctions, employments, contracts or any other favourable decision.



III. Conducts required or prohibited by the company in relation to the prevention of corruption and influence peddling

1. Anti-corruption and anti-influence peddling Policy

The Orange group affirms the principle of "zero tolerance" towards corruption and influence peddling of any form whatsoever in all its activities across the entire Group.

In no event may an employee for him/herself or on behalf of a third-party, or a third-party on behalf of the employee:

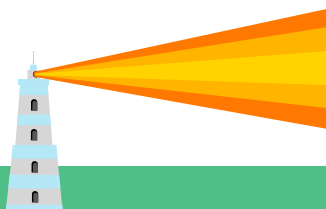
- **give, promise to give or offer a payment**, a cash donation, a commission, a present, a trip, an invitation or any other form of gratification, with the expectation or hope to receive an undue advantage or as a reward for an undue advantage already obtained,
- **accept or solicit a payment**, a cash donation, a commission, a present, a trip, an invitation or any other form of gratification from a third party known to be or suspected of expecting an undue advantage therefrom,
- **make a facilitation** payment in any form whatsoever, to a public service representative, an agent or an intermediary, to facilitate or expedite a routine procedure.

If an employee finds him/herself in an exceptional situation where, out of fear for his/her life, health or freedom, there is no other option than to yield to an attempted extortion, he/she must take whatever steps are necessary to protect him/herself.

In any event, the employee must **report any attempt at corruption or influence peddling** as soon as possible to his/her manager and Compliance Officer, who are then in charge of coordinating the appropriate response to the incident.

Practical examples of prohibited conducts are included in the "Orange guidelines for preventing corruption".





III. Conducts required or prohibited by the company in relation to the prevention of corruption and influence peddling

2. Policy in relation to presents and invitations

In order to avoid any risk of corruption or damage to our reputation, the Orange group has defined a policy in relation to "presents and invitations" applicable to all Group employees as follows:
presents, invitations or other reasonable hospitality may contribute to establishing, maintaining or developing business relations that are useful to our activities.

However, **the inappropriate offering or acceptance** of a present or invitation, particularly with the intention of influencing the outcome of a business transaction or obtaining an undue advantage in return therefor, is prohibited and may constitute, for an employee and for the Group, a breach of our anti-corruption policy as well as of the regulations in force.

For each country where the Group operates, thresholds are defined in relation to presents or advantages received or offered. A specific procedure is set up for the strict monitoring of any decision to offer or receive advantages such as gifts, meals, or entertainment events exceeding these thresholds.

These thresholds, as well as the reporting, processing and managerial validation procedures that apply if they are exceeded, are described in the "Orange guidelines for preventing corruption" and specified in the local procedures implemented at country or entity level.

Before offering or accepting a present, meal, an invitation or any other advantage, a Group employee must ensure that he/she acts in compliance with this policy, its guidelines and any local implementation thereof. In case of doubt, he/she should refer to his/her entity manager or Compliance Officer.



IV. Measures to prevent and fight corruption and influence peddling

1. Raising awareness and training

The Orange group communicates its anti-corruption policy internally and externally.

The Orange group sets up and maintains a program aimed at raising awareness among and training its staff on a regular basis and imposing the training of staff members who are most exposed to the risk of corruption, regardless of their managerial level.

The Orange group provides appropriate guidelines on how to identify and prevent risks of corruption in business relations to its managers, employees, and intermediaries (agents, sales representatives, consultants, consulting firms, suppliers, distributors, dealers, sub-contractors, franchisees, co-contractors and other commercial partners, including lawyers and accountants).

2. Request for advice or information

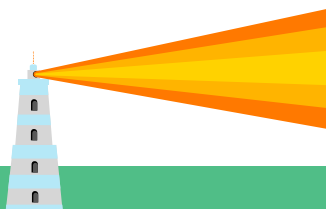
An employee who wishes to request an advice, an opinion, to find information, ask a question on a matter related to corruption, influence peddling or ethics refers to his/her manager, Compliance Officer or Ethics advisor.

3. Whistleblowing mechanism

The Orange group has implemented a whistleblowing mechanism in relation to corruption and influence peddling.

This mechanism applies to corruption, influence peddling and offences or frauds related to accounting, internal control and audit. It is accessible via the internet at the URL address **https://orange.integrityline.org**
This Group mechanism may be supplemented by local implementations for each country or entity. ▶▶▶





IV. Measures to prevent and fight corruption and influence peddling

In accordance with the laws in force, the procedures implemented to receive alerts via the whistleblowing mechanism of the Group or of a local entity to which the employee belongs guarantee a **strict confidentiality** as to **the identity of the author(s) of the alert**, any individuals targeted by the alert and the information received.

No employee who files a warning **may be sanctioned** or subject to any discriminatory measure **for having notified an alert selflessly and in good faith** via the Group or a local entity whistleblowing mechanism.

The author of any misuse of the whistleblowing mechanism may face disciplinary and/or legal proceedings.

4. Conflict of interest

The Orange group has established a procedure to identify, prevent and manage conflicts of interest.

5. Risk-mapping

The Orange group has established a risk-mapping in relation to corruption and updates it regularly.

6. Due diligence procedure

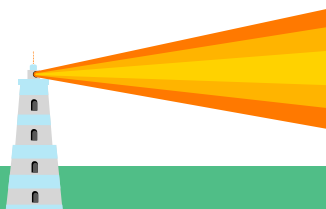
The Orange group sets up and maintains due diligence compliance procedures for its customers on the Enterprise market, its front-line suppliers, its intermediaries and its partners.

7. Monitoring

The Orange group sets up and maintains procedures for the monitoring and the evaluation of the compliance measures implemented throughout the Group.

International conventions and laws applicable to the Orange group mentioned in chapter I above require each country or entity of the Group to ensure that its own policies and procedures comply with the provisions.





IV. Measures to prevent and fight corruption and influence peddling

▸▸▸ on the prevention and detection of corruption and to guarantee their effectiveness through appropriate monitoring systems.

To this end, the Orange group set up and maintains an internal system for the monitoring and assessment of its anti-corruption compliance system.

Moreover, the Orange group implements and maintains accounting and operational control procedures aimed at ensuring that the financial statements are not used to cover up corruption or influence peddling.

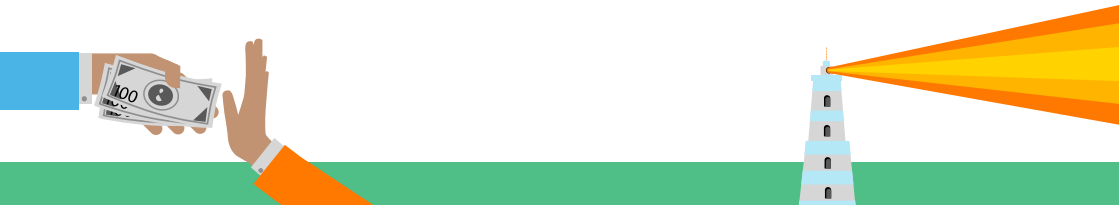
In particular, all the accounts, invoices, memos and other documents and archives related to transactions with third parties such as customers, suppliers and other business partners, must be prepared, maintained and controlled with the utmost level of accuracy and completeness. There must be no “parallel” actcounting facilitating or covering up undue payments.

If an employee finds him/herself in a situation where he/she must make a payment on behalf of the company, he/she must always be aware of the purpose of such payment and assess whether it is proportionate to the product(s) or service(s) provided. He/she must always ask for a receipt or an invoice specifying the reasons for such payment. If there are any doubts or queries in relation to a payment, he/she must refer to his/her manager and as the case may be to his/her Compliance Officer.

8. Archiving

Orange sets up and maintains a Group archiving and record management policy.

This policy defines the principles and rules for the management and safeguarding of Group information. In this respect, all entities implement a procedure in order to ensure that data and documents are archived in a way that shows the implementation and efficiency of their programmes to prevent corruption and influence peddling.



V. Management of the anti-corruption Policy

The Executive Committee of each subsidiary or entity is responsible for ensuring that the anti-corruption policy complies with the legal and ethical obligations of the country in which it operates and that everyone under its control complies with them.

The boards of directors of the Orange SA and of its subsidiaries review the efficiency of the anti-corruption programme at least once a year.

The Chief Compliance Officers and the Compliance Officers are responsible, within their respective areas, for monitoring the policy deployment program and monitoring its effectiveness.





For violations related to accounting, internal control and audit, or to corruption and influence peddling, we have set up a specific whistleblowing scheme accessible at the URL address **https://orange.integrityline.org**

Information on ethics and compliance is available on the **Group intranet**

May 2025 edition