KOMPLIANCE

Ethics Charter

Scope of application: Group



V1 – November 2026

KEOLIS

Contents

1. Our values and fundamental principles 4

1.1. Strict compliance with laws and regulations 4

1.2. Our vision, our values, our approach 4

2. Our rules for conducting business with integrity 5

2.1. Prevention of corruption and influence peddling 5

2.2. Compliance with competition law 5

2.3. Protection of assets and information 5

3. Our social and environmental commitments 6

3.1. Commitment to the environment 6

3.2. Commitment to our employees 6

3.3. Commitment to our stakeholders 7

4. Governance 8

4.1. How ethics is governed 8

5. Putting the Ethics Charter into practice 9

5.1. What to do in the event of an ethical dilemma? **9**

5.2. The whistleblowing system: Keolis Ethic Line **10**



Preamble

The Keolis Group is committed, in all circumstances, to acting as a responsibly towards all its stakeholders Our ambition to provide sustainable, inclusive and safe transport is underpinned by exemplary conduct in our operations, based on integrity, strict compliance with the law and uncompromising adherence to our values.

This Ethics Charter sets out the fundamental principles that guide our decisions and behaviour. It covers all the Group's commitments regarding business ethics, social and environmental responsibility, due diligence, and respect for human rights and the health and safety of employees and stakeholders.

It serves as the common framework for all entities controlled by the Keolis Group and applies to all employees. In companies where Keolis holds a minority stake, the Group actively promotes the principles set out in this document.

The Kompliance programme is one of the cornerstones of this commitment. It puts into practice the requirements on anti-corruption, competition law and personal data protection. The **Ethics Charter** sets out the general framework for this and forms part of a broader commitment to acting responsibly and leading by example.



1. Our values and fundamental principles

1.1. Strict compliance with laws and regulations

Every Keolis Group employee must comply with the laws and regulations that apply to their work, wherever they are based. No performance objective ever justifies breaking the law, whether national or international. Every employee is expected to understand the legal rules that apply to their role.

1.2. Our vision, our values, our approach

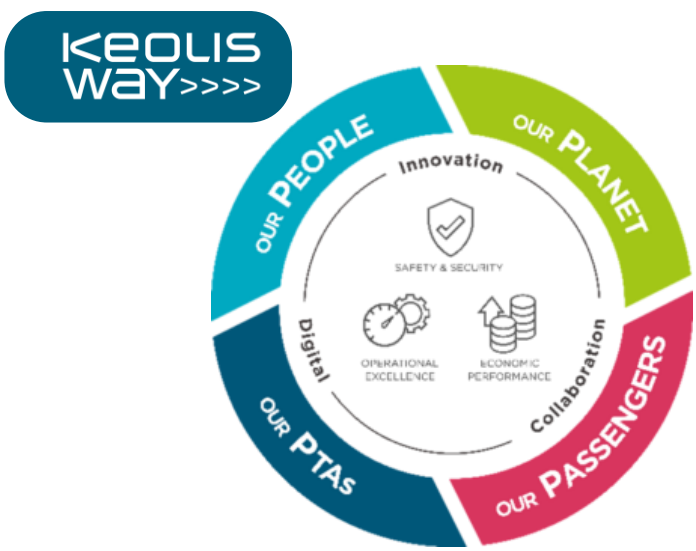
Keolis devises and implements safe and sustainable transport solutions for every region, to improve the quality of life for each and every person. This is its *Raison d'être*. **The Keolis Group's values – *We Imagine, We Care, We Commit* –** are held in common by all its employees worldwide. They form our shared DNA and are part of a strong, unifying vision: **One Keolis**.

We Imagine Keolis designs tailored, comprehensive mobility solutions for each region. It continually develops attractive transport services, designed collaboratively and centred on passengers' wellbeing and comfort.

We Care Keolis builds trusted relationships with transport authorities, based on listening and transparency, manages its people with respect for every member of staff, and acts responsibly towards the environment.

We Commit Keolis is committed to its passengers and to transport authorities on safety, service quality, reliability and operational performance. It acts as a responsible partner in the cities and regions it serves, promoting sustainable mobility.

These values guide our individual and collective behaviour. They are embodied in **our approach**, the **Keolis Way**, which is the Group's corporate mission.



These principles must guide every employee in their day-to-day decisions and interactions :

> **Integrity and Honesty :** Acting with integrity and **transparency**, rejecting all forms of corruption, and fraud, and declaring and managing any conflict of interest.

> **Respect:** Respecting laws, regulations, people, cultures and the environment.

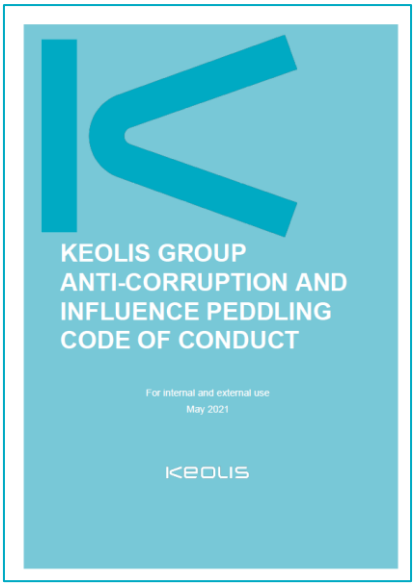
> **Responsibility :** Taking responsibility for our actions and their consequences, both individually and collectively.

> **Good faith:** Acting in good faith towards the Group, protecting its assets, reputation and confidential information.

2. Our rules for conducting business with integrity

Keolis launched its compliance program – Kompliance - in 2013. It sets out the rules on anti-corruption, competition law and personal data protection.

2.1. Prevention of corruption and influence peddling



Keolis applies a zero-tolerance policy towards corruption and influence peddling. Our rules are set out in full in the Anti-corruption and Influence Peddling Code of Conduct.

Specific rules apply across the Keolis Group to gifts and hospitality, facilitation payments, dealings with public officials, conflicts of interest, charitable donations and sponsorship, and lobbying.

KOMPLIANCE

2.2. Compliance with competition law

Keolis is committed to upholding free and fair competition in all the markets in which it operates. Employees must never enter into unlawful agreements with competitors, for example on pricing or market sharing, or abuse a dominant position.

2.3. Protection of assets and information

> **Confidentiality:** Confidential information concerning the Group, its customers, partners or employees must be protected and must not be disclosed to unauthorised third parties.

> **Protection:** Personal data about customers, partners and employees must be handled lawfully, kept secure and used only for the purpose for which it was collected.

> **Use of assets:** The Group's assets (equipment, information systems, financial resources) must be used responsibly and only for legitimate business purposes.

3. Our social and environmental commitments

Four priorities sit at the heart of what Keolis does: the Planet, our People, our Passengers and the Public Transport Authorities (PTAs) we serve.

3.1. Commitment to the environment

Recognizing the climate emergency, Keolis is committed to reducing its environmental footprint and promoting sustainable mobility. Our environmental management system, certified to ISO 14001 across much of our operations, aims to:



3.2. Commitment to our employees

The Keolis Group manages its people fairly and lawfully, with respect for their rights and freedoms

We provide a safe, inclusive and respectful working environment.

> **Health and safety:** preventing accidents and protecting everyone's physical and mental health.

> **Diversity and inclusion:** tackling all forms of discrimination and ensuring equal opportunities.

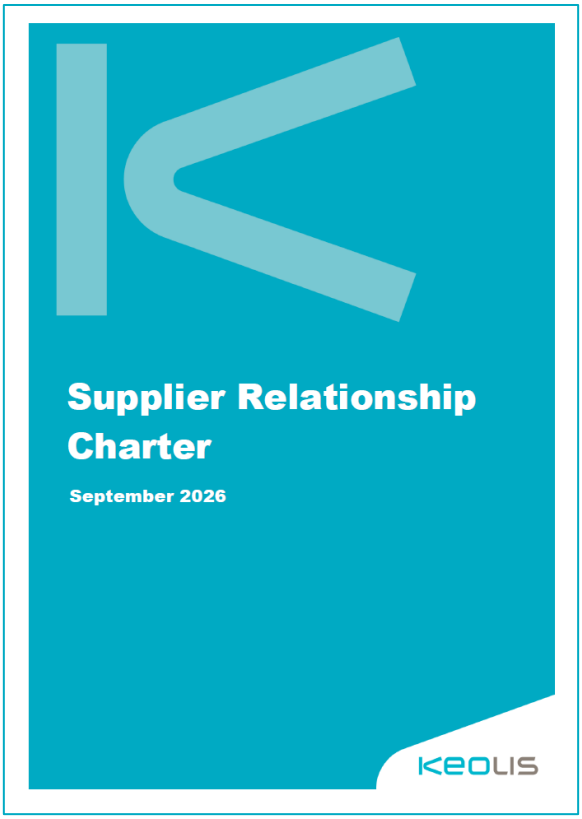
> **Human rights:** respecting fundamental human rights, as defined in particular by the Universal Declaration of Human Rights, the UN Guiding Principles on Business and Human Rights, and the core ILO fundamental conventions, in all our activities and throughout our value chain.

3.3. Commitment to our stakeholders

> **Customers and Passengers:** We are committed to providing a safe, reliable, accessible and high-quality transport service, and to listening to what they need from us.

> **Transport Authorities:** We act as a trusted partner, working together to develop transport solutions that contribute to sustainable development and help the places we serve to thrive.

> **Suppliers and Partners:** We select our partners based on objective criteria and expect them to meet our standards on ethics, human rights and the environment, as set out in the Keolis Group's Supplier Relationship Charter.



4. Governance

4.1. How ethics is governed

The Keolis Group's governance structure is organised across several levels to make it effective:

Group Executive Committee	Under the leadership of the Chairman Sets the strategic direction in relation to ethics and compliance
Group Compliance Department	Leads the programme Develops the frameworks Supports operational teams
Network of Compliance Liaison Officers	Promotes a culture of compliance across subsidiaries Provides day-to-day advice to staff
Employees	Understand our principles and apply them every day

KOMPLIANCE

5. Use of the Ethics Charter

Ethics is everyone's responsibility. Every employee of the Group has a personal responsibility to know, understand and apply the principles of this Ethics Charter in their day-to-day work.

5.1. What to do if you face an ethical dilemma

If you are unsure whether a situation or decision is ethical, speak to :

> Your line **manager**, who should normally be your first point of contact

> Your entity's **Compliance Officer**

> The **Human Resources Department**

> The **Group Compliance Department**



If in doubt, ask. Raising a concern is always better than deciding alone.

To assist you, the **Group's policies and procedures** are available online.

Some situations may also need to be reported in confidence through the dedicated platform, **Keolis Ethic Line** (see next page).

5.2. The Whistleblowing Scheme: Keolis Ethic Line

➢ **The Keolis whistleblowing channel :**

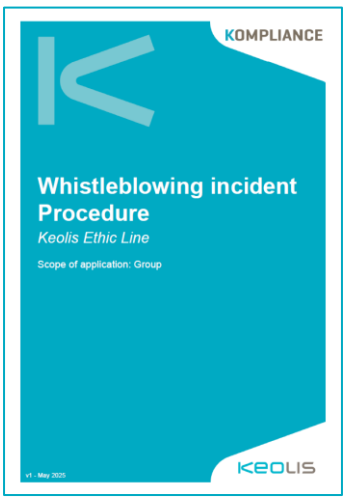
Online

On the keolis.com website

The Group provides its employees and external stakeholders with a whistleblowing scheme, **Keolis Ethic Line**, accessible via a secure online platform.

This tool enables users to report in confidence, and anonymously if they prefer, any behaviour or situation that contravenes the principles of this Ethics Charter, particularly in relation to corruption, fraud, harassment, discrimination, or serious harm to human rights or the environment.

Keolis will not tolerate retaliation of any kind against anyone who raises a concern honestly and with reasonable grounds. Every report is dealt with impartially and thoroughly by authorised personnel.



For further information, please refer to the Group Whistleblowing Incident Procedure.

KEOLIS

KOMPLIANCE

Keolis Group – Group Compliance Department
34, Avenue Léonard de Vinci, 92400 Courbevoie, France

Image credits: Flaticon.com
May 2025