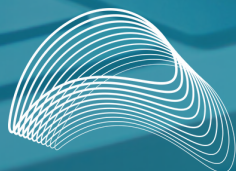


ANTI-CORRUPTION CODE OF CONDUCT



PARLYM

ENERGIES & SYNERGIES



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MESSAGE FROM THE CEO

The Parlym Group is built on its three historical values of expertise, dynamism and team spirit.

Today, as our Group grows, our role in building the world of tomorrow, of the society of which we are part of, is becoming increasingly important.

It is this conviction that underpins our commitment to an honest and transparent business practice, which is essential for the trust and satisfaction of all stakeholders.

This Anti-Corruption Code of Conduct is based on our convictions. It is the cornerstone of our commitment to ethics and compliance in the conduct of our business and the foundation of our corporate values in the fight against corruption and influence peddling. It aims to guide our practice, our work, to achieve our goals, and make our growth irreproachable and sustainable.

The image and future of the Parlym Group depends on the commitment of each of us to respect this Anti-Corruption Code of Conduct, wherever we operate. Thank you for taking the time to read it carefully, so as to understand it. While no code can answer every question you may have about ethical issues, this document is designed to provide a solid foundation for ethical decision-making.

Thus, within the Parlym Group, ethics and compliance are not an option, but a duty!

The management team and I take this principle to heart by supporting our decision to commit the Parlym Group to being a responsible company that conducts its business with integrity, in compliance with all applicable laws.

We are counting on each of you to adhere to these principles!

Sincerely,

Johann Charrier

General principles

The Parlym Group undertakes to carry out its activities in accordance with the French law of 9 December 2016, known as "Loi Sapin 2", relating to transparency, the fight against corruption and the modernization of economic life, as well as any anti-corruption laws applicable in the territories where it operates.

As part of this commitment, and in order to prevent, detect and sanction the commission of such offences, the Parlym Group has adopted a number of rules and measures set out in this Anti-Corruption Code of Conduct (hereinafter also referred to as the "Code").

This Code represents a commitment to promote and undermine integrity in the conduct of our business. By working for and/or on behalf of the Parlym Group, you agree to fulfil this commitment.

The Code is accessible on the extranet for the attention of all Collaborators and on the Parlym Group website to ensure its wide dissemination.

In order to facilitate the application, you will find all the necessary information as well as scenarios. You can contact the Compliance Department of the Parlym Group, if you encounter difficulties with its implementation. Legal developments as well as ethical commitments to which we will commit ourselves in the future will be accompanied by a modification of the document, so do not hesitate to consult it again and again. Major changes to the relevant procedures will be the subject of general information.

This Code is accompanied by the establishment of a whistleblowing system to report behaviour that may be considered a breach of commitments.

To whom does this anti-corruption code of conduct apply?

This Anti-Corruption Code of Conduct is applicable to all the personnel of the Parlym Group and its subsidiaries :

- **Its employees, collaborators, trainees, temporary workers, managers, executives, regardless of their functions, responsibilities, seniority and entities belonging to the Parlym Group (the "Employees").**

In addition, we must ensure that those acting on behalf of the Parlym Group comply with the laws, our policies and this Code, which is why the Code is mandatory for :

- **All suppliers, subcontractors, service providers, consultants, agents, intermediaries, joint venture or group co-contractors, as well as their personnel assigned to a Parlym Group project or working with the Parlym Group (the "Partners").**

Thus, all Collaborators of the Parlym Group must not resort to a Partner who does not adhere to the approval policy implemented within the Group, and by which the Partner undertakes in particular to comply with the provisions of this Code.

In addition, the Parlym Group encourages its customers to also adopt strict and similar ethical standards.

Our goals

The Parlym Group applies a "Zero Tolerance" policy in terms of corruption and influence peddling and requires its Collaborators and Partners to demonstrate exemplary integrity behaviour.

In order to ensure the proper application of this Code and regulations in general, various means have been put in place by the Group :

- A Human Resources policy that reflects the rules set out in this Code of Conduct and rewards compliance with them,
- A policy of supervision and training of Collaborators working in areas of high corruption risk,
- An internal control system.

Fighting corruption in all its forms



Prohibited behaviours

Corruption

The concept of an act of corruption – the legal definition of which varies according to the applicable law – generally includes all acts by which a person solicits or accepts, for himself or for others, a gift, promise or advantage of any kind in order to perform, omit, perform or delay an action falling within his functions, missions or mandates for the benefit of a third party.

Donations, promises or benefits of any kind may consist of direct benefits – cash payments, goods in kind, rebates, free work – or indirect benefits – hiring a relative, paying a debt on behalf of others.

Corruption can be carried out by a person in the course of private functions (private corruption) or public functions (public corruption).

Two distinct and autonomous types of corruption can be distinguished:

- [Active corruption](#) refers to conduct by which an advantage of any kind is offered, granted or promised for the purpose of obtaining an advantage which may take the form of a positive act such as an administrative authorization, the obtaining of a market or a contract, or a forbearance such as an exemption from submitting to audits, or non-payment of a tax.
- [Passive corruption](#) refers to the person who, as the recipient of offers, promises, gifts or benefits, provides or is supposed to provide the expected advantage or refrains from subjecting the briber or his agent to certain formalities or regulations.

Facilitation payments, i.e. the informal payment of small amounts to subordinate public officials to obtain or expedite the execution of routine acts, authorized in some countries, are considered acts of corruption under French law and strictly prohibited by the Parlym Group.

No facilitation payment can therefore be made outside of circumstances characterizing a situation of constraint, where the health or safety of employees is threatened. When a facilitation payment is made in such circumstances, it must be duly reported to the Compliance Department and recorded in the group's accounting books and records.



ILLUSTRATIONS

1 - A supplier wishes to offer a Collaborator of the Procurement department a very high-priced watch at Christmas.

Corruption is often characterized by a request for favors deferred in time, the acceptance of such gifts is likely to qualify facts of passive corruption if it is accepted by the Collaborator of the Procurement department because he would be tempted in the future to benefit this supplier. To find out what I can and cannot accept, I refer to the Group's Gifts and Invitation policy and, if necessary, I request authorization from the Compliance Officer.

2 - As part of the bid for a very important public contract in a country identified as strategic, several representatives of the commission responsible for evaluating bids/ tenders must visit our facilities. They ask that on this occasion, we organize the visit of an amusement park located far from the Group's locations. In addition, they ask to be housed and fed "according to their rank".

Corruption is the granting of an undue advantage. In the present case, there is no justification for the trip to the amusement park, which can then be classified as an undue advantage intended in order to win the decision of the Commission's representatives, and complying with their request could be classified as bribery of a foreign public official. The conditions applicable to invitations are very precisely determined in the Gifts and Invitations policy. You must report this request to your superiors or to your Compliance Officer.

3 - A request for a job or internship from a minister for his son.

Such an advantage, which could later give rise to a "return of favour" on the part of the Minister, is likely to characterize acts of corruption of a foreign public official. Such recruitment will not be validated by the Group's Human Resources department. If you are confronted with such a request, contact your Compliance Department immediately.

Influence peddling

The concept of influence peddling applies when a person abuses his real or supposed influence with a view to obtaining from an authority or a public administration for the benefit of a third party distinctions, jobs, contracts or any other favorable decision, in return for an advantage. Influence peddling is also qualified as active or passive depending on the person who initiated the act.

Laundering means the concealment of the corrupt practices referred to or their proceeds.



ILLUSTRATION

A technical manager of a large group claims that he can influence the technical specifications of a bid in order to favor the Group. In return, he asks to pay for a fictitious consulting service of a company that he created.

Such a request characterizes acts of influence peddling on the part of your interlocutor. You cannot comply with its solicitation without also being guilty of this offence. You can explain to your interlocutor that such a request will come up against the controls put in place in the Parlym Group to prevent any act of corruption and influence peddling. Also contact your Compliance Officer to list this request.



Our means of combating prohibited behaviour

- A reasonable approach to gifts and invitations
- Anticipation and management of conflicts of interest
- An objective verification of any contribution within the framework of Patronage & Sponsorship
- A Partner's approval framework policy

→ A reasonable approach to gifts and invitations

The Parlym Group has instituted internal guiding principles regarding the offering or acceptance of gifts and hospitality, to which Collaborators must comply.

In addition, the Parlym Group ensures that its Collaborators comply with the laws and regulations applicable to each country. No arrangement shall thus unduly affect or be perceived as unduly affecting the donee's independence of judgment with respect to the donee, or be contrary to the known provisions of the donee's code of conduct, be offered and/or accepted too frequently or at inappropriate times.



ILLUSTRATION

A customer wants me to buy him tickets to an event.

The only events to which I can invite my client are Group promotional events. I inform him of the Group's policy and the regulations in force with kindness and pedagogy, especially when it comes to contracts in countries that do not meet the same standards. In case of doubt, I refer to the gift policy in force within the Parlym Group, and I do not hesitate to contact my Compliance Officer.



→ Anticipation and management of conflicts of interest

Conflicts of interest may arise when the private interests of a person, those of his family, close friends or professional contacts diverge from those of the Parlym Group and could compromise or suggest a possible compromise of impartiality and objectivity in the performance of his duties and responsibilities.

These situations must be avoided and disclosed. Group collaborators who may be in such a situation are therefore required to report it as soon as the conflict situation arises.

In addition to this report, the Parlym Group carefully monitors and regulates actual or potential conflicts of interest that its officers, executives, employees and agents may experience by means of dedicated internal guidelines.



ILLUSTRATIONS

1 - I am a purchasing manager and I have a friend who sells trucks wishing to enter into a commercial relationship with the Group. Can I manage the relationship with this supplier independently?

I inform my hierarchical superior and/or the Human Resources Department and the Compliance Department of the relationship between me and the third party and which may represent a conflict of interest in order to implement risk limitation measures (offset, etc.).

2 - During the recruitment phase, I realize that I will have to build contractual relationships with the company in which my spouse is employed.

I inform the Human Resources department of my relationship of interest which will rule on the absence of conflict of interest and give me a written agreement.

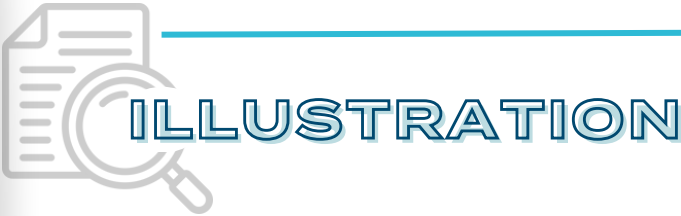


→ An objective verification of any contribution within the framework of Patronage & Sponsorship

The Parlym Group's contributions to charities, sponsorships, patronage and sponsorship actions must comply with applicable law and the provisions relating to their disclosure. Any contribution whose aim, effect, direct or indirect, is to conceal or reward acts of corruption or influence peddling is prohibited.

In accordance with the Parlym Group's Donation, Sponsorship and Sponsorship Policy, the amount of contributions, their conditions, the use that will be made of the funds and the time at which they occur must be subject to thorough checks by the Compliance Department to ensure that they do not constitute a subterfuge to corruption, and that they are transparent.

In such a perspective, particular attention will be paid to the consideration of proposals for sponsorship or sponsorship to organizations where prominent political figures, members of their family or close friends or Partners appear.



My daughter is a volunteer in an association that could receive financial aid from the Parlym Group as part of sponsorship operations. I am part of the committee or jury for the selection of this association.

This is a situation of links of interest. I must therefore inform my supervisor, the Management and the Compliance Department in order to implement risk limitation measures (offset, etc.).





→ A Partner's approval framework policy

The nature of our work leads us to frequently collaborate with Partners. In order to ensure that we only work with reputable Partners who, like us, do not tolerate any form of corruption and influence peddling, each Partner is subject to a thorough investigation before starting a collaboration with the Parlym Group. In addition, we carry out checks during the commercial relationship with our Partners to ensure their integrity.



ILLUSTRATIONS

1 - I do not have time to select a subcontractor for a relatively small part of a project and, moreover, I do not want to offend him by asking him to sign and provide me with the documents necessary for his approval: what can I do ?

In certain cases, specifically limited and referred to in the Parlym Group's policies regarding the selection of Partners, it is possible to proceed with contracts by mutual agreement (OTC procurement), provided that you meet the criteria, and document the exception you invoke. On the other hand, the documents necessary for the approval of the Partner will always be necessary, and no contract may be concluded with a supplier or subcontractor without all the documents being provided by the latter. In case of difficulty, contact the Compliance Department.

2 - I met a potential partner who could represent us in a country in which the Group has little presence, and he can certainly bring us business: what can I tell him about our Group policy in this area ?

Business introducers are identified in my Group as high-risk Partners. Only the Compliance Department can validate the application for approval of such Partners after thorough checks. It is up to me to explain the existence of this process to the business introducer and to send my request for Partner creation to the General Means department which will forward to the Compliance Department for approval.

Expected behaviours

In situations of risk of corruption and/or influence peddling, the Parlym Group expects all its Collaborators and Partners to conduct themselves in an exemplary and responsible manner that rejects any direct or indirect corruption, this conduct being reflected in particular in:

- The denial of undue advantages to public or private customers;
- Refusal of facilitation payments ;
- The refusal of illegal funding or donations to Partners ;

In general, any payment to a Partner must reflect a legitimate service and price as agreed with the Partner.

- Taking into account any situation of conflict of interest that may lead to an infringement;
- The alert in case of knowledge of a situation for the company that could lead to a possible risk of infringement (according to the chapter Whistleblowing system of the Code).

In no case can the conviction to act in the interest of the Parlym Group justify, even in part, behaviours in contradiction with the provisions of the applicable laws (national and international) and the Anti-Corruption Code of Conduct.

NON-COMPLIANCE WITH THE CODE OF CONDUCT AND ASSOCIATED SANCTIONS

Non-compliance with regulations may expose the Parlym Group - and its Collaborators and Partners individually - to criminal sanctions.

Without prejudice to possible legal proceedings, Employees who have breached these internal rules and guiding principles are liable to disciplinary sanctions mentioned in the Internal Rules of Procedure.



The whistleblowing system

The corruptive practices mentioned in this Code can be reported through different channels:

- The Open Door Policy
- Internal reporting by Collaborators for any fact contrary to the Code and an Internal reporting by Collaborators and Partners (external and occasional collaborators, trainees and apprentices and service providers) for any act relating to a crime, a crime or a threat/harm to the general interest
- External reporting to a competent authority

In accordance with the French Law of 21 March 2022, the protection mechanisms granted to whistleblowers are presented below and integrated into the Internal Rules of Procedure.

01 - OPEN DOOR POLICY

The Parlym Group favors attentive listening, transparency and benevolence in its relations with its Collaborators.

Although they are not bound by an obligation of confidentiality, your supervisors are always listening to collect your reports.

The Parlym Group adopts an "OPEN DOOR POLICY" that allows any employee or collaborator, trainee, temporary, at any time, to find an open door with the superiors who will transmit his report to the Compliance Department for processing.

You can consult this policy with your Compliance Department. It is also available on your extranet and on the Parlym Group website.

02 - WHISTLEBLOWING PROCEDURE

A whistleblowing system is in place to allow you to report certain violations found. Persons who report violations will benefit from protection against any reprisal, provided that they have acted in good faith and in accordance with the principles defined by Law No. 2016-1691 of 9 December 2016 known as "Sapin 2".

Upon receipt of your alert, the Compliance Department will verify that you meet all the conditions to claim the status of whistleblower within the meaning of Article 6 of the so-called "Sapin 2" law.

This status guarantees you with rights that cannot be limited or waived in any form.

You can write to :

ALERTEINTERNE@PARLYM.COM

You will be informed of the receipt of your alert and the follow-up to it.



Your protections

Protection of your identity

The confidentiality requirement relates to the identity of the author of the alert, and to the persons concerned by this alert, whether or not they are the direct subjects of the report.

If you choose to reveal your identity, be assured that it will only be known to the referent of the whistleblowing system designated in the Group's documents. The latter cannot, without your consent, disclose your identity to anyone, under penalty of criminal sanctions. Violation of the confidentiality requirements laid down in Article 9 of the so-called "Sapin 2" law is punishable by 30,000 euros and 2 years' imprisonment.

In addition, the procedure used to collect and process the report ensures the confidentiality of the identity of all the persons concerned, and the elements that make it possible to identify the whistleblower may only be disclosed with the latter's consent, except to the judicial authority. Indeed, in some cases, a transmission to the judicial authorities without your consent may be made necessary by the nature of the facts you report.

In the latter case, unless this information would compromise or disrupt the judicial proceedings, you will be informed by means of a written note explaining the reasons for the disclosure of your identity and the transmission of the report to the authorities.

You can, in addition, choose to report these facts anonymously by creating, on a mailbox external to the Parlym Group, an identifier that does not allow you to be identified (e.g. whistleblower007@somethingmail.com).

However, if your whistleblowing is anonymous, the information that can be provided to you about the follow-up to your report may be limited.

Protection against retaliation

Any person who has disclosed or reported information under the conditions provided for in Articles 6 and 8 of the so-called "Sapin 2" law cannot be opposed to any discriminatory measure such as :

- Be excluded from a recruitment procedure
- Be excluded from access to an internship or a period of training in a company,
- Being sanctioned, dismissed
- Be the subject of a discriminatory measure, direct or indirect, in particular with regard to remuneration, within the meaning of Article L. 3221-3 of the Labour Code, profit-sharing measures or distribution of shares, training, reclassification, assignment, qualification, classification, professional promotion, working hours, performance evaluation, transfer or renewal of contract.

Or be threatened or retaliated in the form of :

- Suspension, layoff, dismissal or equivalent measures;
- Demotion or refusal of promotion;
- Transfer of functions, change of place of work, reduction of salary, modification of working hours;
- Suspension of training;
- Performance evaluation or negative certificate of work/ work certificate;
- Disciplinary measures imposed or administered, reprimand or other sanction, including a financial penalty;
- Coercion, intimidation, harassment or ostracism;
- Discrimination, disadvantageous or unfair treatment;
- Non-conversion of a fixed-term employment contract or a temporary contract into a permanent contract, when the worker could legitimately expect to be offered permanent employment;
- Non-renewal or early termination of a fixed-term employment contract or a temporary contract;
- Damage, including damage to the reputation of the person, in particular on an online public communication service, or financial loss, including loss of business and loss of income;
- Blacklisting on the basis of a formal or informal agreement at sectoral or industry level, which may imply that the person will not find employment in the future in the sector or branch of activity;
- Early termination or cancellation of a contract for goods or services;
- Cancellation of a license or permit;
- Abusive referral to psychiatric or medical treatment.

Acts taken in violation of these protections are automatically void.

The burden of proof of the absence of retaliation lies with the employer once the whistleblower has provided evidence to suggest that he has reported or disclosed information referred to in Articles 6 and 8 of the French "Sapin 2" law.

A provision may be allocated to the whistleblower, at his request, by the judge who may at any time during the proceedings make it final.

In case of reprisals, the employee may refer the matter to the competent Labour Court and the employer may be ordered to supplement the whistleblower's training account in addition to any sanction.

Protection of your personal data

Reports may be kept only for the time strictly necessary and proportionate to their processing and the protection of their authors, the persons they target and the third parties they mention, taking into account the time limits for any further investigations.

The protection of your personal data is ensured with regard to the purpose, the retention time, and your rights of access, modification and rectification by the compliance of the device with the CNIL standard applicable to Professional Whistleblowing Devices of 18 July 2019.

Your rights

An offence of obstructing the alert is provided for by Article 13 of the same law, which provides for a fine of €15,000 and one year in prison for anyone who obstructs, in any way whatsoever, the transmission of a report.

If it is proven that procedures aimed at silencing the whistleblower are dilatory or abusive (gag proceedings), a civil fine of € 60,000 is incurred in addition to damages.

You can contact psychological and financial support from the authorities authorized to receive sectoral alerts, listed in the annex. They can provide you with financial support if they believe that your financial situation has seriously deteriorated.

For more details on the scope of your rights, refer to the so-called "Sapin 2" law, Law No. 2022-401 of 21 March 2022 to improve the protection of whistleblowers and Decree No. 2022-1284 of 3 October 2022 on the procedures for collecting and processing reports issued by whistleblowers.

03 - EXTERNAL REPORTING

You have the possibility to send your reports either after having made an internal report, or directly:

- To the authorities referred to in the Annex
- To the Defender of Rights, so that he directs your report to the authorities best able to know about it
- To the judicial authority
- To an institution, body, office or agency of the European Union competent to collect information on infringements falling within the scope of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019

ANNEX I : LIST OF BODIES AUTHORISED TO RECEIVE SECTORAL ALERTS

1. Public procurement:

- French Anti-Corruption Agency (AFA), for breaches of probity;
- Directorate-General for Competition, Consumer Affairs and Fraud Prevention (DGCCRF), for anti-competitive practices;
- Competition Authority, for anti-competitive practices;

2. Financial services, products and markets and prevention of money laundering and terrorist financing:

- Autorité des marchés financiers (AMF), for providers of investment services and market infrastructures ;
- Autorité de contrôle prudentiel et de résolution (ACPR), for credit institutions and insurance institutions ;

3. Product Safety and Compliance:

- Directorate-General for Competition, Consumer Affairs and Fraud Prevention (DGCCRF);
- Central Arms and Explosives Service (SCAE);

4. Transportation Safety:

- Directorate General of Civil Aviation (DGAC), for air transport safety;
- Land Transport Accident Investigation Bureau (BEA-TT), for the safety of land transport (road and rail);
- Directorate-General for Maritime Affairs, Fisheries and Aquaculture (DGAMPA), for maritime transport safety;

5. Environmental protection:

- General Inspectorate of Environment and Sustainable Development (IGEDD);

6. Radiation protection and nuclear safety:

- Nuclear Safety Authority (ASN);

7. Food safety:

- General Council for Food, Agriculture and Rural Areas (CGAAER);
- National Agency for Food, Environmental and Occupational Health and Safety (ANSES);

8. Public Health:

- National Agency for Food, Environmental and Occupational Health and Safety (ANSES);
- National Public Health Agency (Public Health France, SpF);
- High Authority for Health (HAS);
- Biomedicine Agency;
- French Blood Establishment (EFS);
- Committee for the Compensation of Victims of Nuclear Tests (CIVEN);
- General Inspectorate of Social Affairs (IGAS);
- National Institute of Health and Medical Research (INSERM);
- National Council of the Order of Physicians, for the practice of the profession of doctor;
- National Council of the Order of Masseurs-Physiotherapists, for the exercise of the profession of masseur-physiotherapist;
- National Council of the Order of Midwives, for the practice of the profession of midwifery;
- National Council of the Order of Pharmacists, for the practice of the profession of pharmacist;
- National Council of the Order of Nurses, for the practice of the nursing profession;
- National Council of the Order of Dental Surgeons, for the practice of the profession of dental surgeon;
- National Council of the Order of Pedicures-Podiatrists, for the practice of the profession of pedicure-podiatrist;
- National Council of the Order of Veterinarians, for the practice of the veterinary profession;

9. Consumer protection:

- Directorate-General for Competition, Consumer Affairs and Fraud Prevention (DGCCRF);

10. Protection of privacy and personal data, security of networks and information systems:

- Commission nationale de l'informatique et des libertés (CNIL);
- National Agency for the Security of Information Systems (ANSSI);

11. Violations affecting the financial interests of the European Union:

- French Anti-Corruption Agency (AFA), for breaches of probity;
- Directorate General of Public Finances (DGFIP), for value added tax fraud;
- Directorate General of Customs and Indirect Taxes (DGDDI), for fraud in customs duties, anti-dumping duties and similar;

12. Internal market violations:

- Directorate-General for Competition, Consumer Affairs and Fraud Prevention (DGCCRF), for anti-competitive practices;
- Competition Authority, for anti-competitive practices and State aid;
- Directorate General of Public Finances (DGFIP), for corporate tax fraud;

13. Activities carried out by the Ministry of Defence:

- General Control of the Armed Forces (CGA);
- College of Inspectors General of the Armed Forces;

14. Official statistics:

- Official Statistics Authority (ASP);

15. Agriculture:

- General Council for Food, Agriculture and Rural Areas (CGAAER);

16. National education and higher education:

- Mediator of National Education and Higher Education;

17. Individual and collective labour relations, working conditions:

- Directorate-General for Labour (DGT);

18. Employment and vocational training:

- General Delegation for Employment and Vocational Training (DGEFP);

19. Culture:

- National Council of the Order of Architects, for the practice of the profession of architect;
- Council of auction houses, for public auctions;

20. Rights and freedoms in the context of relations with State administrations, local authorities, public institutions and bodies entrusted with a public service mission:

- Defender of rights;

21. Best interests and rights of the child:

- Defender of rights;

22. Discrimination:

- Defender of rights;

23. Ethics of persons engaged in security activities:

- Defender of rights.

Compliance département

You can contact a Compliance Officer of the Parlym Group at any time by going personally to the Compliance Department or by sending an email to the following address :

compliance@parlym.com





PARLYM

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