

# CODE OF CONDUCT

2020



**NOUVEAU MONDE** GRAPHITE

## CODE OF CONDUCT

### PREAMBLE

Since the founding of our company, we have built an enviable reputation thanks to the skills, honesty, loyalty and integrity of our employees and consultants. Our professional relationships with our clients, partners, suppliers and investors are based on this reputation and relationship of trust.

Our company pursues high standards of ethics and integrity and strives to manage the inherent risks of our operations as effectively as possible. The latest version of this guide that you have received today is one of the pillars on which our company's reputation is built. It clearly sets out the principles that must guide the actions of all our employees, associates and consultants to ensure that our company's affairs are soundly managed.

Compliance with the rules in this Code of Ethics is mandatory for all employees and consultants who have a professional relationship with our company, regardless of their hierarchical rank. Employees and consultants are also responsible for ensuring that this Code of Conduct is followed, which means that everyone must read and apply its rules. Take the time to read the Code carefully, clearly understand the contents, ask your human resources manager questions, and make sure you apply the Code on a daily basis.

All employees and consultants must comply with this Code and with any amendments made to it periodically. Any violation of this Code may be subject to corrective or disciplinary action up to and including dismissal and legal action.

We believe that all employees and consultants must be able to sufficiently exercise their duties and feel that they can confidently and promptly communicate any important issue that they feel does not meet these standards. In this case, the employee or consultant is encouraged to communicate their concerns or questions as quickly as possible to their immediate superior or, if they feel more comfortable, to the human resources manager.

### CONFIDENTIALITY, SECURITY AND USE OF INFORMATION

Our company considers information to be one of its most important resources. This information includes confidential information relating to our company's activities as well as all information necessary for or resulting from these activities.

The availability and integrity of information is essential to all of our company's strategic and day-to-day operations. It is therefore essential that we uphold the confidentiality of our company's information.

Unauthorized use, dissemination or disclosure of confidential information to any person, company or business in any manner whatsoever may compromise our strategic position and reputation and may also cause financial losses, legal issues, or even a loss of confidence on the part of our clients and the general public. Information security is therefore a key aspect of our ability to fulfill our company's business mission.

All information created for our company by our employees, consultants and suppliers belongs to our company.

All of our employees and consultants are responsible for protecting this information. Our employees and consultants must take all necessary precautions to protect confidential information from disclosure, unauthorized use, dissemination, or publication and must ensure that they do not reveal information that they possess regarding the identity or affairs of an employee, client, other company or supplier, whether they are still employed or retained by our company or not. Our employees and consultants are exempt from

their obligations under this policy only if they must comply with the requirements of a law or court order or after receiving prior written authorization by an authorized company representative.

To perform their duties, our employees and consultants need to access internal information. They must therefore not disclose any confidential information they have become aware of in the course of their duties to a third party or other employee or consultant whose duties do not require knowledge of this information, except to:

Meet the requirements of a law or court order or after receiving prior written authorization from an authorized company representative.

Our employees or consultants must not use information received in the course of their duties for their own benefit or the benefit of third parties with whom they have a direct or indirect relationship. It is therefore prohibited to use information with the goal of investing and particularly trading securities issued by our company on its behalf or on behalf of an individual.

Our employees and consultants recognize that confidentiality obligations with respect to internal information continue to apply even if they are no longer employed with or acting as suppliers for our company. At the end of their employment or contract, all employees and consultants must return to their immediate supervisor any document in their possession (in any form whatsoever: hard copy, electronic copy, etc.) that contains confidential information belonging to our company.

## **INTELLECTUAL PROPERTY**

Our company considers its trade secrets as one of its key competitive advantages. These secrets include, but are not limited to, information, data, processes related to our expertise, concepts, procedures or techniques, contracts, patents, copyrights and copyright derivatives. This property belongs to our company.

The integrity and protection of our trade secrets are essential to our company's ongoing existence and success. Failure to comply with this policy could jeopardize our strategic position and generate financial losses and legal problems. It is essential to protect and uphold the integrity of this property.

Our employees and consultants shall therefore agree not to produce or authorize any reproduction, posting, display, rental, sale, distribution or other use or operation of our trade secrets without the prior written consent of our company and to use all reasonable means at their disposal to prevent any such use by any person.

All information and trade secrets created for our company by our employees and our consultants belong to our company. Our employees and consultants acknowledge that all rights to our trade secrets and to content developed, presented and used in the course of their duties are and shall remain the exclusive property of our company and are protected by law. They also acknowledge that they do not acquire any right, title or interest in our trade secrets.

## **CONFLICTS OF INTEREST**

A conflict of interest is any situation that may directly or indirectly lead an employee or consultant to favour their personal or business interests or the interests of a person with whom they have a relationship over the interests of one of our clients or over the interests of the company. A conflict of interest also refers to any situation that may impair a person's loyalty or judgment in the performance of their duties.

Our employees and consultants must in no way engage directly or indirectly in any activity that competes with our company's activities or place themselves in a position of potential or actual conflict of interest with

respect to these activities. Any potential or actual conflict of interest must be immediately disclosed to your immediate superior.

Our employees and consultants may not be party to a contract with group companies, either directly or through a company in which they hold an interest, without first disclosing this interest in writing to their immediate superior. Furthermore, they may in no way participate in a decision by our company relating to such a contract.

Our employees and consultants may not hold any financial interests in the business of one of our company's clients or suppliers unless they disclose this in advance in writing to their immediate superior.

Our employees and consultants must disclose in writing to our company or to our clients' companies and to their immediate superiors any interests they may have in the business of our clients, either directly or indirectly, as soon as they become aware of this fact.

Under no circumstances may our employees and consultants attempt to influence a decision of our company regarding a client or supplier in order to gain a direct or indirect personal benefit.

Our employees and consultants are also prohibited from soliciting or accepting any personal benefit, donation, or gift from a current or potential client or supplier, whether in the form of money, goods, services, invitations or other benefit.

Our employees or consultants may, however, accept simple tokens of courtesy or an occasional invitation to meals or social events in the normal course of business or to maintain good relations. Before accepting any offer, they must first obtain written approval from their immediate superior.

If an employee or consultant receives a gift that contravenes this policy, they must return it or, if this could harm our company's relationship with the person who gave the gift, they must place the gift in the care of a human resources officer. When in doubt, our employees or consultants are obliged to consult their immediate superior or the head of human resources.

## **USE OF COMMUNICATION NETWORKS AND SOCIAL MEDIA**

To ensure that we convey consistent information about our company on the Web and to promote a positive image with the community and the public, the use of the communication networks provided by our company (phone, email, text messaging, fax, Internet, social media, etc.) is reserved primarily for business purposes or for specific functions related to your position. In no case may our employees or consultants use the network in any way that could damage our company's reputation.

In any communication that transmits information through our company's telecommunication tools (fax, phone, text message, email, social media, etc.), our employees and consultants must project a professional and respectful image of our company and our clients, suppliers, partners and associates at all times.

Our employees and consultants must ensure that their language and attitudes are civil and respectful toward anyone (colleagues, clients, suppliers, partners, the public, etc.) that has any relationship whatsoever with our company.

Our employees and consultants have a duty of loyalty. Any information that they communicate and that violates the interests of our company shall constitute a breach of this duty of loyalty.

We would also like to remind our employees and consultants that they are obligated to uphold at all times the confidentiality of information that they obtain in the course of their professional duties. Our employees and consultants must also act in keeping with their duty of loyalty toward their employer (our company). Before posting anything on social media, it is strongly recommended that our employees and consultants

question the justification, relevance and compliance of the post. When in doubt, be sure to talk to your immediate superior or the human resources manager.

## APPENDIX

### CONFIRMATION FORM

Please sign this copy of the Code of Conduct and submit it to senior management. It will be placed in your employee record.

I acknowledge that I have received a copy of the Code of Conduct, reviewed it on (date), and agree to respect the Code in its entirety.

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Employee name (please print)

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Employee signature