

ACKNOWLEDGEMENT OF COMPLIANCE WITH “NEOEN - VENDOR CODE OF CONDUCT”

By signing the present Acknowledgement, [_____]:

- Acknowledges that it has carefully examined the "Neoen – Vendor Code of Conduct" and all documents attached, including all terms, conditions, specifications, covenants, requirements, services contained therein;
- Certifies that it understands the obligations requested, has knowledge and expertise to comply with the undertakings contained in the "Neoen – Vendor Code of Conduct", and that when supplying any services or product to any of Neoen affiliates, it or its relevant affiliates will comply with the terms, conditions, specifications, and requirements of the "Neoen – Vendor Code of Conduct".
- Certifies that, at signing of the present Acknowledgement, it or any of its affiliates has not committed any breach of any obligation contained in the "Neoen – Vendor Code of Conduct",
- Acknowledges and agrees that Neoen may discontinue its selection, contract negotiations, or contract award processes with [_____] or any of its affiliates if it is determined that it or any of its affiliates have not accepted or have committed breaches of the "Neoen – Vendor Code of Conduct" ¹ contained herein.

Acknowledged and agreed:

Signature

Printed Name

Title

Date

Signature

Printed Name

Title

Date

¹ Neoen – Vendor Code of Conduct is attached hereafter

NEOEN

VENDOR CODE OF CONDUCT

2026



I. OBJECT

At Neoen Group (“**Neoen**” or “**Neoen Group**” being BRHL UK Midco Limited, BRHL UK Holdings Limited, Neoen SAS and all their controlled subsidiaries), we are committed to producing renewable energy responsibly and sustainably.

Our business partners’ ethics and practices affect our company: under international laws and rules, we are endeavouring to uphold human rights, to protect the environment and to advance ethical behaviour throughout our whole supply chain.

As such, the purpose of this Code of Conduct is to offer solid foundations for our partnerships.

II. SCOPE OF APPLICATION

All principles stated in this Vendor Code of Conduct shall apply to any third party (“**Vendor**”) that provides goods or services directly or indirectly to Neoen Group.

Vendors shall adhere, at a minimum, to the same commitment to ethical business practice as set out in this Vendor Code of Conduct (“**Code**”), and to have the necessary policies and procedures in place to support such commitments within their supply chain.

III. KEY PRINCIPLES

▪ LABOR AND HUMAN RIGHTS

Human rights and Modern Slavery: Neoen requires that all Vendors adhere to the following guidelines:

- Respect and support human rights and maintain processes to identify and prevent adverse human right impacts that could arise from operations
- Ensure compliance with applicable legislation and regulation on human and labour rights within the organisation
- Adhere to all laws pertaining to child labour (set by International Labour Organisation), forced and bonded labour, labour exploitation, fair wages, overtime pay, minimum wage policies and the provision of benefits, among other basic workers’ rights.

Neoen requires its Vendors to comply with its Human Rights policy attached in Schedule 1.

Neoen recognizes, respects, and contributes to the protection and promotion of all internationally recognized human rights. As a signatory of the UN Global Compact, Neoen continuously works to align its practices with its principles.

Neoen expects that its Vendors:

- operate in accordance with all applicable national laws and regulations as well as relevant local practices
- abide by the principles of the UN Global Compact
- undertake the necessary measures to align with our ethical standards, as listed in this Code
- promptly notify Neoen as soon they become aware of any actual or suspected breach of this Code
- select and work with suppliers and subcontractors who also respect the same ethical standards:

Neoen expects its Vendors to adopt and implement appropriate policies and procedures and to exercise reasonable due diligence to ensure that minerals used in their supply chains

potentially originating from conflict-affected or high-risk areas have not directly or indirectly financed or benefited armed groups or other actors that that might contribute to human rights abuses or other violence. Any minerals originating in a conflict affected and high-risk area shall be responsibility sourced in accordance with these requirements (including but not limited to tantalum, tin, tungsten, and gold).

Neoen encourages its Vendors to align their policies and due diligence with the OECD Due Diligence Guidance for Responsible Business Conduct, OECD Due Diligence Guidance for Responsible Supply Chains for Minerals from Conflict-Affected and High-Risk Areas, and/or IFC Performance Standards, where high risk is present or where relevant.

Labor Practices: Neoen expects Vendors to:

- Provide a safe and secure workplace for employees that complies with all applicable health and safety laws, regulations, and practices
- Provide a workplace free of discrimination or harassment based on gender, age, disability, culture, ethnicity, religion, sexual orientation or any other basis prohibited by applicable law
- Foster diversity and inclusion in the workplace for all employees and a culture founded on teamwork and respect
- Provide training as necessary to ensure personnel have the required skills and certifications to perform the assigned work
- Respect
- Respect the right for freedom of association unless restricted under local law, without fear of discrimination or reprisal
- Provide fair and appropriate pay, benefits and working condition.

▪ **HEALTH, SAFETY AND ENVIRONMENT**

Neoen requires its Vendors to comply with its Health, Safety, Environment, Social and Security policy attached in schedule 2 and, where applicable, with Neoen's *HSES Management Plan* attached to each project.

Neoen expects its Vendors to assess potential hazards to its workers and provide a workplace that seeks to prevent injury and ill-health and, at a minimum:

- Provide and maintain a clean, safe, and healthy working environment that complies with applicable laws, directives, and regulations, and minimizes occupational hazards. Working conditions must include reasonable access to sanitary facilities, fire exits, potable water and sanitary food preparation, storage and eating facilities, and adequate lighting and ventilation.
- Ensure that any Vendor-provided residential spaces are sanitary and safe, and equipped with adequate emergency egress, lighting, heat and ventilation, hot water for bathing, and reasonable personal space and entry/exit privileges.
- Obtain, keep current and comply with all required health and safety permits.
- Eliminate or control potential hazards through design, engineering, administrative controls, preventative maintenance and/or safe work procedures. When this is not possible, protect worker health through appropriate personal protective equipment programs.
- Implement procedures and related measures designed to prevent injury to workers, including providing adequate work training and personal protective equipment as appropriate and safeguards against infectious disease.
- Provide workers with appropriate workplace health and safety training in their language (or a language the worker can understand) for all identified workplace hazards that may be encountered in the course of their work.
- Post required health and safety information in the work facility or a location identifiable and accessible by all workers.

- Maintain reporting systems for workers to document, track and report health and safety hazards, incidents, and occupational injuries, and encourage workers to raise safety concerns without fear of retaliation or reprisal for so doing.
- Enforce workplace health and safety rules, and promptly and suitably address workplace health and safety-related deficiencies, hazards, or risks.
- Promptly inform Neoen of any material health and safety incidents that occur while performing services for, or delivering goods to, Neoen or its clients.

▪ **SUSTAINABILITY**

Neoen's sustainability principles are embedded throughout its operations to ensure that its business model will be sustainable. Where adverse impact(s) directly linked to the Vendor's operation, products or services could not be mitigated or were unforeseen, Vendors are expected to collaborate with relevant stakeholders to remedy impacts.

- **Biodiversity and the Environment:** Neoen encourages its Vendors to use resources responsibly and conduct operations with the aim to protect and preserve the environment. Neoen encourages its Vendors to assess the availability of, and where feasible use, equipment and components of high **durability** and recyclability and that are easy to dismantle and refurbish, incorporating recycled components into the manufacturing process when viable. As appropriate, Vendors facilities must have suitable plans for notifying local authorities in the case of accidental discharge or release of hazardous materials or any other environmental emergency. Neoen also encourages its Vendors to comply with its Biodiversity Policy which can be found
- **Greenhouse gas emissions:** Neoen promotes the reduction of greenhouse gas emissions and intends to reduce its own carbon intensity. As a key player in the renewable industry, Neoen expects its Vendors to engage in a similar carbon footprint reduction scheme. Neoen expects its Vendors to have strategies in place to reduce their environmental impact, including measuring, reducing, and, as may be requested by Neoen or required by law, reporting greenhouse gas emissions. Neoen may actively engage with individual Vendors to encourage these practices, set robust emission reduction targets, and track progress against environmental commitments.
- **Promote economic and social development:** as detailed in its [Sustainability Framework](#), Neoen actively seeks to contribute to local and regional economic development when conducting its business. Therefore, Neoen expects its Vendors to engage with local business and employment networks, prioritizing local suppliers and jobseekers where possible, to promote economic and social development. Neoen also expects its Vendors to have appropriate policies and programs to maintain good relationships with local communities, stakeholders, and Indigenous communities.

▪ **BUSINESS ETHICS**

Neoen has a zero-tolerance approach toward illegal activities, including bribery and corruption, money laundering, tax evasion and sanctions and export control violations.

Anti-corruption: Neoen has in place an Anti-Bribery and Anti-Corruption Code of Conduct attached in schedule 4. Neoen expects its Vendors to share these principles and uphold our standards and to develop and maintain policies and programs as appropriate to ensure that their representatives understand and adhere to these standards.

Neoen expects all Vendors to:

- Comply with all applicable anti-bribery, anti-corruption and anti-money laundering laws.
- Comply with all applicable competition and antitrust laws.

- Refrain from offering or making any payments of money or anything of value to any public officials, political parties, candidates for public office, charities or other business-related parties that could be considered to improperly influence any act or decision of such official or person for the purpose of promoting the business interests of Neoen in any respect, or otherwise in violation of applicable law. This includes a prohibition on facilitation payments of any kind.
- Deal fairly and honestly in their activities, behaving in an ethical manner and not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other unfair practice.
- Comply with all applicable tax laws and refrain from knowingly facilitating a person committing fraudulent evasion of tax.

Anti-money laundering: Neoen firmly condemns criminal practices and all derived money laundering activities. As so, Neoen expects its Vendors to implement the relevant policies to ensure they comply with all international and local anti-money laundering laws.

Fair competition: Neoen applies a fair and transparent Vendor selection process and expects its Vendors to engage in a similar process when selecting their own suppliers and subcontractors in compliance with all applicable competition and antitrust laws.

Conflicts of interest: Neoen expects its Vendors to disclose to Neoen and avoid or appropriately manage any actual or potential conflicts of interest arising due to either personal or business relationships. Vendors should also refrain from entering into business relationships or transactions with Neoen personnel in an individual capacity or in any way that could create the appearance of a conflict of interest or impropriety.

Trade sanctions and sanctions: Neoen requires its Vendors to comply with all applicable trade sanctions and sanctions laws and not knowingly employ or do business with anyone suspected of being connected with criminal or terrorist activities who is the subject of applicable trade sanctions. Vendors are expected to confirm that neither they nor any related company (including parent companies) have been: (i) named or listed as the target of any economic, trade, or transactional sanctions imposed by any governmental agency; or (ii) otherwise banned or blocked pursuant to any laws that are enforced or administered by any governmental agency and promptly inform Neoen if this changes.

▪ **LEGAL AND REGULATORY COMPLIANCE**

Neoen has global business activities and is subject to the supervision of numerous regulators. Neoen expects all Vendors to:

- Understand and comply with applicable laws and regulations.
- Maintain all appropriate licenses, permits and other regulatory authorizations and requirements necessary to conduct the activities for which they have been hired by Neoen.

Vendors are expected to cooperate with Neoen to ensure its compliance with applicable laws and regulations. This includes responding to Neoen's reasonable requests for information, maintaining adequate documentation of compliance programs and obtaining compliance certifications as reasonably requested.

▪ **BUSINESS CONTINUITY AND DISASTER RECOVERY**

Neoen expects its Vendors to have adequate business continuity and disaster recovery plans in place designed in accordance with industry standards to maintain continuity of services to a reasonable degree after the occurrence of an event that results in an interruption or suspension of services. Upon request by Neoen, Vendors will disclose in reasonable detail and discuss the elements of their business continuity plans.

- **INSIDER TRADING**

Information provided to Vendors by Neoen may include material information that is not available to the public (“**MNPI**”) and that could influence an investor’s decision to buy or sell securities.

Neoen requires its Vendors to agree not to, and will not permit their employees, contractors and agents who are in possession of MNPI to (a) buy or sell any securities based on MNPI; or (b) recommend that any other person buy or sell any securities while in possession of MNPI.

- **INSURANCE**

Neoen expects its Vendors to maintain all required insurance coverage needed to provide services to Neoen. Vendors will upon request promptly provide documentation to Neoen that demonstrates such insurance coverage is in place.

- **NO PUBLICITY**

Neoen expects Vendors not to use any of Neoen or its affiliates’ name, marks other proprietary trademarks in any public or promotional materials without the prior written consent of Neoen.

- **DATA PROTECTION AND CONFIDENTIALITY**

Neoen expects its Vendors to protect personal, proprietary, and confidential information (“**Confidential Information**”), including information that they access, receive or process on behalf of Neoen. Vendors must adopt and maintain processes to provide reasonable protections for such information and a degree of care that would apply to Vendor’s own confidential information, but in any event, a reasonable degree of care.

The safeguarding of Neoen Confidential Information and privacy is of paramount importance to Neoen. Neoen expects its Vendors to:

- Comply with applicable laws and regulations, including those relating to the data protection, privacy, security or the processing of personal data and information and not take any action that would prevent Neoen from complying with its obligations thereunder.
- Provide services, where Vendors have access to Neoen Confidential Information, in accordance with an industry recognized information security framework and information security policy. Maintain appropriate administrative, technical, organization and physical safeguards to preserve and protect Neoen Information.
- notify Neoen immediately of any privacy breaches, security breaches or loss of Neoen Confidential Information.

IV. STRATEGIC INDUSTRIAL PARTNERS

All principles stated in this section shall apply to Strategic Industrial Partner of Neoen (“**SIP**”). SIPs are suppliers involved in the supply of key industrial:

- goods and products (suppliers of PV modules, inverters, transformers, racking systems, wind turbine generators, batteries etc.) or,
- services (EPC contractors, O&M providers, aggregators, etc).

- **Initial assessment of SIPs' compliance with this Code:**

Prior to selection, Neoen requires its SIPs to provide their HSE KPIs, their quality certificates, their latest financial audited reports and their sustainability report.

Neoen also requires its SIPs to undergo an Ecovadis CSR assessment (or equivalent rating under a similar and reputable CSR rating agency, approved by Neoen). Such rating shall be provided during the selection process, if the SIP is already assessed. If not, such assessment shall be started from the award and provided to Neoen no later than a year after the date of the award. A minimum target ranking of Bronze under the Ecovadis CSR rating is expected.

Then, during the EPC and O&M Contractors selection phase (request for proposal), the SIP undertakes to comply with the ESG (environmental, social and governance) and HSE clauses included in Neoen's contracts as well as to sign the current Code.

- **Additional assessment:**

Before initiating a business relationship with a new SIP, Neoen carries out a 360° audit and/or a factory visit of its suppliers of major components (modules, turbines, trackers, and inverters), whenever site visits are possible. The audit is based on a questionnaire covering topics such as working conditions and health and safety. Site visits include a review of topics relating to health, safety, the environment, and quality.

- **Monitoring mechanisms and enforcement:**

During the contractual period, Neoen endeavors to repeat site visits, mainly targeting suppliers whose products have undergone changes. In addition, Ecovadis CSR assessment shall be provided to Neoen regularly.

A violation of the Code and/or refusal to engage in a process to implement corrective measures may lead to a termination of the agreement with the involved suppliers and contractors and may trigger appropriate sanctions.

V. COMPLIANCE WITH THE CODE

Vendors will ensure that their personnel, contractors, agents, and other representatives understand and comply with this Code.

Neoen expects their Vendors to share its commitment to the minimum standards and principles in this Code and to have their own internal policies and procedures in place to support and monitor their compliance with such commitment.

Neoen reserves the right to monitor, assess and audit all Vendors according to this Code. Where incorporated into any contract, this Code will survive the contractual term.

The contents of this Code are additional to and do not in any way affect or prejudice any of Neoen's rights and remedies under any applicable agreement with Vendors. In the event of any non-compliance with the requirements of this Code or breach of any applicable agreement, Neoen reserves its rights and retains the sole discretion to exercise any rights under this Code, any relevant agreement and/or local laws and regulations. The failure or omission by Neoen to insist upon strict performance and compliance with any provision of this Code shall in no way constitute a waiver of its right to do so. This Code is subject to modification from time to time. The latest version of this Code is available [here](#).

Neoen expects request that their Vendors report as soon as reasonably practicable any concerning behaviour related to Neoen's activities that may be non-compliant with the principles outlined in this document.

Neoen has set up an external whistleblowing platform for employees, stakeholders, suppliers to anonymously report any concerns or raise any issues free of discrimination, retaliation or harassment pertaining to (i) accounting, auditing, or other financial reporting irregularities; (ii) unethical business conduct (including safety, environment, conflicts of interest, theft, and fraud); or (iii) violations of applicable law.

This platform may be accessed:

- **By telephone (toll-free):** All calls will be answered at any time, 24/7 in the local language or in English.
 - Argentina: + 54 1153528838
 - Australia: + 61 251142052
 - Canada: +12 894019198
 - Ecuador: + 59 31800001421
 - El Salvador: + 503 22304771
 - Finland: + 358 942552333
 - France: + 33 187212291
 - Germany: + 49 3099257146
 - Ireland: + 353 15295031
 - Italy: + 39 0281480081
 - Mexico: + 52 5571002193
 - New Zealand: +64 48897975
 - Portugal: + 351 304502651
 - Sweden: + 46 812160726

To access the automatic message service, enter the following PIN: 1075.

- **On the external platform:** Reports can be made at any time, 24/7, in French, English or Spanish on the website [Neoen Integrityline](#)

SCHEDULE 1 – HUMAN RIGHTS POLICY



HUMAN RIGHTS POLICY

2026

HUMAN RIGHTS POLICY

I. PURPOSE

Neoen operates in accordance with all applicable national laws and regulations as well as relevant local practices.

Neoen recognizes, respects and is committed to the protection and promotion of internationally recognized human rights.

The purpose of this policy is to set our approach to respecting fundamental human rights which we define by reference to the International Bill of Human Rights, the International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work and seek to act in a way that aligns with international human rights standards, including the UN Guiding Principles on Business and Human Rights and the UN Global Compact.

II. SCOPE

Neoen Group (“**Neoen**,” being BRHL UK Midco Limited, BRHL UK Holdings Limited, Neoen SAS and all their controlled subsidiaries), requires its employees, temporary workers, officers, directors and contractors (together the “personnel” of Neoen), to acknowledge and comply with this Human Rights Policy. Where Neoen does not control a subsidiary, we will seek to work with our business partners to align with the principles described in this Policy.

In addition, this policy applies to Neoen’s vendors and is appended to Neoen’s Vendor Code of Conduct.

III. PRINCIPLES

In accordance with the UN Guiding Principles reporting framework, Neoen has conducted an internal “salient human rights risk” assessment and identified the following salient risks¹:

- Occupational health and safety
- Modern slavery and child labor
- Labor conditions
- Communities (including Indigenous Communities) rights and access to remedy.

We seek to identify, prevent and mitigate adverse human rights impact in our business activities and supply chain, in connection with Neoen’s salient human rights risks, through the implementation of this Policy and the following guiding principles and through the deployment of specific procedures and controls:

1) PROHIBITION OF MODERN SLAVERY

We recognize our responsibility in participating in the fight against all forms of modern slavery, including forced or compulsory labor. Participation in or benefit from forced labor, including bonded labor, debt bondage, forced labor in penitentiary institutions, slavery or human trafficking is not tolerated. All labor shall be voluntary, and workers shall be free to leave upon reasonable notice.

2) FAIR AND RESPECTFUL TREATMENT OF PEOPLE

We seek to treat our personnel, customers, suppliers, and the communities in which we operate with dignity and in a manner that respects human rights.

¹ Salient human rights refer to the human rights at risk of the most severe negative impact through our activities and business relationships.

We are committed to a safe and healthy workplace free of discrimination and harassment, where people are treated fairly, irrespective of race, sex, nationality, ethnicity, language, religion, sexual orientation, gender identity and expression, employment and occupation or any other status.

3) PROHIBITION OF CHILD LABOUR

Neoen is committed to the abolition of children and under-aged labor. Neoen will not allow, practice or support the exploitation of children.

4) FREEDOM OF ASSOCIATION

Neoen recognizes its employees' rights to freedom of association, peaceful assembly and collective bargaining (including the right to form trade unions), and the provision of wages that meet or exceed those required by law.

5) RESPECT OF COMMUNITIES

Neoen supports the right to a clean, healthy, and sustainable environment and is respectful of local communities, including Indigenous Peoples, living in proximity to our projects and undertakes a range of engagement activities and benefit-sharing initiatives.

Neoen respects the lawful and safe exercise of freedoms of expression, of association and of peaceful assembly of local communities living in proximity to our projects; and is committed not to contribute to or support retaliation, threats or intimidation against those who exercise their lawful rights to express human rights-related concerns on their or others' behalf in relation to our business.

IV. OUR APPROACH

The application of the content and values of this Policy is the responsibility of all Neoen employees. We seek to identify, prevent, and mitigate adverse human rights impacts in our business activities and supply chain through the implementation of this Policy and the support of the following programs and controls:

1) NEOEN'S CODE OF CONDUCT:

All employees are required to sign and comply with Neoen's Code of Conduct, which states that: *"The Group emphasizes its commitment to upholding fundamental human rights, particularly as embodied in the United Nations Guiding Principles on Business and Human Rights."*

2) NEOEN'S VENDOR CODE OF CONDUCT:

Our Vendor Code of Conduct ("Vendor Code of Conduct") sets our expectations that our vendors respect human rights and maintain processes to identify and prevent adverse human rights impacts that could arise from their own or their supply chain's operations. We monitor compliance with, and maintain the right to, periodically audit vendors against the Vendor Code

3) DUE DILIGENCE PROCESS TO REGISTER SUPPLIERS AND CONTRACTORS

Prior to entering a commercial relationship, Neoen requires its equipment suppliers and key contractors to submit HSE and quality certifications, corresponding performance reports, and their sustainability reports and policies. Neoen conducts due diligence to verify anti-bribery qualifications when its internal compliance risk assessment deems it necessary.

Internal analysis of this information is supplemented by an independent third-party ESG assessment or rating. If a potential contractor or equipment supplier does not already hold a third-party rating, shortlisted companies must undergo a third-party assessment or rating prior to the final contract award.

Should a breach of terms be suspected, Neoen contractually reserves the right to conduct in-house or external audits of our suppliers' operations at any time throughout the contractual term.

4) COMMUNITY AND STAKEHOLDER ENGAGEMENT

We seek to proactively engage with stakeholders including local communities and Indigenous Peoples where we operate and strive to create shared value.

Our engagement with Indigenous Peoples is mindful of historical human rights abuses and seeks to find ways to support and facilitate self-determined economic development and long-term benefit-sharing.

5) WHISTLEBLOWING CHANNEL AND GRIEVANCE:

Neoen provides a whistleblowing and grievances reporting mechanism to all stakeholders (cf. section V).

As stated in Neoen's Code of Conduct, "*Personnel of the Group who are aware of or suspect, in good faith, breaches of this Code, of the Anti-Bribery and Anti-Corruption Code of Conduct, or, more generally, any fraud or offence against relevant laws and regulations, [...], must promptly report it.*"

6) ENFORCEMENT

Any violation of human rights and/or refusal to engage in a process to implement corrective measures may lead to a termination of the agreement with the concerned suppliers or contractors and may trigger appropriate sanctions vis-à-vis our personnel.

V. DISTRIBUTION

This policy shall be issued to all relevant counterparties, who are responsible for ensuring that Neoen's commitments are known and maintained.

We provide regular training on our Code of Conduct and human rights related training is provided for selected employees, when relevant to their role.

VI. GRIEVANCE AND ACCESS TO REMEDY

We provide appropriate channels for our workforce, local communities, partners and other stakeholders to support reporting and recording of grievances raised, including any that are related to human rights. We seek to make available and communicate details of our channels to all stakeholders and partners either through a website or in direct communication with communities in the areas of influence.

We maintain a confidential and anonymous whistleblowing and grievance channel. It is hosted by an independent third party and is available to our personnel, vendors, partners, communities, and other interested parties. It can be accessed via our website and is available in multiple languages.

All grievances reported through these channels are carefully reviewed and, where appropriate, responded to.

If we identify that we have caused or contributed to an adverse human rights impact, we will take appropriate actions to mitigate or remedy the impact. When doing so we will consider all the relevant circumstances of the case including but not limited to (i) the extent to Neoen has directly caused or contributed to the impact, (ii) Neoen's ability to influence the mitigation or remedy of the impact, and (iii) any wider consequences which may flow from Neoen's action.

We seek to promote remediation and will not impede lawful access to judicial process nor retaliate against those who have exercised their rights to raise grievances.

VII. GOVERNANCE AND APPROVAL

This Policy was reviewed and approved by the Board of Directors.

The responsibility for the management of human rights issues extends across Neoen. Human rights matters are overseen by Neoen's Group CEO who is supported by the Regional CEOs and the Group COO as well as other relevant senior executives.

Neoen's Sustainability Committee oversees this policy, monitors its implementation, and approves our human rights risk mapping and assessment as well as potential human rights related grievances from external stakeholders (internal grievances are managed at the appropriate management level)

Material changes to this policy are approved by the Board of Directors.

VIII. INTEGRATION WITH OTHER RELEVANT POLICIES

Sustainability Framework

Code of Conduct

Anti-Bribery and Anti-Corruption Code of Conduct

Vendor's Code of Conduct

Health, Safety, Security and Environmental Policy

Positive Work Environment Policy

SCHEDULE 2 – HSE&S GLOBAL POLICY



Neoen HEALTH, SAFETY, ENVIRONMENT, SOCIAL and SECURITY(HSES&S) POLICY

Neoen is committed to provide a healthy and safe working environment for its employees, contractors and the public and guarantee the integrity of the company's assets and protect the environment.

Senior executives are fully accountable for HSES&S performance within their operations, while all managers, employees and contractors have a responsibility to actively participate in the application of HSES&S principles through implementation of comprehensive management systems at all stages of business activities.

At Neoen, we believe:

- All accidents and damages to the employees, contractors, customers, off-takers, visitors, property, the environment and surrounding communities can be avoided and we will undertake all appropriate measures with the goal of eliminating all of them.
- Health, Safety and Environmental management is a daily individual and team responsibility.
- Each company member must be dedicated to conduct all required activities in order to develop the proper attitudes and practices, with the greatest concern for employees' health & safety, the environment, the local communities and security.
- All of us should actively contribute to HSES&S programs during the development, construction and operation of Neoen's assets, and seek to achieve an accident-free work environment for Neoen employees, its customers and its contractors.

Accordingly, Neoen is committed to:

- Meeting or exceeding all applicable Health, Safety, Environment and Social laws or regulations.
- Pursue the objective of zero high-risks incident to people, the company's assets and no damage to the environment, the local communities or the public.
- Minimize adverse impacts of our activities to the environment and the ecosystem, optimize the social impact to the communities in the surrounding of Neoen's facilities, and preserve the local cultural heritage.
- Taking actions to prevent pollution and promoting the sustainability of the natural resources that we use.
- Mitigate our exposure in all areas of personal, physical and organizational security.
- Focus on the fundamental elements of preparedness, prevention, detection, response, and recovery.
- Manage the HSES&S matters as any other critical business activity in the company, with a continuous performance improvement mindset.
- Provide guidance, support and training to our personnel and contractors in order to create and maintain a best-in-class HSS&SE culture.

Xavier Barbaro
CEO

SCHEDULE 3 – BIODIVERSITY GUIDELINES

NEOEN

BIODIVERSITY POLICY

2023



BIODIVERSITY POLICY

I. PURPOSE

As a company entirely dedicated to renewable energy, we have sustainability hardwired into our DNA. Every day, we contribute towards global efforts to combat climate change through developing, owning, and operating large-scale wind, solar and battery-storage assets around the world.

Beyond our core business of developing, owning and operating high-quality renewable power plants, we also want to promote responsible and sustainable practices, as described in our [Sustainability Framework](#). This *Biodiversity Policy* provides more details on the principles that guide our actions. It acts as a reference framework to ensure biodiversity conservation is embedded in our projects and to minimise our environmental impact.

As a signatory of the UN Global Compact, Neoen developed this policy in order to contribute to progress on the United Nations Sustainable Development Goals (SDGs), especially goal 15 “*Life on Land – Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss*”.

II. SCOPE OF APPLICATION

This policy applies to Neoen Group (“Neoen” or “Neoen Group” being BRHL UK Midco Limited, BRHL UK Holdings Limited, Neoen SAS and all their controlled subsidiaries). The same level of application is expected from our Suppliers, Contractors and their subcontractors.

Every wind farm, solar plant or storage site has its own unique ecosystem. Neoen operates in accordance with all applicable national laws and regulations (including environmental permits), as well as relevant local practices. The principles of this policy will be implemented in line with local environmental conditions, internal detailed biodiversity guidelines and in compliance with local regulations.

III. PRINCIPLES

Developing, owning and operating utility-scale renewable energy plants can impact the environment in different ways. This makes Neoen’s environmental stewardship a fundamental part of its projects.

Examples of specific impacts include habitat degradation and/or transformation, reductions in the availability of resources (water, flora,). As these can affect biodiversity, Neoen has established the following core principles:

- **Identify** environmental impacts that could affect biodiversity by undertaking environmental impact assessments during the development phase of all tender-ready projects.
- **Manage** the environmental impacts of our projects and across phases (development, construction, operation), **following the Mitigation Hierarchy principles** of avoid, minimise, restore and offset:
 - o **avoid**: when choosing sites for projects, prefer locations with the least ecological value.

- **minimise:** manage the use of resources efficiently and sustainably if the impact on biodiversity or on the environment is unavoidable.
- **restore & offset:** as a minimum, comply with each environmental permit by implementing and monitoring the associated mitigation actions.
- **Minimise net loss** of biodiversity and, where possible, projects should result in a net gain by:
 - developing plans for monitoring flora and fauna, especially endangered and vulnerable species, in line with local environmental requirements
 - selecting for each project one “above and beyond” biodiversity initiative, which goes beyond local regulation.¹
- **Report** actions on biodiversity to Neoen’s Regional HSE department.²
- **Promote** and increase biodiversity awareness and training.

¹ Commitment taken by Neoen in its *Sustainability Framework*

² Report shall be made by Development Project Manager during development phase, Construction Manager during construction and Asset Manager during operation.

SCHEDULE 4 – ANTI-CORRUPTION POLICY

ANTI BRIBERY AND ANTI- CORRUPTION CODE OF CONDUCT

January 2026



NEOEN



To all directors, officers and employees of Neoen,

Neoen wishes to formally reaffirm, through its Code of Conduct, the principles and values it upholds while carrying out its mission – developing, building operating renewable energy power plants and storage solutions to accelerate the energy transition and promote access to green energy for all.

This Code of Conduct has been approved by our Board of Directors.

The Code is not intended to address every situation you may encounter as a Neoen employee. Its purpose is to set out the fundamental principles that should guide your conduct and to define the standards you are expected to follow. It also serves as a roadmap to other Neoen policies that provide more detailed guidance on specific topics and situations.

The Code outlines the commitments we all must uphold as part of the Neoen team or of Neoen's stakeholders/suppliers. We encourage you to read it carefully. If you have any questions or uncertainties, please contact your manager, the Neoen's Compliance or Legal team.

Integrity is one of our core values and guides our relationships and interactions with stakeholders, partners, clients and local communities. Shared by all employees, our values are the foundation of Neoen's identity and represent the benchmarks for our daily conduct.

Thank you for your continued dedication to Neoen and for your commitment to upholding the principles and standards set out in the Code.

Xavier BARBARO
Group CEO

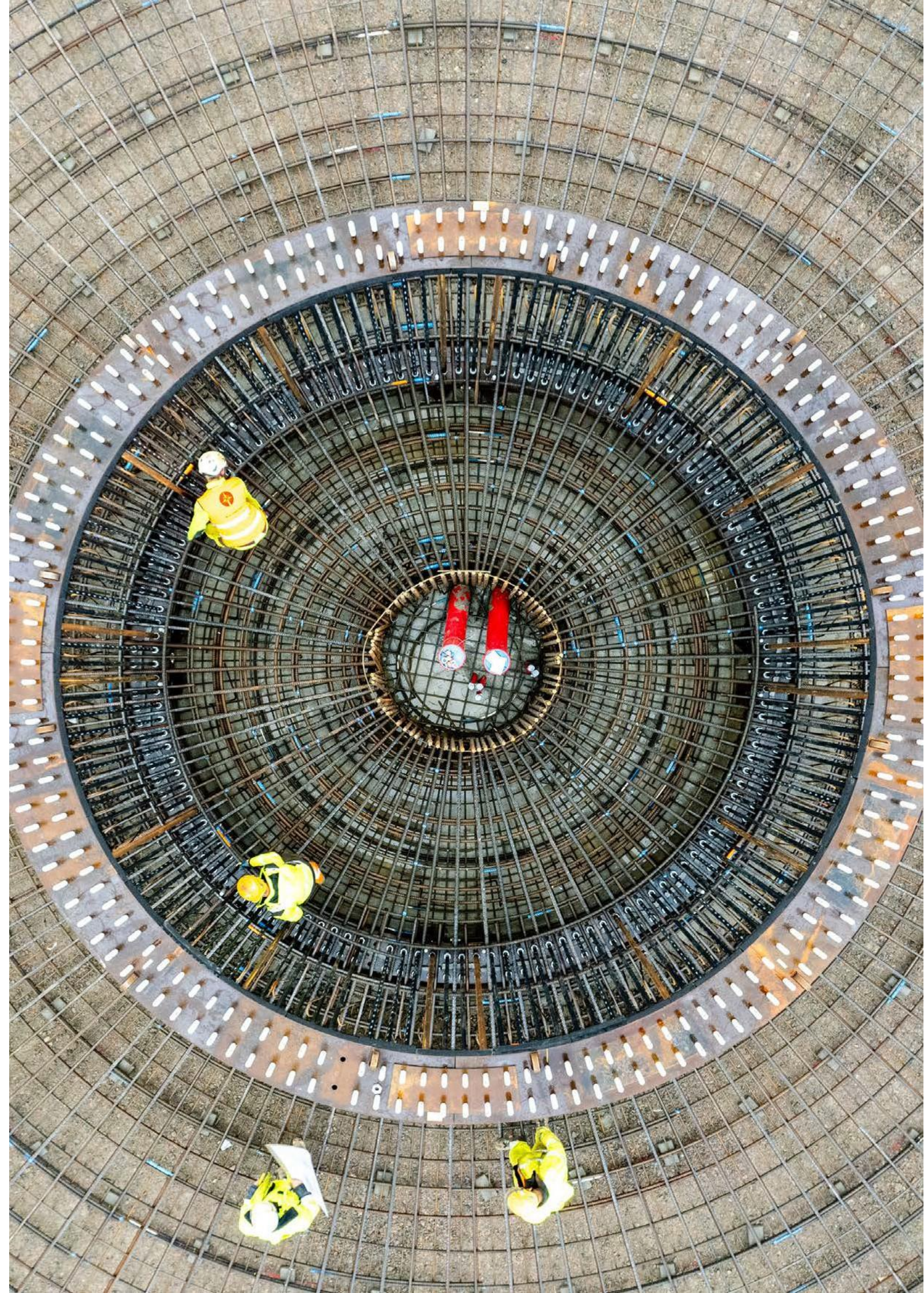


- The Neoen Group (the “Group” or “Neoen Group” being BRHL UK Midco Limited, BRHL UK Holdings Limited, Neoen SAS and all their controlled subsidiaries), as a major actor in renewable energy sector, hereby reaffirms the principles and values to which it adheres within the framework of its activity, being the development, construction and operation of renewable power plants and energy storage facilities in order to facilitate the global transition from traditional to renewable power and promote universal access to green energy.
- The Group does not pay bribes in furtherance of our business and expect that its employees or stakeholders will not do so on its behalf. The Group has a **zero-tolerance approach towards bribery**. This commitment comes from the highest levels of management and all Personnel must meet this standard.
- A “bribe” is anything of value that is offered, promised, given or received by any party to influence a decision or to gain or reward an improper or unfair advantage for the benefit of the Group or any other party.
- “Corruption” is the abuse of power or position for private gain.
- The Group strictly prohibits all bribery or corruption, in any form whatsoever.
- The Group hereby solemnly prohibits any act or omission that may constitute an act of corruption or a related offence, as defined by the laws of any country in which it operates or by relevant international conventions. This prohibition also extends to any actions for the purpose of requiring or ordering Personnel or a contractor to commit such acts.
- The purpose of the Anti-Bribery and Anti-Corruption Code of Conduct (the “Policy”) is to reiterate Neoen’s commitment to conducting its business with honesty and integrity and in full compliance with applicable anti-bribery or anti-corruption including, but not limited to, those applicable in the jurisdictions which we operate. If local laws are more restrictive than this Policy, the more stringent local requirement will apply.



Bribery and corruption can take many forms, including the offering, provision or acceptance of:

- Cash payments
- Non-arm’s length loans, forgiveness of debt or other transactions
- Phony jobs or “consulting” relationships;
- Kick-backs
- Political contributions, charitable donations or sponsorships
- Employment opportunities, directorships, internships or secondments
- Benefits in kind
- Excessive discounts or rebates
- Procurement and service contracts
- Gifts, travel, entertainment, hospitality, or the reimbursement of expenses



Scope of the Policy

- The Group implemented this Policy with a view to promoting ethical and responsible behaviour by all its directors, officers, employees and temporary workers (the "Personnel"). For purposes of the Policy, "temporary workers" include non-full-time workers, and consultants and contractors etc. that work on our premises. The business group retaining a temporary worker is responsible for ensuring that the temporary worker certifies their commitment to comply with the Policy.
- This Policy is applicable to the Neoen Group worldwide.
- This Policy reflects the standards to which Neoen expects any person or entity that performs services on behalf of Neoen Group to adhere to when acting on Neoen Group's behalf. Such persons or entities acting on the Neoen Group's behalf could include business associates, partners (including joint venture partners), agents, intermediaries, representatives, suppliers, contractors, third party service providers, consultants, and any other individual or entity that performs services for or on behalf of Neoen (collectively "Third Parties" and individually "Third Party").
- In case of questions and requests for authorization relating to this Policy, Personnel and Third Parties can contact their manager, Neoen's Compliance or Legal team, or any member of Senior management of Neoen.

Prohibited acts

- In the course of conducting Neoen business, Personnel and Third-Party may be faced with offers, attempts to offer, receipt or attempts to receive, or the authorisation or promise of any type of gift, facilitation payment, or kickback payment to any person whatsoever, with a view to obtaining an undue advantage or obtaining or retaining any contract or business. Such conduct constitutes an act of corruption.
- All Personnel and Third-Parties are involved in and responsible for the prevention and fight against corruption, in particular when the Group performs work in countries at high risk for corruption. It is essential to assess and manage the risks inherent to such countries.



The list below contains examples of conduct absolutely prohibited by the Group:

- Requesting or accepting an undue advantage (travel, invitation to a sports event, etc.) from a third party (partner, supplier, subcontractor...) in exchange for information, sensitive, strategic or confidential data or in exchange for the award of a contract;
- Offering money or a gift of value to a public official charged with reviewing an application for an exemption from VAT for a given project;
- Sponsoring a local association of which a public official is the manager in return for obtaining a contract, an authorisation or a permit;
- Lacking transparency in the selection of partners, suppliers, etc.;
- Lacking transparency in pricing in our dealings with suppliers (false invoices, overcharging);
- Creating conflicts of interest in our decision-making processes or with our clients;
- Improperly paying our partners, suppliers or any other third party;
- Causing data protection violations, know-how leaks, the misappropriation of funds or the misuse of internal processes for the benefit of a third party;
- Performing acts of fraud, embezzlement or improper payments to any third party;
- Paying any additional amount of money to a public official for obtaining or approving a permit or authorisation, a visa or any other administrative act;
- Handing over a sum of money or an undue advantage to an intermediary (public official, embassy representative) to obtain benefits from the local administration (waiver of financial penalties on acceptance of works, continuity of operation of a plant);
- Granting of a commission by the Group or one of its contractors to any public official to allow or facilitate clearance of goods through customs;
- Requiring or permitting a partner, subcontractor, supplier, business intermediary or advisor of a Group entity or any other person acting in the name and on behalf of a Group entity to commit any of the acts listed above;
- Recruiting a relative of a private third party or a public official with whom Neoen is negotiating.

Gifts, meals and entertainment



The giving or receiving of gifts, meals and entertainment should be proportionate and reasonable for the circumstances, for legitimate purposes only, and not with a view to improperly inducing a third-party to misuse their position or as a quid pro quo for official action or with linkage to an official decision.

- Subject to the restrictions set out in the section relating to public officials, gifts given to or received from persons who have a business relationship with Neoen are generally acceptable, if the gift is **reasonable** in value, is **appropriate** to the business relationship, is not given or received to gain an improper advantage and does not create an appearance of impropriety.
- **No cash payment or cash equivalents should be given or received.**
- Meals and other entertainment (e.g. tickets to sporting events or theatre) given to or received from persons who have a business relationship with Neoen are generally acceptable, but again only if all the following conditions are met:
 - The meal or entertainment is reasonable in value,
 - Appropriate to the business relationship,
 - Infrequent,
 - Is not given or received to gain an improper advantage,
 - Does not create an appearance of impropriety,
 - Is otherwise in accordance with applicable laws and regulations, and
 - If a representative from the sponsoring organization (the party paying for the meal or entertainment) is present at the event.
- For the avoidance of doubt, if a representative from the sponsoring organization is NOT present at the event, the meal or entertainment would be considered a gift. Note that many jurisdictions have laws restricting meals and entertainment of public officials or their close relatives.
- Gifts, meals and entertainment that are repetitive, no matter how small, may be perceived to be an attempt to create an obligation to the beneficiary and should not be provided. Gifts or entertainment given close in time to when a decision impacting Group's business is being made (including by a private business partner) may be perceived as a bribe in return for a favourable decision and should also not be provided. Personnel should not personally pay for gifts, meals, or entertainment in order to avoid reporting them or seeking approval.
- Travel (e.g. for due diligence, site visit) and related items given or received should follow the same principles as for gifts. When travel or related items are given, payment should be made directly to the provider (as opposed to providing a reimbursement to the individual), whenever possible. **Under no circumstances should cash or per diem reimbursements be provided.**

- Where any gift, meal or entertainment is offered to Personnel in the course of carrying out their professional duties and is reasonably estimated at a value of more than **two hundred euros (€200) (or the equivalent in any other currency)**, Personnel must inform **Senior Management**.
- In case of doubt as to whether gifts, meals or entertainment proposed to be given or received are proportionate and reasonable for the circumstances, Personnel shall consult the Compliance team, Legal team or a member of the Senior Management.
- The Group encourages its Personnel to contribute personal time and resources to charities and nonprofit groups. However, unless the solicitation is supported by Neoen Group, all Personnel are prohibited from using Neoen Group's resources to solicit donations. Charitable donations made by individuals on their own behalf should have no relationship to company business and must comply with local laws and regulations.
- Requests for donations may take many forms (e.g. direct requests or indirect requests such as paying for a table, a round of golf or otherwise contributing to an event designed to raise money for a particular charitable cause/group).
- All requests for corporate donations to charities and other non-profit groups shall be authorized in advance by the Group CEO.
- To help ensure that Personnel's practices are reasonable, appropriate and otherwise in accordance with applicable regulatory requirements, the making of certain solicited donations must be logged and/or pre-approved. If Personnel are requested by a public official to make a donation to a particular charity, he/she must seek authorization from the Group CEO, the regional legal director or the Compliance Team before agreeing to or making the donation to the public official.
- Personnel must obtain the prior approval of the legal director and/or the Compliance Team for any sponsorship of local activities or promotion of events. The Group prohibits any offer or acceptance of sponsorship aimed at influencing a decision-making process.



The following are a few concrete examples of prohibited conduct with respect to bonuses, gifts and invitations:

- Allowing a company that is submitting a bid in an EPC and O&M tender for a Group project to pay for a one-week private trip (including transportation, accommodations, and meals) for Personnel and their family;
- Giving a case of champagne to a public official charged with negotiating a power purchase agreement when we have been selected to provide power to a government entity.

Selection of third parties

- The Group's Policy is not to enter into contracts or other legal relationships with entities whose activities or image could negatively affect the Group's reputation. Neoen may be scrutinized and/or prosecuted for failing to detect and prevent bribery by a person associated with it, regardless of whether Neoen has knowledge of, has authorized, or was otherwise involved in, such bribery. This includes any Third Party (as defined above).
- Therefore, due diligence shall be undertaken on Third Parties to establish their anti-bribery credentials, where warranted by the assessed level of risk.
- The assessment involves reviewing third parties' corruption records, asking each third party to provide any document proving their compliance with all regulations on the prevention and fight against corruption, asking trusted local service providers or consulting governmental records and registries.
- The reputation of third parties may also be verified by conducting online searches or searching the local press. Because the Group does business in countries at high risk for corruption, this assessment is an essential prerequisite.
- Other risk mitigation strategies, such as putting appropriate anti-bribery provisions in agreements with Third Parties, should also be implemented, as appropriate.
- In addition, this Policy will be shared with Neoen stakeholders, in order to raise their awareness of the standards with which the Neoen Group requires compliance in the areas of ethics and the prevention of corruption.



Following are a few concrete examples of prohibited conduct with respect to the selection of third parties:

- Deciding to enter into an agreement with a new intermediary or a new counterparty on a project without having verified the integrity of that intermediary or counterparty;
- Using the services of a third party without first entering into a formal agreement.

Facilitation payments

- Facilitation payments are also a form of bribe and are, therefore, not permitted. Facilitation payments are small payments made to secure or speed up routine actions or otherwise induce public officials or other Third Parties to perform routine functions they are otherwise obligated to perform, such as issuing permits, approving immigration documents or releasing goods held in customs. This does not include official, legally permitted statutory or administrative fees formally imposed and codified by government agencies for expedited services.
- In case of question about whether a particular payment is permitted under this Policy, Personnel may contact the Compliance team, internal legal or Senior Management of Neoen prior to making such payment.



The following are a few concrete examples of prohibited conduct with respect to facilitation payments:

- Paying money to a public customs official to accelerate the customs process for equipment the delivery of which to the project site is critical to the project;
- Promising to sponsor a local sport association to a public official of a competent authority to accelerate the issuance of an environmental authorisation for a project when the work is already underway.



Dealing with public officials



Interactions with public officials require enhanced scrutiny and sensitivity.

- A “public official” is any person who is employed by or is acting in an official capacity for a government, a department, agency or instrumentality of a government, regulator or a public international group or any other persons so defined in the applicable laws of the jurisdictions in which we operate. This is a broadly defined term and includes elected or appointed persons who hold legislative, administrative or judicial positions such as politicians, bureaucrats, civil servants, and judges.
- It also includes candidates for political office, political party officials and persons who perform public functions such as professionals working for public pension plans, public health agencies, water authorities, planning officials and agents of public international Groups such as the United Nations or World Bank.
- A “public official” also includes employees of government-owned or controlled businesses such as the manager of a state-owned public utility. For example, if a government has an interest in a utility and exercises control over the activities of that utility, then the utility’s officials are likely to be considered public officials. Third parties acting at the direction of these individuals and entities should also be considered public officials.
- There is increased sensitivity and scrutiny of dealings with public officials because this has traditionally been an area where bribery activity and corruption are more likely to occur. Be cognizant of these risks in your dealings and interactions with public officials and consider how your actions may be viewed. For example, providing payments, gifts or employment to close relatives of public officials has been treated by enforcement authorities as direct payments to the public officials and therefore may constitute violations of law.
- This means that any gift to a public official must strictly comply with any applicable guideline for the giving and/or receipt of gifts, meals, entertainment and solicited charitable donations of Neoen Group or such other guidelines as may be established from time to time under the supervision of Neoen Group’s CEO and General Counsel.

- Because interactions with public officials carry special risks under applicable anti-bribery and anti-corruption laws, contracts and payments to public officials should be reviewed carefully to determine what additional safeguards, if any, may be necessary to protect Neoen Group. **Personnel must seek authorization from the Compliance team, Legal team or Senior Management prior to entertaining, contracting with, or offering or making payments to public officials.**
- Hiring public officials or applicants related to, or referred by, public officials could be seen as a bribe in certain situations and should be subject to enhanced review to ensure that the related risks are appropriately mitigated. Employee must consult the Human Resources and the Compliance team for procedures related to identifying and mitigating these risks.
- In practice, these sorts of situations can be complex, and this Policy may not cover every circumstance that the Employee may encounter when making hiring decisions. In case of doubt, Personnel may contact the Compliance team, Legal team or Senior Management of Neoen prior to making such payment.

« Hiring public officials or persons referred by public officials requires enhanced scrutiny. »



Political contributions and lobbying

Neoen prohibits contributions to political parties, officials and/or candidates. Any proposed deviation from this prohibition requires the prior written approval from the Group CEO.

- Lobbying activities generally include attempts to influence the passage or defeat of legislation and it may trigger registration and reporting requirements.
- In many jurisdictions, the definition of lobbying activity is extended to cover efforts to induce rulemaking.
- You may not engage in lobbying activities on behalf of Neoen Group without the prior authorization from the Compliance Team, the legal director and CEO of your region, and Neoen General Counsel.

« *Do not engage in any lobbying activities on behalf of the Group without specific authorization* »

Record-keeping



Record all Neoen transactions in a complete, accurate and detailed manner so that the purpose and amount of the transaction is clear.

- In addition to prohibiting bribery and corruption, some anti-bribery and anti-corruption legislation requires proper record-keeping and the establishment and maintenance of internal controls. The purpose of these provisions is to prevent companies from concealing bribes and to discourage fraudulent accounting practices.
- All Neoen's transactions must be recorded completely, accurately and with sufficient detail so that the purpose and amount of any payment is clear. No accounts or payments may be kept "off-book". False, misleading, or artificial entries must never be made in the books and records of Neoen for any reason.



Whistleblowing procedure

- All Personnel of the Group and Neoen's stakeholders, client, partner, local communities who are aware of or suspects, in good faith, breaches of this Policy, or, more generally, any fraud or offence against relevant laws and regulations, regarding particularly but without limitation matters relating to finances, accounting, internal control, competition or corruption, is invited to submit a report, anonymously if preferred:
- Via the external platform dedicated to this purpose (Neoen – [Integrity Line](#)). Reports can be made at any time, 24/7, in French, English or Spanish.
- By phone: All calls will be answered at any time, 24/7, in the local language or in English. Please see Appendix "A of the whistleblowing procedure available on Neoen's website" for the contact details of this toll-free number.
- No sanction will be applied to whistleblower who have acted in good faith, without intending to cause harm, even if the acts or factual circumstances subject of a warning should ultimately prove to be wrong or not require further action. Neoen further undertakes to keep the identity of the whistle-blowers confidential.
- Personnel and Third-Parties are invited to refer to the Whistleblowing Procedure for details of how the platform works and how to deal with the reports received: Neoen - [Whistleblowing](#) channel.

Penalties for violations

- This Policy is a part of Neoen Group internal rules.
- All Personnel have the obligation to adhere to this Policy.
- All Personnel who engage in conduct prohibited by this Policy are subject to sanction. Wrongful acts may qualify as misconduct and be penalized under the disciplinary rules provided for in the internal rules and and/or applicable laws and regulations.
- If Neoen discovers a violation of any anti-bribery laws, it may refer the matter to the appropriate authorities, which could lead to penalties, fines or imprisonment or other liability.



NEOEN

22 rue Bayard
75008 Paris

www.neoen.com