

CODE OF BUSINESS CONDUCT



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

MESSAGE FROM THE CHAIRMAN

Dear Colleagues,

TAQA Morocco is a market leader in its sector, with a strong reputation for integrity and **Ethics** in its management processes and commercial relations with all its stakeholders.

Listed on the Casablanca Stock Exchange, the **Company** is subject to stringent regulations and standards in terms of communication, transparency and governance.

The success of **TAQA Morocco** is reliant on everyone of us adhering to shared rules, practices and standards that guide our day-to-day conduct, particularly in terms of social responsibility, **Ethics** and transparency.

The purpose of this **Code of Business Conduct** (the «**Code of Conduct**») is to assemble the many **Ethics** and transparency, namely **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**, the **Code of Ethics**, the **Business Partners Code of Conduct** and the **Code of Deontology**.

This **Code of Conduct** applies to all **Directors**, officers and employees of **TAQA Morocco**, and each signatory undertakes to comply with its terms.



Abdelmajid IRAQUI HOUSSAINI
Chairman of the Management Board and CEO, **TAQA Morocco**

*The success of **TAQA Morocco** is reliant on everyone of us adhering to shared standards, practices, and standards that guide our day-to-day conduct, particularly in terms of social responsibility, **Ethics**, and transparency.*

MESSAGE FROM THE CHAIRMAN

It will constantly remind us of the key **Ethical** and regulatory requirements that must guide our behavior and inform our judgments in the day-to-day administration of the **Company**’s operations. It also establishes the standards to which we can refer.

This **Code of Conduct**, however, cannot cover all of the instances you may face as you accomplish your duties, because **Ethics** is, above all, a matter of common sense, morality, and compliance with legal and regulatory frameworks.

This is why the **Ethics & Compliance Office of TAQA Morocco** ('**E&C Office**') is constantly available to advise and assist you in making the appropriate decisions in the course of carrying out your assignments/ services for **TAQA Morocco**.

The guidelines contained in this **Code of Conduct** are binding on all of us. Each and every one of us shall comply with them at all times so that our behavior remains in line with **TAQA Morocco**’s values.

I would like to thank each and every one of you for taking the time to read this **Code of Conduct** carefully and for adhering to the principles and guidelines set out in it.

All of us, **TAQA Morocco** employees and **Business Partners** alike, have a responsibility to protect the **Company**’s reputation and prevent any activity that could harm it.

I remain convinced – as I have always been – that I can rely on your personal and collective dedication and commitment to always place **Ethics** at the center of our behavior, practices, and **Company** values.



*The guidelines contained in this **Code of Conduct** are binding on all of us. Each and every one of us shall comply with them at all times so that our behavior remains in line with **TAQA Morocco**’s values.*



2

WORKING
ENVIRONMENT



Promoting health and safety at work for our employees and Contractors



Complying with labor legislation and promoting a fair working environment



Protecting and using TAQA Morocco's assets properly



Privacy Policy



Information systems, electronic messaging and social media



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

WORKING ENVIRONMENT

Promoting health and safety at work for our employees and Contractors

TAQA Morocco, and the TAQA Group in general, seek to establish a healthy and safe working environment for all of their employees and stakeholders in the various production divisions.

Health and safety are the primary concerns for the **Company**, which ensures that vigilance regulations are followed and enforced at all times. As long-term success in the area of safety for the **Company** will only be achieved through the cultivation of a mindset that is embodied and shared by all **Personnel**.

As a result, we must strictly adhere to the **Company**'s safety rules and requirements. It is indeed our responsibility to maintain a safe and healthy workplace by adhering to health and safety standards, rules, and practices, actively participating in the maintenance of a healthy and safe working environment, and taking the necessary precautions to ensure our own safety.

Under no circumstances is violent or threatening behavior authorized in the workplace.

Everyone's dedication is required if we want to achieve the «zero accident» target.



Complying with labor legislation and promoting a fair working environment

The **Company** is committed to providing everyone with a working environment based on collaboration, interaction and respect.

As a result, the **Company** has a zero-tolerance policy regarding any form of discrimination or harassment – regardless of the stakeholder.

All our **Personnel** members are treated equally and respectfully. Any discrimination based on race, color, gender, age, religion, ethnic or national origin, disability, or any other illegal basis will not be tolerated.

The **Company** is working and will continue to work towards ensuring that each of you has an equitable opportunity for advancement in his or her duties, without discrimination or distinction of any kind except that based on professional aptitude, performance and required qualifications.

An employee who believes he or she has been the victim of, or has witnessed, a situation involving harassment, discrimination or illegal behavior must immediately report it in accordance with the **Speak Up** Policy, as described in **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**.

Protecting and using TAQA Morocco’s assets properly

Employees shall use the **Company’s** assets entrusted to them in an appropriate and responsible manner, ensuring that these are secure at all times. They shall also prevent, in particular, theft, negligence, waste, abuse, damage and premature wear and tear. The **Company’s** assets must be used exclusively for the **Company’s** business, for professional purposes, and under no circumstances must they be used for personal purposes.

The **Company** values employees that take the initiative to think beyond the box. The **Company** owns all **Intellectual Property** and industrial property developed or conceived by its employees in the course of their employment, including but not limited to inventions, ideas, documents, software, patents, trade secrets, trademarks, know-how, and other forms relating to the **Company’s** business, as well as strategic, sales, marketing,

and service plans, the study and manufacture of concepts and practices, creations, databases, files, information, etc.

Employees are prohibited from using or filing a patent in their own name for any product or invention thought or manufactured by them while on the job, unless otherwise permitted by law.

Company-owned or licensed software may not be copied, modified, or used in any way other than what the **Company** intended. Employees are not permitted to use any non-proprietary or non-licensed software on the **Company’s** premises or to carry out any of their duties for or on behalf of the **Company**.



Privacy policy

The **Company** recognizes the importance of protecting the privacy of its employees, **Business Partners**, and other stakeholders. Access to and use of such **Personal Data** is restricted within the **Company** to those with genuine business needs, such as **Human Capital and Culture** department employees. **Personal Data** must be handled at every stage of the process – collected, used, stored, and communicated – in accordance with the applicable regulations.

Information (IT) systems, electronic messaging and social media

The **Company** has put in place regulations to maintain the security and operation of the information system, as well as the confidentiality of data, in accordance with applicable laws and the rights and freedoms of users.

User authentication is required to access any IT resource. Passwords are completely personal and must be used only by the user, who is besides entirely responsible for their confidentiality.

For security reasons and technical or administrative constraints, access to IT resources may be suspended, restricted or withdrawn, individually or collectively, when necessary, in particular for maintenance purposes – in order to ensure the proper operation or integrity of IT resources – and to protect the security and confidentiality of the aforementioned data.

The **Company's** e-mail and Internet access systems are to be used in the workplace in line with the nature of its business. Employees are expected to use these systems primarily for business communications. It is therefore strictly forbidden to use e-mail or the Internet for inappropriate or illegal purposes, including the transmission of messages likely to be considered insulting or offensive to other people or parties.

The information posted on the various intranets is owned by the **Company** and may not be freely distributed outside of the **Company**. If you use a laptop, you must protect it and the data it contains. Never carry all files of strategic importance to the **Company**.

We recommend that you never leave any equipment without supervision and that you refrain from sharing **Confidential Information** in a public place.

Employees must be careful about how they present themselves on social networks, so as not to create confusion as to the personal nature of their comments and interventions on social networks. Indeed, communication on social media on behalf of the **Company** can only be carried out by duly authorized parties or individuals, in the same way as communication through the press.





3 ETHICS AND COMPLIANCE PROVISIONS



Anti-Bribery & Corruption and Anti-Fraud



Conflicts of Interest



Accuracy of Records and Information Provided



Confidentiality of Information



Insider Trading



Directorship in another company's board



Protection of TAQA Group / TAQA Morocco image



Confidentiality and Protection of Personal Data



Anti-Money Laundering – Counter Terrorist Financing



Sanctions and Trade Controls



Antitrust Control



MESSAGE FROM THE CHAIRMAN



WORKING ENVIRONMENT



ETHICS AND COMPLIANCE PROVISIONS



PRESERVATION OF THE ENVIRONMENT RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE CONSULTED

Ethics and Compliance

TAQA Morocco is a publicly traded company (Casablanca Stock Exchange). Therefore, it is subject to stringent communication, transparency, and corporate governance standards.

The **Company** has developed a **Code of Deontology** and has implemented the standards of **Ethics** outlined in the **Framework of Ethics & Compliance Policies and Procedures**, the **Code of Ethics**, and the **Business Partners Code of Conduct**. These standards apply not only to employees, but also to **Business Partners (Suppliers, Contractors, Clients, ...)** who have their own code of conduct.

As part of its awareness-raising initiatives, the **Company** asks all its employees, as a minimum, to take part in the on-line training programs launched annually and any ad hoc awareness sessions that may be organized. Additionally, all new employees are required, as part of their onboarding process, to complete the mandatory training courses to ensure a proper understanding and adoption of the **Ethics** and Integrity principles and requirements.



Anti-Bribery & Corruption and Anti-Fraud

Corruption or **Bribery**, in all its forms, is not only against the **Company**’s laws and values, but it may also damage the **Company**’s reputation and undermine the environment in which it operates. Governments worldwide are taking measures to combat such abuses.

Moroccan law has stringent anti-**Bribery** regulations, violations of which can result in criminal charges for persons and businesses.

The **Company** prohibits **Bribery**, including improper payments or inducements, in all its activities. No single circumstance could ever justify an act of **Bribery**.

The **Company** has defined all anti-Bribery provisions in the anti-**Bribery & Corruption** and anti-**Fraud** Policy set out in **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**.

Offering and Receiving Gifts, Hospitality, Entertainment

Gifts, Hospitality (invitation to events, travels, etc.) or other tokens of sympathy are only acceptable if they meet the criteria of transparency and proportionality. They must, in any event, be reasonable and under no circumstances be intended to grant or obtain an undue advantage, or to influence a decision or induce the recipient to take an action in favor of the **Company** or to refrain from taking an action to the detriment of the **Company**.

Employees are not allowed to offer or accept cash.

Any employee who receives a **Gift** or any other courtesy shall immediately report it to their **Line Manager** and to the **Company’s E&C Office** in accordance with the rules laid down by the **Company’s** procedures and Policies (see **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**).

It is common corporate practice to provide or receive **Entertainment** and **Hospitality** to events that occur in conjunction with business-related meetings and activities.

All such **Hospitality** and **Entertainment** must adhere to the anti-**Bribery** and **Fraud** Policy outlined in **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures** and be of a modest, appropriate, and reasonable nature given the circumstances.



Sponsored Travels

- Accepting a **Sponsored Travel** from **TAQA Morocco Personnel** may be appropriate if:
- a) The **Sponsored Travel** is offered for legitimate business purposes;
 - b) The **Sponsored Travel** does not last longer than necessary and only essential expenses are incurred as part of the sponsorship. Any offer of per diem benefits must be disclosed by the employee to their **Line Manager** and to the **E&C Office of TAQA Morocco**, because, unless otherwise stipulated in a legally binding agreement, we normally do not allow **Third Parties** to pay us per diem benefits; and
 - c) Tall expenses are paid directly to the service providers associated with the travel by the party offering the **Sponsored Travel**. This is to avoid the need for reimbursement of expenses to the party offering the **Sponsored Travel**. Where this is not possible, it is preferable and recommended to pay expenses through **TAQA Morocco** corporate accounts rather than personal accounts.

All payments are accounted for and invoices/receipts are issued/received (where applicable).

If the value of a **Sponsored Travel** reaches or exceeds the value indicated in the table of value thresholds in the anti-**Bribery & Corruption** and anti-**Fraud** Policy in **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**, employees are to request prior written approval from their **Line Manager** and the **E&C Office of TAQA Morocco**. If such prior approval is not possible, they shall seek approval as soon as possible following the event.

Commercial Sponsorships and Sponsoring

TAQA Morocco employees must ensure in advance that all **Commercial Sponsorships** are formalized in a legally binding agreement. **TAQA Morocco’s** Legal Department assists employees with this agreement.

Whatever their value, **Commercial Sponsorships** receive the prior written approval of the employee’s **Line Manager**, the Corporate Social Responsibility and Citizenship Committee and the **E&C Office of TAQA Morocco**.

Payment Requests by Country

TAQA Morocco operates in certain countries where it is completely legal to make contributions (payments) to governments at the government’s request for social or development purposes. These payments are typically provided as a condition of developing natural resources or gaining access to specific government services.

TAQA Morocco ensures that such payments are legitimate, included in a legal agreement and/or authorized by local legislation, and that the funds are properly directed to the intended recipient(s).



Charitable Donations and Grants

TAQA Morocco sometimes provides **Grants** and makes **Charitable Donations** for various legitimate purposes. The **Company** ensures that these **Grants** and **Charitable Donations** do not qualify as **Bribes**:

- **Grants** or **Charitable Donations** do not give rise to any immediate business advantage for **TAQA Morocco** and are not used to influence business;
- Regardless of their value, **Grants** and **Charitable Donations** receive prior written approval of the relevant employee’s **Line Manager**, the corporate social responsibility and citizenship committee and the **E&C Office of TAQA Morocco**.

Political Contributions and Lobbying

As a general rule, **TAQA Morocco** does not make **Political Contributions** or engage in **Lobbying** operations. All **Political Contributions** and **Lobbying** on behalf of **TAQA Morocco** must be declared by each employee concerned to their **Line Manager** and approved by the **E&C Office of TAQA Morocco**.

Employees are not to use **TAQA Morocco** time or resources for any personal political activity and are not to make any reference to **TAQA Morocco** in any personal political communications.

Employees shall see to it that their outside political activities don’t tarnish **TAQA Morocco**’s reputation or include anyone who is involved in terrorist or criminal activity.

Fraud

Fraud is strictly forbidden by **TAQA Morocco** in all its manifestations, including but not limited to account manipulation and expense reports fabrication. Both **TAQA Morocco Personnel** and external **Business Partners** are subject to committing **Fraud**.

TAQA Morocco employees must henceforth:

- a) Not commit or encourage **Fraud**;
- b) Protect **TAQA Morocco** property and use it with care; and
- c) Understand **TAQA Morocco**’s internal controls and procedures.

Working with Business Partners and Due Diligence Requirements

In order to facilitate its operations and take part in various business structures (such as joint ventures, **TAQA Morocco** resorts to the expertise of **Business Partners**.

These relationships are critical to **TAQA Morocco**’s business strategy because they contribute significantly to many aspects of the **Company**’s operations.

It is critical that **TAQA Morocco** does not enter into business relationships with **Business Partners** who are involved in acts of **Bribery**, **Money Laundering** and **Terrorism Financing**. That is why conducting the **Due Diligence** process outlined in the **Business Partner Due Diligence Policy** is of paramount importance as it is the only way to ensure that **Business Partners** adhere to the **Business Partner Code of Conduct** and **Code of Deontology** through appropriate contractual provisions or otherwise.

TAQA Morocco employees and **Business Partners** may refer to the **Business Partner Due Diligence Policy** for further information on **Business Partner** requirements.



Conflicts of Interest

A **Conflict of Interest** is defined as any situation in which the personal interests of the **Company**’s employees compete with those of the **Company**, potentially influencing the impartiality, objectivity, and independence required of these employees in the performance of their duties.

Personal interests include the interests of the employees themselves, their families, close relations/persons or organizations with whom they have or have had a significant business or professional relationship.

Employees’ personal interests must under no circumstances conflict with the **Company**’s interests.

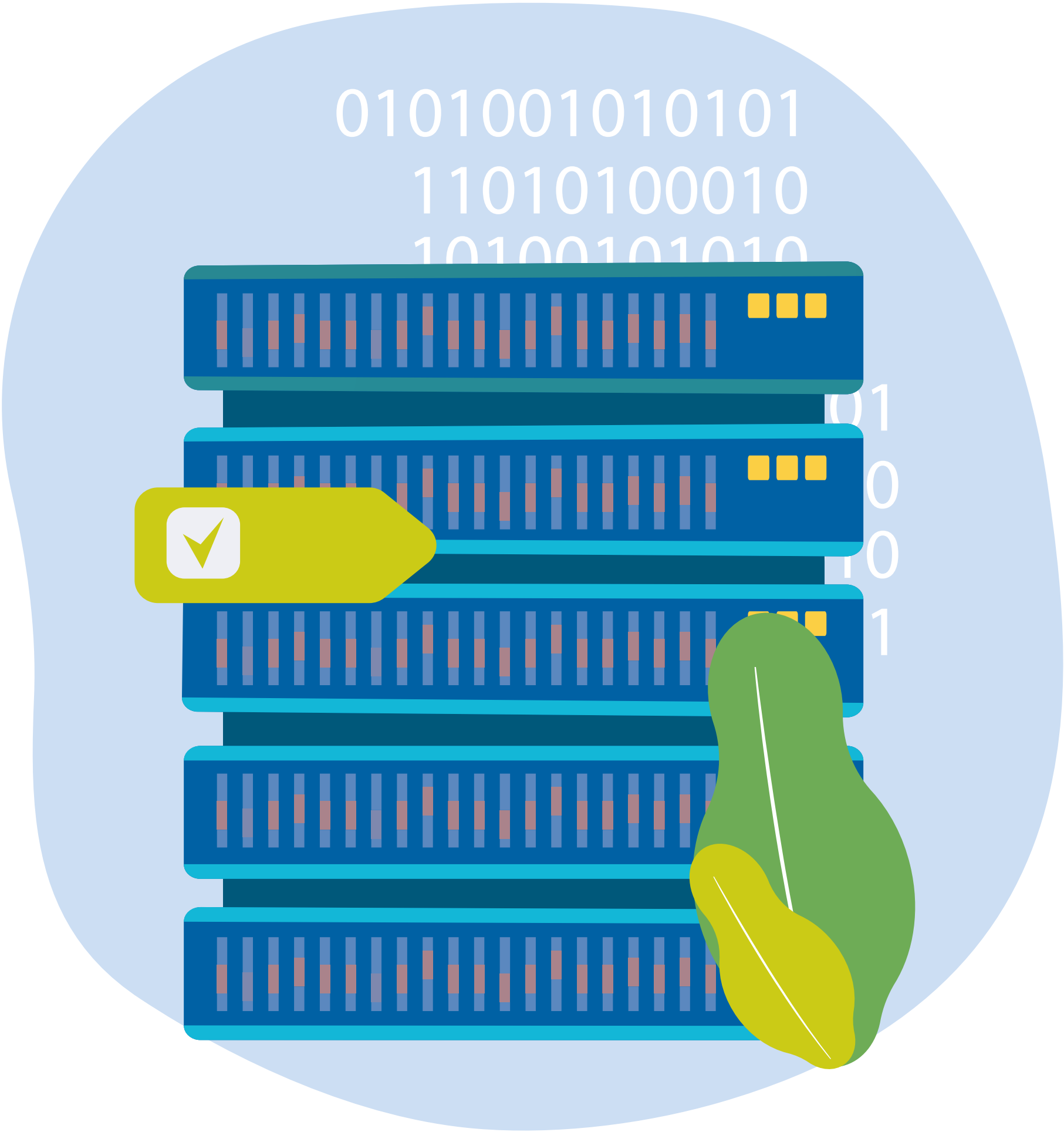
The concept of **Conflict of Interest** and the rules established by the **Company** in that area, most notably in the **Framework of Ethics & Compliance Policies and Procedures**, the **Code of Ethics**, the **Business Partners Code of Conduct**, and the **Code of Deontology**, describe common situations in which an employee’s personal interests may be in real, potential, or apparent **Conflict** with those of the **Company**, as well as solutions for avoiding them.

Accuracy of Records and Information Provided

In accordance with applicable regulations and the financial guidelines and procedures of its internal control systems, the **Company**’s **Books & Records**, files, and accounts must be kept up to date and accurately reflect all operations, transactions, and other items associated with its business, without omission or concealment.

All transactions must be authorized and carried out in accordance with the applicable regulations and the instructions of General Management.

Employees are not allowed to destroy any files without the prior authorization of their **Line Manager**. Such authorization can only be given in accordance with applicable laws and **Company** policy.



Confidentiality of Information

“**Confidential Information**” is defined as – non-exhaustively: all (or part of) information, statements, files, analyses, whatever the medium (verbal, written or computerized in particular), concerning the **Company’s** activities, economic, technical, financial, legal, tax, commercial or strategic data, preparatory or explanatory documents, budgets and other forecasts as well as the assumptions used to prepare them, analyses and strategic approaches.

Data, information and documents belonging to or relating to the **Company** that are communicated and/or made available to employees, must be used solely within the scope and for the exclusive purposes of their duties. They may not be disclosed to persons outside the **Company** except in the cases provided for by law or with the express authorization of the **Line Manager**.

Employees are required to protect the **Confidential Information** and to ensure by all means that no document containing **Confidential Information** be brought to the attention of unauthorized persons, whether **Company’s Personnel** or outsiders.

Besides, when it comes to destroying documents containing **Confidential Information**, employees must take appropriate security measures.
Only authorized individuals may make public statements on behalf of the **Company**.

Any public statement or media contact must first be approved by the **E&C Office of TAQA Morocco** and authorized by the communications, corporate citizenship, and investor relations department, which is in charge of ensuring that information disseminated externally is consistent with the **Company’s** communications strategy.

Any direct solicitation received by an employee from the media or other organizations must be reported to the **E&C Office of TAQA Morocco** and the communications, citizen initiatives, and investor relations department. These direct solicitations may be:

- Information relating to the **Company**;
- In response to a crisis;
- To supplement the financial information provided at press conferences or available in regulatory financial publications;
- Presentations, seminars for the general public; or
- For any other media use (on-site reporting, interviews).



Insider Trading

According to our **Framework of Ethics & Compliance Policies and Procedures**, our **Code of Deontology**, and applicable stock market regulations, any employee who is likely to be in possession of **Material Confidential Information** by virtue of his or her position is prohibited from using this information to carry out or knowingly allow to be carried out on the stock market, directly or through an intermediary, one or more transactions before the general public is aware of the said information.

Directorship in Another Company’s Board

To avoid any potential **Conflict of Interest**, any employee who wishes to serve on the governing body of another company must first receive authorization from the **Company**.

Protection of TAQA Group / TAQA Morocco Image

The corporate image and reputation of the **TAQA Group / TAQA Morocco** are the reasons for its continuous existence. Employees shall refrain from any disparaging comments or statements about the **Company** in any form (verbal, written, public, in private, etc..

The Communications, Corporate Citizenship and Investor Relations Department will provide a standard presentation of the **Company** in advance, and will consult with General Management on the information to be communicated, and will validate the content before going to press, recording or broadcasting.

Please also refer to the restrictions on **Material Confidential Information** set out in **TAQA Morocco’s Framework of Ethics & Compliance Policies and Procedures**.



Confidentiality and Protection of Personal Data

Collecting, storing and processing **Personal Data** is part of **TAQA Morocco’s** daily operations. This may include the **Personal Data** of its current, former and future (to-be-recruited) employees, **Contractors** and business contacts of its **Suppliers, Customers** or any other **Business Partner**. Protecting the confidentiality and integrity of this **Personal Data** is a duty that **TAQA Morocco** takes seriously.



Anti-Money Laundering – Counter Terrorist Financing

Money Laundering and the **Financing of Terrorism** are both very serious criminal offences. **TAQA Morocco** is committed to conducting its business in accordance with the highest **Ethical** Standards and to adopting a zero-tolerance approach to **Money Laundering** and **Financing of Terrorism**.

TAQA Morocco has defined an **Anti-Money Laundering** Policy which includes guidance on how to identify and prevent **Money Laundering** and **Financing of Terrorism**.

This Policy is not intended to prevent legitimate activities directly related to the conduct of **TAQA Morocco’s** business.

Understanding and managing our **Business Partners** is critical in our battle against **Money Laundering** along with comprehending the dangers associated with the **Financing of Terrorism**.

All **TAQA Morocco** employees are encouraged to conduct appropriate risk-based **Due Diligence** on **Business Partners** and to monitor them on an ongoing basis. They are also required to refer to the **Business Partner Due Diligence** Policy for further relevant information and requirements.

TAQA Morocco employees are required to provide all **Business Partners** with the **Business Partner Code of Conduct**.



Sanctions and Trade Controls

TAQA Morocco works with **Business Partners** all over the world and is committed to adhering to any and all applicable laws, rules, and regulations relating to **Sanctions** and **Trade Controls**. The **Company** identifies, manages, and minimizes risks while also preventing regulatory violations.

Sanctions and **Trade Controls** restrict trade or the supply of money, goods or services to certain countries, organizations, companies and individuals. Sometimes it is possible to obtain a License from a government or regulatory agency that will allow you to engage in activities that would otherwise be illegal.

Many countries impose **Trade Controls** on the import, export, transfer, re-export and re-shipment, transfer of military goods, sensitive or proprietary information and technology, and **Dual-Use Items**. The rules are complex and can cover the transfer of software and data, as well as the movement of equipment and physical goods.

Sanctions can also restrict the trade in goods and the supply of money, goods or services to **Sanctioned Persons** and **Sanctioned Countries**.

Sanctions and **Trade Controls** often apply extraterritorially (outside the borders of the regulating country).

In its **Sanctions** and **Trade Controls** Policy, **TAQA Morocco** has outlined certain requirements and guidelines in order to prevent any violation of **Sanctions** and **Trade Controls**.

If **TAQA Morocco**’s employees or **Business Partners** have any doubts, questions or concerns regarding this Policy, they are invited to contact the **E&C Office of TAQA Morocco** at bureau.ec@taqamorocco.ma.



Antitrust Control

Many countries have enacted **Antitrust Laws** to ensure that **Competitors** are treated fairly and that **Anti-Competitive Behaviors** are curtailed. In the market(s) in which it competes, **TAQA Morocco** acts in a manner consistent with the **Antitrust Laws**.

TAQA Morocco Personnel must be conversant with and follow all applicable **Antitrust Laws** in their work for the **Company** and the **TAQA Group**.

The consequences of violating these laws can be serious both for **TAQA Morocco** and for individual employees who may be subject to legal action, regardless of their geographic location.

Anti-Competitive Behavior can take many forms, including:

- Entering into **Anti-Competitive Agreements** with **Competitors** and, in certain circumstances, **Suppliers** and/or **Customers**; and
- Abuse of a dominant market position by **TAQA Morocco**.

TAQA Morocco has defined an “**Antitrust**” Policy which sets out the key principles that are followed in the majority of countries that adopt merger control best practices, including Morocco. In particular, it covers the prohibition of **Anti-Competitive Agreements** and the abuse of a dominant market position, as well as practical advice to be followed when carrying out **Mergers and Acquisitions**, conducting **Investigations** and managing documents.

This Policy aims to raise awareness of the antitrust rules to enable recognition of merger-related issues and when to seek advice.

TAQA Morocco invites its employees and **Business Partners**, if any, to contact the **E&C Office of TAQA Morocco** immediately if they are concerned that the **Antitrust Laws** may be being breached.



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED



4

PRESERVATION OF THE ENVIRONMENT, RESPONSIBLE AND SOLIDARY ACTIONS



Committed to protecting the environment



A Civic engagement



MESSAGE FROM THE CHAIRMAN



WORKING ENVIRONMENT



ETHICS AND COMPLIANCE PROVISIONS



PRESERVATION OF THE ENVIRONMENT RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE CONSULTED

PRESERVATION OF THE ENVIRONMENT, RESPONSIBLE AND SOLIDARY ACTIONS

Committed to protecting the environment

The **Company** places a high value on environmental stewardship and protection. It has invested in ways to lessen its environmental footprint. Particular attention has been paid to ash recycling and solid waste treatment.

Furthermore, the **Company** strictly adheres to the World Bank’s air and water quality regulations.

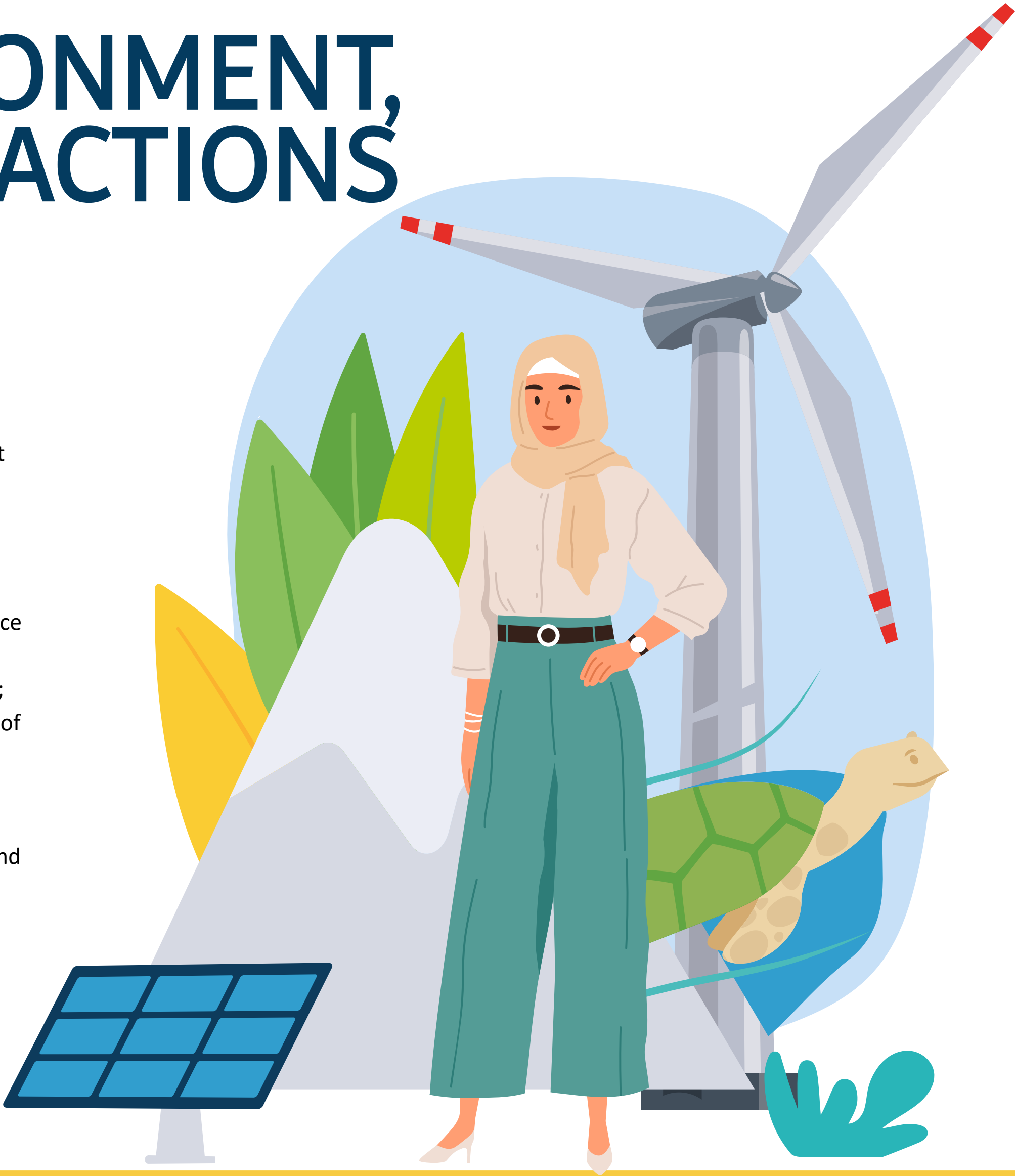
Employees are expected to follow all applicable legal environmental requirements and to report any occurrence or condition that could result in a violation of the law or of the **Company’s** environmental commitments.

A Civic engagement

Corporate Social Responsibility (“CSR”) is one of the Company’s core values, which is why it actively promotes a social commitment and sustainable development policy.

The **Company’s** CSR approach is set out in a charter with five main commitments:

- To conduct its business in such a way as to anticipate and reduce its environmental impact;
- To strive for a fair, safe and participative working environment;
- Get involved with communities and contribute to the creation of social value;
- Work within a framework of responsible and transparent corporate governance;
- Commit to **Ethical** conduct and extend the **Company’s** social and environmental responsibility to its business ecosystem.





5

IMPLEMENTATION OF
AND COMPLIANCE WITH
TAQA MOROCCO'S CODE
OF BUSINESS CONDUCT



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

IMPLEMENTATION OF AND COMPLIANCE WITH TAQA MOROCCO’S CODE OF BUSINESS CONDUCT

The **Code of Business Conduct** is a normative reference for the conduct of the **Company’s** business, but it also expresses individual and communal values and behaviors that all **Company** employees must adopt at all times and in all circumstances.

For ease of reference, the **Code of Conduct** is communicated to newly hired **Personnel** and is available and downloadable from the **Company’s** intranet and website, as well as via the **Company’s Human Capital and Culture** Department.

We would be grateful if each of you would subscribe to it by completing and signing the application form in Appendix1 and the commitment form in Appendix2.

In this respect, the **Company** has set up tools to monitor adherence to the **Code of Conduct** and compliance with its guidelines by employees and all stakeholders.

In addition to the **Ethics** training organized annually by the **Company** and the awareness-raising actions carried out internally, a helpline has been set up, accessible via the link <https://www.taqamorocco.ma/en/group/ethics-compliance>, to allow anyone, wishing to remain anonymous (or not), to raise a flag and inform us on instances which might constitute potential violations of the rules and principles set out in this **Code of Conduct** and, more generally, of the **Company’s** rules and values (Cf. **Speak Up** Policy in the **Framework of Ethics & Compliance Policies and Procedures**).

To this end, each employee may, if necessary, make use of the **Speak Up** system set up by the **Company**.

The **Company** undertakes to treat all information provided by its **Personnel** with the utmost confidentiality, objectivity and professionalism.





APPENDIX 1: ACKNOWLEDGEMENT FORM *

I acknowledge receipt of the document titled "**TAQA Morocco Code of Business Conduct**" and confirm that I have read and understood its contents.

I commit to comply with it in the performance of my duties at **TAQA Morocco**.

Name and Surname

Department

Date and Place

Signature

(*) Please complete this form and return it to the E&C Office of TAQA Morocco



APPENDIX2: COMMITMENT STATEMENT *

I, the undersigned Mr./Mrs./Ms. _____, employed at **TAQA Morocco** as _____ since _____, hereby expressly and unconditionally commit to report to my **Line Manager** and the **Ethics and Compliance Office of TAQA Morocco** any situation in which (i.) my personal interest or (ii.) the interest of my family, close associates, or individuals or organizations with whom I have had or will have significant business or professional relationships (the "Conflicted Persons") could potentially conflict with the interests of **TAQA Morocco** and, as a result, could influence the impartiality, objectivity, and independence that I am required to maintain in the performance of my duties within **TAQA Morocco**.

This includes relationships with **Business Partners**, in particular, **Suppliers, Clients, Competitors**, and any organization or individual associated with **TAQA Morocco** or the broader **TAQA Group**, or seeking to establish relationships with these entities.

I commit to intentionally avoid any **Conflict of Interest** and to refrain from directly or indirectly participating in any analysis, meeting, or decision, regardless of the medium, regarding matters where my personal interest or that of the aforementioned individuals could be involved.

Conflicted Persons may only be assigned to perform any task for the **Company** or the **TAQA Group** or within these organizations after obtaining prior approval from their **Line Manager** and the **Ethics and Compliance Office of TAQA Morocco**, who will review each request on a case-by-case basis and with complete objectivity, in order to avoid any situation of ambiguity or suspicion of favoritism, in strict compliance with the provisions set forth in the **TAQA Morocco Conflict of Interest Policy**.

Name and Surname

Department

Date et place

Signature

(*) Please complete this form and return it to the E&C Office of TAQA Morocco



GLOSSARY



Definitions



Revision history



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

Definitions

Affiliate(s)

The term "**Affiliate**" refers to any person controlled by, controlling, or under common control with another person, as the case may be. A person is deemed to control another person if they directly or indirectly have the power to direct or cause the direction of the management and policies of the other person, whether through the holding of voting rights in that person or the right to appoint or dismiss a majority of the **Board of Directors** (or any similar governing body) of that person, by agreement or otherwise.

AMMC Circular

Refers to **AMMC Circular** No. 03/19 of February 20, 2019 relating to financial transactions and disclosures, as amended and supplemented in particular by Circular No. 02-20 of December 22, 2020.

Anti-Competitive Agreements

Agreement, or concerted practices which are intended to, or that have the effect of, preventing, restricting, or distorting competition.
This can include written and oral agreements; agreements which are not legally binding or that never materialize; informal arrangements and understandings; decisions by trade associations; and exchanges of **Commercially Sensitive Information**.

Anti-Competitive Behavior

Can take many forms, including:

- (i) entering into **Anti-Competitive Agreements** with **Competitors** and, in some cases, **Suppliers** and/or **Customers**; and/or
- (ii) **TAQA Morocco** abusing a dominating market position.

Anti-Money Laundering

Laws or regulations designed to stop the practice of **Money Laundering** and the **Financing of Terrorism**.

Antitrust Laws

A set of applicable laws, regulations, rules, orders and other obligations governing competition in markets.

Article/Product/Item

Any merchandise, part, **Product**, component, software, technology or related **Technical Data**. Different jurisdictions may provide specific definitions and requirements in their respective regulations.

Audit Committee

Refers to the **Audit Committee** set up by the **Supervisory Board** or the **Board of Directors**.

Board of Directors

It refers to a governing body of a company or organization, responsible for the administration and management of the company and its activities, as well as for making strategic decisions. It is composed of members, called **Directors**, who are shareholders (except for independent **Directors**) representing stakeholders, or external experts.

Books & Records

Includes accounts, invoices, correspondence, papers and other documents that record and reflect **TAQA Morocco's** business, transactions and other activities, whether in writing or in any other form (including electronic).

Bribery / Corruption

Giving, offering, seeking, getting, or promising to provide or receive an undue benefit with the goal of influencing a person's behavior in order to achieve or retain an advantage.
Winning or renewing a contract or benefitting from a regulatory edge is one example of a competitive advantage.
Bribery can take numerous forms, including providing, offering, seeking, getting, or threatening to give or receive money or other valuables. Similarly, regular business procedures and social activities such as **Gifts, Hospitality, or Entertainment** may be considered **Bribes** under certain circumstances



Definitions

Bribes

Any **Gift**, payment, offer, promise to pay or authorization for anything of value provided, directly or indirectly, to or for the use or benefit of any person for the purpose of influencing any act, failure to act, decision or omission in order to improperly obtain, retain or direct business or to obtain an advantage or undue advantage for **TAQA Morocco**. Some examples of **Bribes** include kickbacks, influence payments and **Facilitation Payments**.

Business Partner(s)

Includes any party (and its **Affiliates** for the purposes of any **Due Diligence** conducted) with whom **TAQA Morocco** conducts business, pays or receives funds from, including (but not limited to **Customers**, **Suppliers**, vendors, service providers, consultants, advisors, **Contractors**, **Distributors**, agents, commercial intermediaries, other intermediaries, investors, and partners, and targets in the context of mergers & acquisitions. This does not include **Third Parties** acting solely in their capacity as **Retail Customers** or **TAQA Morocco Personnel**.

Business Partners Code of Conduct

It refers to **TAQA Morocco’s Business Partners Code of Conduct**, accessible via the link <https://www.taqamorocco.ma/en/group/ethics-compliance>.

Charitable Donations

A contribution of any kind to a charity recognized and legal by **TAQA Morocco** where the contributor receives no commercial benefit in return (for example, a sponsorship promotion or trademark rights). Donations of Items or **Articles** that have no book value are considered **Charitable Donations** under this Policy, provided they are donated to a legal and recognized charity.

CNDP

It refers to the **National Commission for the Control of Personal Data Protection**. Established by Law 09-08, it ensures compliance with the rules that public and private organizations must adhere to before and during the processing of **Personal Data**.

Code of Business Conduct / Code of Conduct

It refers to **TAQA Morocco’s Code of Business Conduct**, as detailed in this document.

Code of Deontology

It refers to **TAQA Morocco’s Code of Deontology**, accessible via the link <https://www.taqamorocco.ma/en/group/ethics-compliance>.

Code of Ethics

It refers to **TAQA Morocco’s Code of Ethics**, accessible via the link <https://www.taqamorocco.ma/en/group/ethics-compliance>.

Commercial Controls / Trade Controls

Prohibitions or restrictions on the trade or movement of goods, products or services from, to or through a particular country, imposed by the government or competent authority of a country. Exports, imports, re-exports, direct transfers, and re-exports may be subject to restrictions based on (a) the nature of the exported good(s), product(s) or service(s), (b) the exporting or receiving country or territory, and/or (c) the exporter’s or consignee’s identity.

Commercial Sponsorship

When an entity provides financial or in-kind support to an event, person or organization by paying money or providing goods, services or other consideration in exchange for the opportunity to promote that entity’s brand and/or personnel or to gain access to services, an event, or other marketing activities.

Commercially Sensitive Information

Any information that could be used by **TAQA Morocco** or its **Competitors** to modify or align their commercial strategies. This includes, but is not limited to, **Confidential Information** and non-public information relating to prices or related matters (such as discounts or timing of price changes, margins or overheads), bids, sales, market shares, **Customers**, other business conditions; **Customer** or regional allocation; capacity, supply conditions or production; product cost information; strategic or marketing plans, R&D plans; boycott of **Competitors**, **Suppliers** or **Customers**.

Company / TAQA Morocco

It refers to the companies **TAQA Morocco**, Jorf Lasfar Energy Company 5&6, **TAQA North Africa**, **TAQA Morocco Wind Corporation**, **TAQA Morocco Green Energy**, and any existing or future subsidiary of **TAQA Morocco**.



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

Definitions

Competitor(s)

Individuals or companies who are actually or potentially in competition with **TAQA Morocco** with regard to the goods and services that **TAQA Morocco** offers or who provide similar goods and services. In certain circumstances, a **Competitor** may also be a **Customer**, a **Supplier** / a **Contractor** or a **Distributor** of **TAQA Morocco**.

Compliance

Within the meaning of the **Framework of Ethics & Compliance Policies and Procedures**, it refers to all measures designed to ensure **Ethical** and legally respectful conduct by the **Company**, its governing bodies and its employees.

Confidential Information

Information acquired in the course of **TAQA Morocco**'s activities which:

- (a) Relates to the activities of **TAQA Morocco** or a **Third Party**; and
- (b) Is not public or that **TAQA Morocco** indicates through its Policies, procedures or other instructions must not be disclosed to **Third Parties**.

Confidential Information may include information relating to **Customers**, **Suppliers**, **Business Partners**, **TAQA Morocco Personnel**, business practices, financial results/expectations, potential transactions, strategies and investigations, and may consist of, but is not limited to, documents, memoranda, notes, mailing lists, correspondence and electronic records.

Conflict of Interest (or Conflict)

Any situation in which a person, or a **Related Person**, has a personal or external interest sufficient to appear to influence the objective exercise of judgment in the official functions of **TAQA Morocco**, whether or not it actually influences that exercise of judgment.

Contractor

An individual or organization that provides goods or services to **TAQA Morocco**. The **Contractor** may hire a subcontractor to perform specific tasks, when approved by **TAQA Morocco**. For the purposes herein, the term **Contractor** includes any duly appointed subcontractor.

Customers

Individuals or companies purchasing goods or receiving services from **TAQA Morocco**. **Customers** may be end-users (e.g. end- consumers), intermediaries (e.g. **Distributors**) or resellers to the exclusion of **Retail Customers**, where applicable.

Data Protection Laws

The **Data Protection Laws** that apply to the processing of **Personal Data** by **TAQA Morocco**, law n°09-08 relating to the protection of individuals with regard to the processing of **Personal Data**, the texts taken for its application, and the deliberations of the **National Commission for the Control of the Protection of Personal Data** ("**CNDP**").

Deontology Officer

Means any person designated as such by the **Company**, in accordance with the provisions of the **AMMC Circular** (Ref. **Code of Deontology**).

Director

A member of the **Board of Directors** / **Supervisory Board** of a company, association other entity constituted as a legal entity.

Distributor(s)

Individuals or companies distributing **TAQA Morocco** products and services.

Dual-Use Items

Items that can be used for both civil and military purposes, including all **Items** that can be used for both non-explosive purposes and contribute in any way to the manufacture of nuclear weapons or other nuclear explosive devices. Different jurisdictions may provide specific definitions and requirements in their respective regulations.

Due Diligence

The process undertaken to assess risk by collecting, analyzing, managing and monitoring information about an actual or potential **Business Partner**.



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

Definitions

Enquiry/Investigation

Examination and analysis of the factual, legal and **Ethical** bases of a concern, which may include interviews, document and data reviews, site visits or advice from external advisors.

Entertainment

Includes, but is not limited to, participation in plays, concerts and sporting events.

Ethics / Ethical

As defined in the **Framework of Ethics & Compliance Policies and Procedures** , **Ethics** refers to a set of principles and values that guide behavior and define the best course of action in each situation. **Ethics** at **TAQA Morocco** is based on a set of rules that establishes the principles, missions, and values of its organization. Thus, the **Ethical** guidelines set out in the **Framework of Ethics & Compliance Policies and Procedures** specify the conduct expected of each employee in relation to the activities of **TAQA Morocco**.

Ethics & Compliance Office of TAQA Morocco (E&C Office)

Ethics & Compliance Office of the **Company**.

Facilitation Payments

Unofficial payment to a **Public Official** to expediate a routine function, which they are otherwise obligated to perform (e.g. visa processing, licenses, inspections, etc.). A Facilitation Payment is a form of **Bribe**.

Financing Terrorism

Financing terrorist acts, terrorists and terrorist organizations.

Framework of Ethics & Compliance Policies and Procedures

It refers to the body of policies and procedures related to **Ethics** and **Compliance**, applicable within the **Company**.

Fraud

Means dishonest or fraudulent conduct, or abuse of authority with intent to gain undue personal advantage or with intent to injure others. **Fraud**, whether civil or criminal, may involve an act of Corruption and/or behaviors such as conspiracy, blackmail, embezzlement, misappropriation, falsification, destruction of property and/or resources etc.

Gifts

Anything of value, other than **Entertainment** and **Hospitality**, including, but not limited to, «Courtesy Gifts», payments (in the form of cash, checks, vouchers, Gift cards, bank transfers, rebates or discounts not available to the general public), jewelry, food or beverages (but excluding Entertainment and **Hospitality**), flowers, travels (excluding Sponsored Travels) and/or a job.

Government Entity

- (a) Any national, state, regional or municipal government;
- (b) any supranational body representing a group of countries, such as the European Union;
- (c) any branch, agency, committee, commission or department of any of the above;
- (d) any person or organization authorized by law to perform a governmental, quasi-governmental or regulatory function;
- (e) any **Public International Organization**;
- (f) any political party; or
- (g) any company owned or controlled by the State.

Grant(s)

A payment to a person or organization for a specific purpose, such as education or research and development.

Human Capital and Culture

Human Capital and Culture Department – HC and Culture, also known as **HR**.

Human Resources / HR

Human Resources also known as **Human Capital and Culture** – HC and Culture.



Definitions

Hospitality

Includes, but not limited to, refreshments, meals and accommodation.

Insider

Refers to any person who, by virtue of their duties or position within the **Company**, have regular access to **Material Confidential Information**, whether on a permanent or occasional basis.

Insider Trading

Buying or selling, in violation of applicable law, a publicly listed **Security** while in possession of **Material Confidential Information** about the **Company** underlying such **Security**.

Intellectual Property

All (a) copyrights, patents, database rights, trade and business names, know-how, trade secrets, domain names and trademark rights and designs (whether registered or not), (b) applications for registration and rights to apply for registration, of any of the aforementioned rights, and (c) all other **Intellectual Property** rights and equivalent or similar forms of protection existing anywhere in the world.

License

Authorization from the government(s) concerned to export, import, re-export, re-transfer or conduct any other regulated activity.

Line Manager

A **TAQA Morocco Personnel** member who is responsible for the management of other **TAQA Morocco Personnel** members.

Lobbying

Individual or collective acts aimed at influencing decisions made by governments, government officials, legislators or other regulatory bodies.

Management Board

The body responsible for managing and steering the **Company**. It is controlled by the **Supervisory Board**.
This body is made up of no more than five members. However, if the company is listed on the stock exchange (publicly traded), it can have up to seven members.
The company's statutes determine the number of members of the **Management Board**. The members of the **Management Board** must be natural persons.

Material Confidential Information

Any information, event, decision or incident that:
(a) relates directly or indirectly to a listed company or its **Securities**;
(b) is not accessible to the public; and
(c) if publicly available, could affect the price of the relevant **Securities**, the movement or volume of transactions in such **Securities**, or an investor's decision to buy, sell or hold such **Securities**.

Mergers & Acquisitions

Also known as “**M&A**” it defines a legal operation involving the transfer of the assets and liabilities of one company to another. The assets and liabilities of the absorbed company are transferred to the absorbing company, involving dissolution (without liquidation) and an exchange of corporate rights. Merger-absorption is pure and simple, with the two companies concerned forming a single entity. **Mergers and Acquisitions**, on the other hand, are more limited in scope, involving legal control and powers at shareholders' meetings. The operation leaves the legal individuality of the two entities concerned.



Definitions

Money Laundering

The process criminals use to legitimize proceeds obtained from illegal activity. Money is “laundered” by passing it through lawful businesses or activities whilst the nature of the illegal financial transaction and the source, origin, and/or owner of the funds is hidden.

Occasional Insider

Refers to any person working within the **Company** or the TAQA Group, or any **Third Party**, in the context of their professional relations with the **Company**, who have occasional access to **Material Confidential Information**, in particular as a result of the preparation and execution of a particular financial or strategic operation. Such persons may fall into two categories:

- (i) Persons working within the **Company**, its subsidiary JLEC 5&6, TAQA North Africa, **TAQA Morocco** Wind Corporation,TAQA Morocco Green Energy and more generally of all the **Affiliated** companies, existing or to come, of **TAQA Morocco**, or within any company in which the **TAQA Group** may hold an interest, who have access to **Material Confidential Information** due to their particular competence with regard to a specific project (acquisition, disposal, partnership, etc.);
- (ii)**Third Parties** with access to **Material Confidential Information** in the course of their professional relations with the **Company**, during the preparation or execution of a specific transaction, such as statutory auditors, financial advisors, legal advisors, tax advisors, advertising agencies, press agencies and partners (banks, etc.).

Permanent Insider

Any person who, by virtue of his or her duties or position within the **Company**, has regular access to **Material Confidential Information** concerning, directly or indirectly, **The Company**. This includes:

- (i) Members of the **Company’s Management Board and Supervisory Board**, including the Chairman of the **Management Board** and the Chairmen and Vice-Chairmen of the **Supervisory Board**;
- (ii)Any person within the **Company** who has the power to make management decisions concerning the **Company’s** development and strategy, and who has regular access to **Material Confidential Information**;
- (iii) Members of the executive committee and members of the **Audit Committee**;
- (iv) Employees of the **Company**, its subsidiary JLEC 5&6, TAQA North Africa, TAQA Morocco Wind Corporation, TAQA Morocco Green Energy and more generally of all the **affiliated** companies, existing or to come, of TAQA Morocco, or any company in which the **TAQA Group** has an interest, who are involved in the preparation of budgets, forecasts, accounts, internal audit, project control, internal control and the preparation of meetings of the **Company’s** corporate bodies; where applicable, the assistants of each of the above-mentioned persons.

Personal Data

This is defined very broadly in the **Data Protection Laws**, in particular Law No. 09-08, and includes any information relating to a living person who can be identified, directly or indirectly, from this information. Examples – non-exhaustive list – of **Personal Data** are: name, address, date of birth, photographs, telephone numbers, e-mail addresses and other **Personal Data**, next of kin, passport details, IP addresses, localization data, banking and payroll information.

Political Contributions

Monetary or non-monetary contributions, such as resources and facilities, to support political parties, candidates or initiatives.

Public International Organization

A multinational institution made up of countries, governments or other institutions that perform governmental or quasi-governmental activities or functions, such as the United Nations, the European Union or the World Bank.



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

Definitions

Public Official

Includes any of the following items:

- (a) Official, employee or person acting for or on behalf of any **Government Entity** or **Public International Organization**;
- (b) the leader of a political party or a candidate for political office;
- (c) a person holding a legislative, administrative or judicial office of any kind, whether elected or appointed, in a country or territory (or a subdivision of a country or territory) or a **Public International Organization**; or
- (d) Any other person who performs a public function for or on behalf of a country or territory (or a subdivision of a country or territory), or any public body or public enterprise of a country or territory (or subdivision of a country or territory), or any **Public International Organization**.

Related Person

In relation to **TAQA Morocco Personnel**:

- (a) A spouse, civil partner, child, stepchild, grandchild, parent, parent-in-law, grandparent, brother or sister, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law or sister-in-law, uncle, aunt, niece, nephew or cousin (including adoptive parents), whether or not sharing the same household;
- (b) Business in which you are a general partner, shareholder (direct or indirect) or make management decisions;
- (c) Trusts of which you are a trustee;
- (d) Estates for which you are an executor; and
- (e) Any other person or entity whose transactions are directed or subject to your direct or indirect influence or control.

Retail Customers

TAQA Morocco’s retail water and electricity customers, where applicable.

Sanctioned Countries/Territories

Countries and/or **Territories** subject to Global **Sanctions** on a national and/or territorial scale.

Sanctioned Persons

Persons, entities or any other party (a) located, domiciled, resident or incorporated in a **Sanctioned Country**; (b) subject to **Sanctions**; and/or (c) owned or controlled by or **affiliated** with persons, entities or any other party referred to in (a) and (b).

Sanctions

Restrictions imposed by governments or **Public International Organizations** on commercial, economic or financial activities with specific countries, entities or individuals.

Securities

Equity, debt and derivative financial instruments, including common shares, preferred shares, options, derivatives, swaps, futures, forward contracts, warrants, short positions, profit participations, convertible bills, bonds, bills, debentures, commercial paper, loan participations, limited partnership shares and other types of equity, debt, hybrid and other **Securities**, including **TAQA Morocco Securities**.

Speak Up

Process set up by **TAQA Morocco** to confidentially report any deviation from or violation of its **Ethics & Compliance** policy and, more generally, all relevant rules and standards.

As such:

- Any question, concern, or doubt shall be directed to the **Ethics & Compliance Office of TAQA Morocco**, either in person, by email at bureau.ec@taqamorocco.ma, or through the helpline (<https://www.taqamorocco.ma/en/group/ethics-compliance>); and
- Any known or suspected violation of **Ethics & Compliance** provisions shall be reported, in accordance with the **Speak Up** Policy, to the **Ethics & Compliance Office of TAQA Morocco** and the **Audit Committee** through the helpline.



MESSAGE FROM
THE CHAIRMAN



WORKING
ENVIRONMENT



ETHICS AND
COMPLIANCE
PROVISIONS



PRESERVATION OF THE ENVIRONMENT
RESPONSIBLE AND SOLIDARY ACTIONS



IMPLEMENTATION OF AND COMPLIANCE WITH
TAQA MOROCCO'S CODE OF BUSINESS CONDUCT



GLOSSARY



LAST PAGE
CONSULTED

Definitions

Sponsored Travel

*Includes any form of transportation (such as airline tickets and taxis) and associated **Hospitality** and accommodation (such as hotel bookings) that is offered as part of a business-related engagement, such as conferences, site visits, or business meetings, and other than any such travel or **Hospitality** provided for in any formal legal agreement.*

Supervisory Board

The **Supervisory Board** is a permanent body of a dual-board company (**Management Board** and **Supervisory Board**) composed of members elected by the general assembly, whose role is to monitor the actions of the **Management Board** and grant prior authorizations when required by law or the company's statutes. An annual report on the **Supervisory Board's** oversight of the **Management Board** and the financial accounts of the Company is presented at the Annual General Meeting.

Suppliers

*Individuals or companies providing goods or services to **TAQA Morocco**.*

TAQA Group

Abu Dhabi National Energy Company or TAQA.

TAQA Morocco Personnel / Personnel

*All persons who work directly for or represent **TAQA Morocco**, including **Directors**, officers, employees, consultants, secondees and **Contractors**.*

TAQA Morocco Securities

*All listed **Securities** issued or guaranteed by any member of **TAQA Morocco**, including but not limited to shares, debts, and derivative financial instruments, such as common shares, preferred shares, options, derivatives, swaps, futures contracts, warrants, short positions, beneficial interests, convertible notes, bonds, promissory notes, debentures, commercial paper, loan participations, limited partnership interests, and other types of equity, debt, hybrid, and other securities, whether listed in Morocco or elsewhere in the world.*

Technical Data

*Information necessary for the design, development, production, manufacture, assembly, operation, repair, testing, maintenance, modification, use, installation, overhaul or refurbishment of the **Articles**. The information may take the form of plans, drawings, photographs, blueprints, instructions, diagrams, models, etc. formulas, tables, technical designs and specifications, manuals and documentation, whatever the form or medium.*

Third Party

*Any organization, entity, individual or group other than **TAQA Morocco**, including any **Competitor**, **Supplier**, **Affiliate** or **Customer** of **TAQA Morocco** or the **TAQA Group**.*

Revision history

Version no.: 3.0
Issue no.: 3
Issue date: September 2022
Date of last revision: June 2026

