Organization, Management, and Control Model & Code of Ethics

1. Introduction

ESG Consultancy is committed to the highest standards of integrity, sustainability, and corporate responsibility. This Organization, Management, and Control Model (OMCM) outlines the company's structure, governance, and ethical framework to ensure compliance with legal, regulatory, and ethical standards while promoting a culture of transparency and sustainability.

2. Organizational Structure

2.1 Governance Model

ESG Consultancy operates under a structured governance model, ensuring accountability and effectiveness in decision-making.

Board of Directors

- Provides strategic oversight and ensures alignment with the company's mission and ethical commitments.
- Approves policies, procedures, and financial strategies.

Executive Management

- Implements strategic decisions and oversees daily operations.
- Ensures compliance with ESG principles and corporate policies.

Advisory Committees

- Comprised of subject-matter experts guiding the consultancy's services and innovation.
- Supports the Board and Executive Management in ESG-related matters.

Operational Teams

- **ESG Assessment & Compliance Team**: Conducts ESG audits and provides compliance guidance.
- **Training & Development Team**: Designs and delivers ESG education and upskilling programs.
- **Client Engagement Team**: Manages relationships with clients and stakeholders.

3. Management and Control System

To mitigate risks and ensure efficiency, ESG Consultancy employs a robust management and control system based on:

3.1 Risk Management

- Identification and assessment of financial, legal, reputational, and ESG-related risks.
- Implementation of mitigation measures and continuous monitoring.

3.2 Compliance Framework

- Adherence to international sustainability frameworks, including GRI, SASB, and CSRD.
- Internal compliance checks and audits.

3.3 Internal Controls

- Standardized procedures for decision-making and financial management.
- Conflict of interest policy and whistleblower protection.

3.4 Data Protection & Confidentiality

- Ensuring GDPR and data privacy compliance.
- Secure handling of client and internal data.

4. Code of Ethics

4.1 Core Ethical Principles

ESG Consultancy's Code of Ethics is based on the following principles:

- **Integrity**: Upholding honesty and transparency in all business operations.
- **Accountability**: Taking responsibility for corporate actions and decisions.
- **Sustainability**: Commitment to environmental and social sustainability.
- **Respect**: Fostering an inclusive and respectful workplace.

4.2 Ethical Conduct Standards

- **Anti-Corruption & Bribery**: Zero tolerance for bribery and corruption in any form.

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- **Fair Competition**: Commitment to ethical business practices and market fairness.
- **Non-Discrimination**: Equal opportunity employment without bias based on race, gender, religion, or other protected characteristics.
- **Environmental Responsibility**: Minimizing environmental impact and promoting sustainable business practices.
- **Stakeholder Engagement**: Transparent communication and ethical relationships with clients, partners, and regulators.

4.3 Reporting Violations

Employees and stakeholders are encouraged to report any ethical violations confidentially through an internal ethics hotline or designated compliance officer.

5. Implementation and Monitoring

- Regular training on ethical practices and compliance for all employees.
- Annual reviews of the OMCM and Code of Ethics to ensure relevance and effectiveness.
- Periodic ESG audits and independent assessments to track performance.

Signed by CEO & Chairwoman of the Board,
Francine Carron.
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