



INNOV'IA 

CODE OF ETHICS

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01 INTRODUCTION

INNOV'IA attaches the highest importance to its reputation for honesty, integrity, and respect for ethical standards in the conduct of its business activities.

This Code of Ethics reaffirms INNOV'IA's commitment to upholding demanding ethical principles, such as:

These standards can only be observed and maintained through the actions and behavior of all the Company's employees, as well as of any persons or entities acting on behalf of the Company. Employees must strictly comply with these standards and contribute to a respectful, fair, and trustworthy working environment.

This Code of Ethics has been developed to comply with applicable local laws while also meeting INNOV'IA's own requirements.

If any provision of this Code of Ethics differs from applicable local law, the stricter standard shall prevail.

INNOV'IA strictly prohibits participation in any activity that is forbidden by law or regulation. The Company is also committed to applying the highest ethical and professional standards.

INNOV'IA does not tolerate, under any circumstances, inappropriate, unethical, or abusive behavior from any employee.

Furthermore, INNOV'IA prohibits any such behavior, as well as any form of sexual or moral harassment, by any person who is not employed by INNOV'IA – such as a vendor, agent, supplier, client, or other third party – with whom employees may interact in the course of their work.

However, there may be situations where employees believe that another person has acted contrary to the standards promoted by INNOV'IA.

Employees who, in good faith, believe that a violation of these rules has occurred are encouraged to report the alleged misconduct to the Human Resources Department, to their manager, or via the email address alerte@innov-ia.com

INNOV'IA is committed to protecting from any form of retaliation those employees who, in good faith, raise an alert or refuse to carry out an illegal order.

02 VALUES

Our values are the guiding thread of our actions, decisions, and relationships. They reflect who we are and what we strive for each day, both internally and with our partners and clients. They guide our behaviors, inspire our ambitions, and ensure consistency between our commitments and our actions.

Excellence, Creativity, Performance, Commitment, and Respect/Listening form the foundations upon which we build our development and our sustainable contribution to collective success.

Performance:

Achieve ambitious objectives efficiently.

Commitment:

Get involved, mobilize, and act responsibly.

Respect/Listening:

Communicate and clarify with authenticity.

Creativity:

Design and experiment with new practices; find original solutions.

Excellence:

Implement best practices in all areas to serve stakeholder satisfaction.



03 CORPORATE COMMITMENTS

3.1 Corruption and Bribery

It is strictly prohibited for all INNOV'IA employees, as well as any parties acting on behalf of INNOV'IA, to commit or accept any act of corruption, to offer to commit or accept such an act, or to promise to commit or accept such an act, in exchange for any benefit, whether or not that benefit is actually received.

No bribe may be given, offered, or accepted by any person in exchange for recommending, purchasing, or supplying INNOV'IA products, or in return for a commitment to continue doing so. Nothing may be offered, provided, or accepted in a manner or under conditions that could inappropriately influence a person's actions or conduct, or even create the appearance of such influence. Employees and any party acting on behalf of INNOV'IA must not appear to exert undue influence over suppliers, clients, or government officials in any way.

Employees are not permitted to accept gifts, gratuities, or invitations from clients or suppliers in any form (including cash, goods, services, entertainment, or travel), unless the gift, gratuity, or invitation is of nominal value and the employee has obtained the necessary approvals from Management.

INNOV'IA encourages the selection of its business partners based on their capability and commitment to comply with the anti-corruption principles set forth herein.

INNOV'IA's Anti-Corruption Policy provides further details to help employees identify potential corruption issues, along with recommendations and procedures to ensure compliance with applicable internal rules and laws (such as the U.S. FCPA, the UK Bribery Act, the French Anti-Corruption Law, or the Chinese Anti-Corruption Law).

Employees may seek guidance at any time from the Compliance Officer, the CFO, or the HR Ethics Officer.

03 CORPORATE COMMITMENTS

3.2 Money Laundering

This Code of Ethics prohibits the Company and any persons or entities acting on its behalf from engaging in or assisting with money laundering. There must be no attempt to conceal or disguise the nature, location, source, ownership, or control of funds through financial transactions or the movement of funds between financial institutions or jurisdictions.

3.3 Economic Sanctions and Embargoes

The Company complies with all applicable national and international regulations related to its business. Employees must not conduct transactions with individuals or entities listed on embargo lists or otherwise violate applicable sanctions.

3.4 Fair Competition and Compliance with Competition Laws

The Company strives for and promotes fair competition. It is committed to complying with applicable competition laws and refrains from any activity that could restrict fair competition or raise competition law issues.

In particular, INNOV'IA will not engage in collusion with competitors, including price-fixing, market-sharing, or bid-rigging. INNOV'IA prohibits any behavior that could undermine free competition.

Similarly, in compliance with antitrust laws, INNOV'IA will not exchange sensitive commercial information with competitors.

04 EMPLOYER COMMITMENTS

4.1 Ensuring Workplace Safety

We are committed to maintaining safe workplaces that comply with all applicable occupational health and safety laws, as well as our own policies. Safety rules have been established to protect our employees and make our operations as safe as possible. These rules must be followed carefully.

It is essential that every employee knows and understands the specific health, safety, and security rules associated with their role. Any hazard or risk must be reported immediately to prevent accidents or injuries.

4.2 Conflicts of Interest

Employees must refrain from engaging in any activity or business that could conflict with the interests of INNOV'IA. For example, employees may not accept money or other benefits from a service provider of the Company, nor use their authority as a Company representative to gain personal advantage. Employees may also not take a second job or receive financial consideration from a client, competitor, or supplier of the Company when a real or potential conflict of interest exists.

A conflict of interest (actual, apparent, or potential) refers to any situation in which an employee's personal interests conflict (or appear to conflict, or could potentially conflict) with those of the Company, thereby risking (or giving the impression of risking) the impartial, fair, and objective performance of their duties within the Company.

It is each employee's responsibility to exercise judgment regarding their personal situation to assess the existence of conflicts of interest.

Employees must promptly and in writing declare their situation to their hierarchy and/or the relevant departments (Ethics and Compliance, Human Resources, Legal) in accordance with INNOV'IA's internal procedures. In case of doubt about a potential conflict of interest, employees should discuss it with the Company's Compliance Officer.

4.3 Personal Data Protection

The Company respects the privacy and integrity of its stakeholders and employees and aims to implement strict standards when processing personal data. The Company collects and retains only personal information that is authorized by law and necessary for its activities, including the collection, processing, and storage of personal data. All personal data collected and held by the Company is processed transparently, lawfully, and carefully, in a manner that protects the privacy of employees and any other individuals who may be concerned.

04 EMPLOYER COMMITMENTS

4.4 Career Development and Training

Career development and professional training of employees are key factors in INNOV'IA's success. The quality of work performed by INNOV'IA employees is essential to the Company's growth. The selection and appointment of any employee are based solely on qualifications and skills, in accordance with applicable legal provisions.

The Company aims to provide employees with the necessary information and training to help them maximize their competencies within the organization.

The Company ensures the regular implementation of mandatory training programs for the employees concerned.

4.5 Diversity and Equal Opportunity

The Company guarantees equal access to employment and equal treatment in matters of hiring, promotion, training, compensation, termination, and disciplinary measures for all employees – regardless of race, color, religion, nationality, gender, sexual orientation, marital status, veteran status, physical or mental disability, or any other status protected by law.

All employees must carry out their activities in strict compliance with this policy.

4.6 Prohibition of Child Labor

INNOV'IA and its subsidiaries comply with all national laws and regulations concerning child labor. In all cases, they adhere to the standards established by the International Labour Organization (ILO) regarding the health, safety, and morality of young people under the age of 18. INNOV'IA and its subsidiaries ensure that their suppliers and partners uphold the same requirements.

4.7 Harassment and Violence

Everyone has the right to work in an environment free from violence and harassment. At INNOV'IA, the following will not be tolerated:

- Harassment in any form
- The use of physical force intended to cause bodily harm
- Acts or threats aimed at intimidating someone or causing them to fear physical injury

This applies both to how employees treat one another and to how they interact with any other individuals. Everyone is responsible for behaving in accordance with INNOV'IA's anti-harassment and anti-violence policy.

If someone witnesses harassment, violence, or threats of violence, or becomes aware of such behavior, they must report it immediately.

Managers are responsible for maintaining a work environment free from violence and harassment and must act promptly to investigate any allegation in this regard, in accordance with applicable laws and Company policies.

04 EMPLOYER COMMITMENTS

4.8 Confidential Information

While working at the Company, employees have access to information about INNOV'IA's business or that of its clients, which is either the property of the Company or its clients, or confidential (such as business plans, financial data, information systems, client or supplier information, and contracts with clients or suppliers). Each INNOV'IA employee has a professional and ethical responsibility to treat this information as privileged and confidential and to ensure that it is not improperly or accidentally disclosed to anyone who does not work for INNOV'IA or does not have a legitimate need to access it.

At the end of their employment, employees must return all Company property and any copies of documents, notes, computer hard drives, USB drives, or other items containing confidential or proprietary information about INNOV'IA that is not publicly available.

4.9 Media Relations and Use of Social Media

Only official INNOV'IA spokespersons or expressly authorized employees may communicate with the media as representatives of the Company to members of the financial community, shareholders, or external groups or organizations regarding the Company's activities. Information provided to the media and publicly disclosed must be accurate. Any public information generated and communicated by the Company must comply with all applicable laws and regulations.

When speaking about INNOV'IA on social media, employees must be respectful toward the Company, its competitors, partners, and stakeholders. Employees should be aware that they are not in a private context when posting online comments about INNOV'IA, and private comments that could become public may be interpreted as statements on behalf of the Company.

While the Company encourages employees to share and exchange information that supports and promotes the Company's activities, only authorized personnel designated as social media contacts may do so on behalf of the Company and through official social media forums in which the Company participates.

05 RESPONSIBLE AND CIVIC ENGAGEMENT

5.1 Environmental Responsibility

Environmental preservation is an important part of INNOV'IA's identity. The Company contributes to the sustainable development of the planet by providing healthy, sustainable, affordable, and high-quality food. By complying with local environmental laws and INNOV'IA's own policies, the Company acts with integrity, builds trust, and ensures the future growth of INNOV'IA.

INNOV'IA is committed to implementing an ambitious sustainability program that has a positive impact on its environment and surrounding communities.

5.2 Respect for Human Rights

All Company operations are free from forced labor. Employees are treated fairly and compensated in accordance with applicable laws (including minimum wage, overtime, and mandatory benefits). INNOV'IA employees have the right to express themselves and to join or establish unions in accordance with local laws.

A trusting and active social dialogue is clearly valued and promoted within INNOV'IA. Human rights and the safety of employees and partners are of the highest importance to the Company; therefore, anyone who suspects a violation of human rights is encouraged to report it, with the assurance that INNOV'IA protects whistleblowers from any potential retaliation.

INNOV'IA is committed to complying with the laws of the countries in which it operates. The Company applies the international conventions of the International Labour Organization, particularly those related to worker protection, and the prohibition of forced labor and child labor.

5.3 Ingredient Safety

By developing innovative formulation solutions through multi-technologies such as dehydration, granulation, coating, and microencapsulation, INNOV'IA contributes to improving the quality of the ingredients entrusted to it by its clients. The sanitary quality of these ingredients, used worldwide, is essential to ensure consumer safety, including for young children and infants.

INNOV'IA implements extensive organizational and technical measures to ensure compliance with the highest sanitary standards and regulations at every stage of product development. Promoting and embedding a food safety culture among all INNOV'IA employees through training and communication initiatives is a key part of this approach.

INNOV'IA encourages reporting of any situation that may compromise ingredient safety, as well as taking initiative and proposing improvement ideas.

All INNOV'IA employees are responsible for product quality and safety, and consequently for the safety of end consumers.

06 EMPLOYEE COMMITMENTS

It is the responsibility of every employee of the Company to comply with this Code of Ethics, including the obligation to seek guidance in case of doubt.

Employees are required to promptly inform the Compliance Officer of any potential violation of the Code of Ethics, applicable laws or regulations, or any other Company policy.

Accordingly, failure to adhere to the principles of this Code of Ethics or to applicable laws or regulations may result in appropriate disciplinary measures, up to and including termination of employment and, where applicable, legal action.

Roles of Directors and Managers

Directors and managers are responsible for ensuring that this Code, as well as any supplementary policies or applicable procedures, are followed within their scope of responsibility and, in the event of an incident, demonstrating commitment to resolving any compliance issues.

However, managers should not act alone on sensitive or potentially serious matters; they must inform their own supervisor or the Compliance Officer of any compliance issue, who will then address it, seek to identify the root cause, and implement measures to prevent recurrence.

It is the responsibility of every INNOV'IA employee to comply with this Code and to act ethically in their daily activities in order to protect and uphold the reputation of INNOV'IA.

07 CONFIDENTIALITY AND PROTECTION AGAINST RETALIATION

7.1 Submission of a Report

All employees and partners of the Company (including agents, independent consultants, clients, and all other stakeholders) are encouraged to report any questions or suspicions of misconduct as early as possible.

If there are concerns regarding violations of applicable laws, regulations, or international treaties, or if the public interest appears to be at risk, a confidential report can be submitted using the email address: alerte@innov-ia.com

Using this reporting channel, employees and Company partners may provide their allegations along with any supporting facts, information, and documents. Submitted reports should describe as precisely and thoroughly as possible the nature of the alleged irregularity, when or during what period it occurred, the names of the individuals involved, and any available evidence.

7.2 Confidentiality

When information is provided in a report, the identity of the reporting person, any targeted individuals, and the factual information collected by the report recipient will not be disclosed. Any information provided to third parties will also remain confidential. The identity of the report author will not be disclosed to anyone else without their prior consent (except for communications to competent judicial authorities).

To enhance the confidentiality of the report, employees are advised to use telephone numbers or email addresses other than their Company accounts. When regular mail is used, it is recommended to mark it as “Confidential.” Contact details may be provided to the Compliance Officer for follow-up of the report.

7.3 Handling of Reports and Investigation

Reports and related investigations will be conducted promptly and discreetly, and the report author will be informed in a timely manner about the receipt, timeline, and results of the investigation.

As soon as possible after a report is submitted, the author will be informed in writing by the Compliance Officer or their representative of the officer’s position regarding the alleged irregularities and any actions taken as a result of the report. If no position can be provided within a reasonable timeframe, the report author will be notified by or on behalf of the Compliance Officer, along with an indication of when the employee will be informed of the officer’s position.

If a report has not been addressed by the Company within a reasonable timeframe, or in the case of immediate danger or irreversible harm, the author may submit it to the competent authorities in accordance with applicable laws. If, after a period of three months, the competent authorities have not yet addressed the report, the author may, as a last resort, make it public in accordance with applicable laws.

07 CONFIDENTIALITY AND PROTECTION AGAINST RETALIATION

7.4 Data Protection

Reports that do not result in any further action will be archived after the destruction of all information relating to the report author and any targeted individuals, and no later than two months after the expiration of appeal and investigation periods. The report author and any targeted individuals will be informed of this event.

All submitted reports will be subject to an automated process implemented in compliance with the rules and regulations of the French data protection authority (Commission Nationale de l'Informatique et des Libertés – CNIL) and any equivalent local regulations applicable to subsidiaries.

7.5 Protection Against Retaliation

The Company protects employees from retaliation when they, in good faith, report potential inappropriate, unprofessional, illegal, or unethical actions, even if they are mistaken. Under no circumstances will the reporting of such information or alleged irregularities be used as a basis for retaliation against the employee who reported it, including dismissal, demotion, suspension, threats, pressure, or discrimination.

Any employee who believes they have been subjected to retaliation for reporting such matters must immediately notify the Compliance Officer or use one of the Company's confidential reporting channels, as appropriate.

Individuals who obstruct the submission of a report or engage in retaliation in violation of this policy may be subject to disciplinary measures.

Information protected by specific confidentiality rules, such as state secrets, medical confidentiality, or attorney-client privilege, is not covered by this policy.



INNOV'IA 



PERFORMANCE COMMITMENT
RESPECT/LISTENING CREATIVITY
EXCELLENCE