



Steria Code of Ethics

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Foreword by the Group Executive Committee

Steria is an organisation made up of people of intelligence and character who, while proud of their diversity, are bound to one another and to our company by a set of five shared values - simplicity, creativity, respect, openness and independence. Our reputation in the market is the cumulative product of the conduct, engagement and competence of these people. Along with our values, acting ethically is fundamental to Steria and must not be subject to compromise in any way.

Proper conduct includes compliance with both the letter and the spirit of the laws and regulations that apply to our business around the world. It also means that we abide by the company values and the guiding principles outlined in this document.

The following Code of Ethics is an essential part of our Corporate Responsibility (CR) programme and, along with other Programme elements, reaffirms our commitment to the highest international standards regarding matters of ethics and social responsibility. It provides each of us with the support necessary to conduct ourselves with courage and confidence, even in difficult situations. This Code does not intend to replace local, European or international laws and regulations but on the contrary, seeks to encourage their respect.

Acting ethically when conducting our business is not just a challenge for the General Manager and company senior management, it is a challenge which has to be shared at all levels within our organisation. Each of us is individually responsible to ensure that our conduct is compliant with our Code of Ethics.

As this Code cannot cover all business situations and company policies, we must ultimately rely on our

judgement as to appropriate conduct, including a responsibility to seek counsel from our colleagues, our management, the CR Steering Committee and, above all, our own conscience and personal judgement.

Please read this Code carefully and make sure that you understand it. Please also do not hesitate to have a look at the specific awareness contents (available within our knowledge management tool) which have been developed to help you to better understand some of the principles embedded in this document. We also strongly invite you to share this document with your teams.

If you have questions, speak with your immediate supervisor, or contact your CR market place network leader.

The Steria Group Executive Committee



Our Code of Ethics

The Way We Do Business

This Code of Ethics commits Steria to a set of simple and shared principles. This Code provides guidelines for each employee, whatever their cultural or geographical background. It is not intended to replace local, European or international laws and regulations but on the contrary, seeks to encourage their respect. Employees use good judgment and common sense in all situations when the requirements of the law or of good business practices appear unclear. Employees seek advice and direction from their supervisors in such situations.

Human Rights & Diversity

Steria is committed to respecting human rights in its relationships with employees, clients, shareholders, suppliers and local communities. Steria's business is people-driven and our corporate values underpin our relationships with our stakeholders. Each employee is entitled to fair, courteous and respectful treatment by his or her supervisors, subordinates and peers. Steria will not tolerate discrimination or harassment based on sex, colour, marital status, civil partnership, having or not having dependants, nationality, ethnic or national origin, religious belief, political opinion, sexual orientation, disability, age or any other relevant category. Steria welcomes and values diversity. Our goal is always to select, retain and develop all employees, irrespective of the categories mentioned above.

Labour standards

Steria is committed to providing all employees with a safe and healthy working environment. Our employees behave responsibly in accordance with applicable health and safety rules. In each country where we operate, Steria is committed to comply with local and international applicable employment laws and regulations, especially those related to employees' health and security, compulsory and child labour, discrimination and harassment. Steria supports freedom of association and respects the right to collective bargaining.

Protecting company value Fraud

Steria is committed to ensuring that any form of fraud is avoided in the company business conduct. Fraud may be defined as "any intentional act or omission designed to deceive others and resulting in the victim suffering a loss and/or the perpetrator achieving a gain." Fraud can be categorised into three main

categories: fraudulent financial reporting, misappropriation of assets, and corruption.

Corruption

While definition may slightly vary depending on local regulations, corruption is usually considered as committed "where a person offers, promises or gives a financial or other advantage to another person (private or public agent) with the intention of influencing this person in the performance of his or her official functions. The person offering, promising or giving the advantage must also intend to obtain or retain business or an advantage in the conduct of business by doing so". Corruption notably includes bribery, illegal gratuities and extortion.

Conflicts of interest

While there is no common definition for conflicts of interest, it usually "consists of any situation in which an employee has or appears to have a direct or indirect interest that may influence the manner in which he or she performs his/her job or carries out his/her responsibilities within a corporation". Should such a situation occur, communication between employer and employee is of utmost importance, and the parties concerned will attempt to resolve the matter in good faith.

Protecting information

In addition, Steria employees who receive or learn of confidential business information or trade secrets of Steria or others do not, for non-business purposes, disclose that information to third parties or make any other non-business use of such information. Moreover, they take reasonable measures to otherwise safeguard and protect information and trade secrets. In the same way as stated in our Insider Code, Steria employees who have access to information that is not public and that could affect the Steria share price if made public, do not trade in Steria shares, either directly or through another person, until such time as this information has been made public.

Discussions with our competitors

Discussing with our competitors, while often considered as a way to share best practices, may under certain circumstances expose the company and our employees to significant compliance risks. We remind that contact with competitors must comply with regulations relating to the principles of competition and exchange of business information.



Environment

Steria is committed to applying a responsible and proactive approach to environmental challenges and to go beyond legislation on environmental issues in the countries in which it operates. The Group supports initiatives to promote greater environmental responsibility, such as IT equipment and paper recycling, awareness campaigns and is aiming to reduce its ecological impact. By using state of the art technology on behalf of our employees and our clients, we continuously try to reduce our energy consumption and our environmental impact, and we are committed to innovation by proposing environmentally friendly services.

Values – our foundations

The Company and its people operate according to a set of corporate values. These living values are strongly linked to our story and identity. These values are:

Respect

Throughout the 40 years of our entrepreneurial story, our people and our customer's best interests have always been at the very heart of our strategic decisions. In our approach, we consider the business needs of our customers first. We consider our people to be our primary asset. We trust each individual, giving him or her autonomy to perform his mission.

Openness

The diversity across our organisation is a real asset. Mixing different cultures, backgrounds and experiences creates our richness. We welcome this diversity and encourage networking across the organisation.

Within Steria, we operate more by projects with teams sharing common goals and objectives than by hierarchical structure. The accessibility to the senior decision takers is very easy, and our lean structure enables the people's voice to be heard and encourages a listening management culture.

Creativity

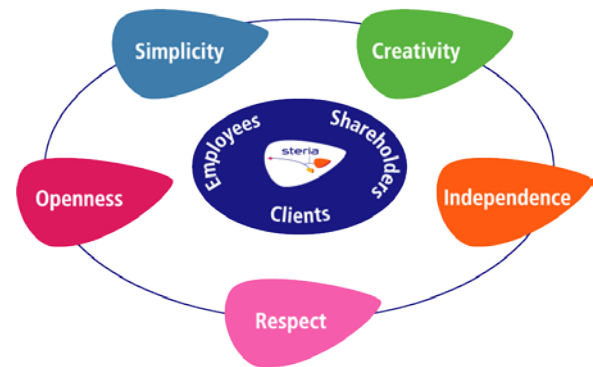
Creativity is the source of innovation which is our main business driver. We encourage the initiatives taken by our employees and welcome and promote new ideas. Innovation is at the very heart of our strategy for Steria to stand out from the competition.

Simplicity

Simplicity is the core value expressing the personality and the style of the company and enables us to deliver effective solutions and results for our customers. It is also a company philosophy, having simple processes and structures which enable us to take decisions quickly, and rapidly transforming ideas into results which excel.

Independence

Independence is the cornerstone of our strategy. From our corporate governance to our partnership policy, to our thinking and solutions, we always take decisions which guarantee the sustainability of our business model, the mastery of our future and the freedom to select the best for our customers and our employees.



Putting the code and values to work

Each of us at Steria is responsible for knowing and understanding not only the company policies and guidelines, but also the company values on which they are based. However that is merely the first step. Putting the Code and Values to work implies knowing how to make the "right" decisions whenever we encounter ethical questions and dilemmas. To that end, here is some advice:

Understand and make a moral commitment to the company Code of Ethics and Values.

Lead by example, complying with the letter and spirit of the Code and always doing what is right, even when the alternatives seem easier or more expedient.

Understand and behave in accordance with other Steria policies and professional standards.



Ensure that we do not put our own interest ahead of the company when performing our jobs.

Conduct all work and business affairs lawfully and with integrity.

Provide the training, when necessary, to ensure that the Code is properly understood and shared. To do so, please do not hesitate to have a look at the "awareness modules" (see above).

Seek assistance, guidance or interpretation on difficult ethical issues.

Create a work environment that encourages frank, open and constructive communication on all business matters, including allowing everyone to ask questions, make suggestions and report errors or wrongdoing without fear of reprisal.

A model for ethical decision making

Making the right ethical decision in difficult situations may seem somewhat overwhelming. What is the best way to approach the decision-making process?

To help you, we recommend using Josephson's Institute model for ethical decision making. Once you become familiar with the framework, it becomes apparent that you have many resources available. You will also realise that you make these kinds of decisions every day.

As a guide in deciding on a course of action, follow these steps

Clarify

- Determine precisely what must be decided.
- Formulate and devise the full range of alternatives.
- Eliminate patently impractical, illegal and improper alternatives.
- Force yourself to develop at least three ethically justifiable options.
- Examine each option to determine which ethical principles and values are involved.

Evaluate

- If any of the options requires the sacrifice of any ethical principle, evaluate the facts and assumptions carefully.
- Distinguish solid facts from beliefs, desires, theories, suppositions, unsupported conclusions, opinions, and rationalisations.
- Consider the credibility of sources, especially when they are self-interested, ideological or biased.
- With regard to each alternative, carefully consider the benefits, burdens and risks to each stakeholder.

Decide

- Make a judgment about what is not true and what consequences are most likely to occur.
- Evaluate the viable alternatives according to personal conscience.
- Prioritise the alternatives so that you can choose which alternatives to advance and which to subordinate.
- Determine who will be helped the most and harmed the least.
- Consider the worst case scenario.
- Consider whether ethically questionable conduct can be avoided by changing goals or methods, or by getting consent

Implement

- Develop a plan for how to implement the decision.
- Maximise the benefits and minimise the costs and risks.

Monitor and modify

- Monitor the effects of decisions.
- Be prepared and willing to revise a plan, or

Apply three "ethics questions".

1. Are you treating others as you would want to be treated?
2. Would you be comfortable if your reasoning and decision were to be publicised?
3. Would you be comfortable if your best friend were observing you?

take a different course of action.

- Adjust to new information.

(Source: Josephson Institute of Ethics. "Five Steps of Principled Reasoning." 1999.)



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Contact

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