

Xago Europe SA - Code of Ethics

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Our Code of Ethics

How to use our Code of Ethics?

Our Code of Ethics helps all team members understand how to behave and act in the right way during office hours **and inside work spaces**. It is a framework to provide guidance when we are unsure how to behave. However, it is impossible to predict and prepare for every single business situation that might present an ethical dilemma. Accordingly, we do not claim that this document is definitive or exhaustive.

Our Code of Ethics does not eliminate the need to exercise common sense, but rather helps us do the right thing. When in doubt, you should ask yourself the following questions to understand how to act:

- Does what you are about to do/say seem right to you?
- Is it in line with the Company Values?
- Are you comfortable explaining your actions to other team members, team managers, customers, family members, or externally to the press?
- Is it legal?

If the answer to any of these questions is “no,” it’s probably not the right thing to do. Open a dialogue with your manager to make the appropriate decision and to ensure you continue to “do the right thing.”

What is the code of ethics?

This Code of Ethics embodies our respect for the law and individuals, and our responsibilities to customers and stakeholders. It provides the basis for our ethical culture. We are committed to complying with international, national and local laws and regulations in the countries in which we operate in every way necessary.

The Code of Ethics establishes, explains and formalizes the values, rules of conduct, behaviors and principles of action that we expect from ourselves and that are required of us in our relationships with stakeholders. It prevails over any policy or procedure at the corporate level.

In the following sections, we aim to provide clarity and guidance, especially in areas that may pose ethical dilemmas. In such areas, exercising good judgment can be difficult because you are in a gray area and there is a risk of breaking the law, sometimes even unknowingly.

In these situations, any improper behavior could compromise our ethical culture, damage the Company's reputation and potentially lead to significant sanctions. We must follow our code of ethics wherever we operate and whatever the economic circumstances.

Who is it for and what are our roles?

Our Code of Ethics is for all team members across the company and our partner/supplier ecosystem. It applies to all of us, at every level of the company. If you are in a leadership position or team management role, you need to understand that these positions come with additional responsibilities to maintain our ethical behavior.

The Company is committed to ensuring that no one suffers retaliation for raising concerns in good faith about practices that may violate this Code of Ethics.

AS A TEAM MEMBER MY ROLE IS TO:

- Know and understand our Code of Ethics;
- Act consistently with our code of ethics and, when in doubt, seek advice from my manager;
- Demonstrate and live our values, rules of conduct and behavior, and principles of action.

AS A MANAGER I HAVE ADDITIONAL RESPONSIBILITIES AND MY ROLE IS TO:

- Lead by example and maintain, promote and live our code of ethics in our daily work;
 - Ensure that our Code of Ethics is known and respected within my team;
 - Know the contents of the Code of Ethics, as members of my team may turn to me for advice and guidance on certain matters concerning them;
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- Identify compliance risks and make appropriate decisions regarding issues relevant to my area of responsibility.

People

We are committed to providing a safe and inclusive work environment.

Health and safety

We are committed to caring for the health and safety of our team members, whether they are working on our own sites or those of our clients.

WHAT DOES THIS MEAN?

- **Follow the rules.**The company takes its responsibility for health and safety very seriously and we expect all of us to respect and comply with any relevant legislation and emergency procedures. When working on a client's site, we are also required to observe and cooperate with any client rules relating to health, safety and emergency procedures;
- **Be supportive.**We expect our team managers to take care of the health and safety of their team members within the scope of company operations;
- **Be proactive.**We all have a responsibility to identify and report to our team leader any behavior that could pose a danger or risk, or any situation that could compromise the health and safety of our team members.

Equality, Diversity and Inclusion

Diversity is an essential characteristic of our company, which is deeply multicultural, fosters creativity and innovation and contributes to creating an inclusive culture of mutual benefit. As individuals, we all have the right to equal opportunities and fair treatment.

WHAT DOES THIS MEAN?

- **Employee engagement.** Employee engagement is our primary performance driver and a key factor in attracting and retaining our talent. To ensure that employees are interested in their work and are motivated, we engage with them to measure their level of interest, satisfaction and well-being at work. We are committed to optimizing the strengths of employees by focusing on the value they create and their contribution to the company;
- **Freedom.** In the spirit of our core value of “Freedom,” tolerance and respect for other cultures and customs are essential. We believe that what makes people different is a source of innovation and creativity. Diversity is also a business imperative to access the skills we need to meet our customers’ needs. By attracting diverse talent, we gain diverse perspectives, which are critical in the rapidly changing world we operate in. While diversity goes beyond gender, we address gender as a key issue given the scale of the challenge. Other forms of diversity, such as ethnicity, religion or disability, are addressed through shared best practices within the company;
- **Equal opportunities and fair treatment.** We aim to provide equal opportunity and fair treatment, regardless of social, cultural, ethnic or national origin, religious or other beliefs, social class, gender identity/expression, marital status, pregnancy, sexual orientation, disability, age, color, ethnicity, parental status, political ideology, military/veteran status or union activity. We are committed to complying with all employment discrimination laws.

HOW SHOULD I BEHAVE?

- I evaluate fellow team members based on professional competence, behavior, and results;
- I am required not to tolerate jokes, language, gestures or other behaviors that may offend people, make them feel discriminated against or create a hostile environment;

- I collaborate with my colleagues regardless of social, cultural, ethnic, religious or other beliefs, class, gender identity/expression, marital status, pregnancy, sexual orientation, disability, age, color, parental status, political ideology, military/veteran status, or union activity.

Respectful Behavior

We all have the right to be treated with respect and courtesy and the duty to treat others the same.

WHAT DOES THIS MEAN?

- **Respect in the workplace.** The Company is required to maintain a work environment free from harassment, including intimidation, unwanted sexual advances, threats and acts of violence;
- **Zero tolerance.** We do not tolerate any form of harassment or violence or any action that creates a threatening work environment; this includes any attitude, form of behavior or situation that can be specified as harassment. Any violation of the rules may result in disciplinary sanctions.

HOW SHOULD I BEHAVE?

- I do not make remarks or jokes, or display material that may offend anyone's social, cultural, ethnic or national origin, religious or other beliefs, class, gender identity/expression, marital status, pregnancy, sexual orientation, disability, age, skin color, ethnicity, parental status, political ideology, military/veteran status, or trade union activity, as this could be considered harassment;
- I respect others and do not accept any form of harassment or violence in the workplace;
- I must not tolerate or participate in any form of retaliation, revenge or discrimination against a person who has reported being harassed.

Open Dialogue and Transparency

We believe that effective communication is a prerequisite for an open and inclusive culture. Transparency is an important value for us as it generates mutual trust.

WHAT DOES THIS MEAN?

- **Open dialogue.** Our Values of "Team Spirit" and "Trust" encourage us to work together and recognize the importance of open dialogue. We strongly encourage open dialogue through team meetings, forums and employee surveys, where we can freely express our opinions;
- **Open and constructive employee relationships.**
 - We foster open dialogue between company management and people representatives throughout the company;
 - We support open dialogue with people representatives or other relevant employee representative bodies and follow the processes required by local legislation, regulations and agreements.

HOW SHOULD I BEHAVE?

- I ensure that I have an open and inclusive culture and that I positively engage in open dialogue, focusing on successful outcomes.
- As both a team member and team leader, it is important that I understand and live the company Values. This will allow me to encourage and support an environment of open dialogue.

Work behavior and work-related events

As representatives of the company, our behavior at work and at work-related events can affect the company and our professional reputation. We are expected to follow socially acceptable rules of behavior in the workplace and on social media.

WHAT DOES THIS MEAN?

- **Professionalism.** We are expected to respect personal and cultural differences, to ensure that everyone can enjoy a comfortable atmosphere at work and during work-related events. We must ensure that there is no sense of exclusion, discrimination or harassment.
 - In any work-related event, we are all responsible for ensuring that our behavior is professional, reasonable and appropriate, and that it does not damage the reputation of the company or our own professional reputation.
 - We must not engage in any conduct, including online, that would not be acceptable in our workplace or that is illegal.

Corporate integrity

As a company we are committed to acting responsibly in the marketplace.

Fair competition

The company competes vigorously and fairly to carry out the activity for its customers. All the countries in which we operate have competition or antitrust laws and trade regulations designed to protect such competition. The Company is committed to complying with all applicable competition and antitrust laws, rules and regulations.

WHAT DOES THIS MEAN?

- **The basic rule.** While country-specific competition laws (also called “antitrust laws” in some countries) vary, there are a number of common themes:
 - **Prohibited agreements and practices.** Generally, agreements (written or merely intended) to fix prices, allocate customers or markets, coordinate offers, engage in boycotts or exclude competitors are not permitted. Practices between undertakings that have the same effect or object as such agreements are also prohibited;

- **Illicit dominance.** Large market players in some industries have less flexibility in making specific business decisions, including the ability to refuse to do business with other companies and to make acquisitions.
- **Prohibited conduct.** We do not discuss, supply or exchange with a competitor: prices, terms of sale, division of markets (whether by geographic area, product or otherwise), allocation of customers, costs, profits or profit margins or other activities that could restrain competition.

HOW SHOULD I BEHAVE?

- It is my responsibility to seek guidance from the Team Manager if and when there are questions or concerns about how the Company's Competition Policy is being applied in a given situation.;
- I must be careful about how I interact with the Company's competitors at conferences, events, industry associations and social functions, and I must be aware of what is inappropriate;
- I should not use illegal or unethical means to obtain information about competitors.

Suppliers, abuse of office and corruption

Our ability to acquire business and/or work with specific suppliers depends solely on the value that we offer our customers and partners. The Company is committed to preventing any violation of anti-corruption and anti-money laundering laws in every jurisdiction in which it operates.

WHAT DOES THIS MEAN?

- **Conform.** Corruption, including influence peddling, is a crime punishable by criminal and civil penalties in most jurisdictions in which we operate.
 - Anti-corruption laws prohibit the offering, promise, or payment of anything of value to obtain an unfair advantage from a government official or any private individual in order to act or refrain from acting in a manner favorable to the Company or one of its customers;
 - Furthermore, it is prohibited to ask or authorize third parties to make such offers, promises or payments;
 - It is also prohibited to receive anything of value from an individual that is given to influence the company or one of its customers.
- **Commissions.** In the course of our sales of services and/or purchase of goods, we do not tolerate any payment of commissions to third parties nor

do we accept commissions from third parties, unless specifically authorized by the Company. When authorized by the Company, we may receive referral commissions from third party suppliers, such as software or hardware companies. However, these referral commissions must always be transparent to the customer;

- **Zero tolerance.** The Company has zero tolerance for any form of corruption or acts that could be perceived as corruption in its dealings with suppliers.

WHAT SHOULD I DO?

- It is my responsibility to know, understand and comply with anti-corruption and anti-money laundering laws in the jurisdictions in which I work;
- It is my responsibility to seek help from the Team Leader if and when questions or concerns arise.

Conflict of Interest, Personal Relationships & Dating

Transparency and meritocracy are important values as they generate mutual trust.

Personal relationships include close family or relatives (brothers or sisters, parents/child, husband/wife, de facto spouses, partners, cousins, nieces, nephews, aunts, uncles,...), romantic and/or sexual relationships, and other very close friendships.

The company makes business decisions based on the performance and qualifications of its employees, not on family or personal relationships.

For this reason, The employee must avoid any situation in which conflicts of interest arise, or may arise, arising from personal or family relationships with respect to your commitment and duty to always operate in the interests of the Company. This is because some personal relationships can:

- > interfere with the personal judgment of employees
- > create moral issues for employees
- > make people think that nepotism or favoritism count more than results

Employees have complete freedom to decide their personal relationships; however, they are not allowed to obtain benefits from anyone they have a personal relationship with by exploiting their position within the Company. It is important to recognize when a situation may present previously non-existent conflicts of interest due to changes in personal relationships.

WHAT DOES THIS MEAN?

- **Loyalty and good faith.** As an employee of the Company, we are bound by

a duty of loyalty and an obligation to act in good faith;

- **Conflict of interest.** A potential conflict of interest arises when we have several contradictory interests at the same time. When a personal interest is in contradiction with the interests of the Company, we risk violating our duty of loyalty. This occurs whenever the potential for direct or indirect personal gain influences a decision related to our business.

Accordingly, we must avoid and disclose situations where our personal interests may conflict with the interests of the Company.

HOW SHOULD I BEHAVE?

- I must not engage in outside activities that compete with the Company or that benefit a competitor of the Company;
- I must report any potential conflict of interest to my team leader and management.
- If I am directly involved in a personal relationship with colleagues, I must disclose this to management (whether it is a real or potential conflict of interest, present or likely to arise). All such communications will be confidential and treated as professional.
- If you indirectly become aware of a situation that could imply a conflict of interest, immediately disclose it to management. All such communications will be anonymous and treated only for professional purposes.
- Failure to disclose personal relationships breaks mutual trust and may result in disciplinary action against the parties involved;
- I must award contracts solely on merit and not because of personal relationships or possible personal advantages;
- I must not use or disclose commercial information or opportunities obtained through my work for personal advantage or personal gain;
- If I am unsure whether my interests place me in a potential conflict of interest, I should discuss the matter with my team leader and management.

Accurate and correct business and financial information

We are responsible for ensuring that accurate and correct business and financial information is disclosed in a transparent and timely manner.

WHAT DOES THIS MEAN?

- **Commitment to accuracy.** The Company is committed to communicating accurate and relevant information to its shareholders on a regular basis;
- **Corporate commitment.** We all create information about the Company, its customers, team members, business partners or suppliers. We must ensure that we produce accurate and correct business information and handle documents with the utmost care and to the best of our knowledge;

- **Zero tolerance.**We must know and comply with all relevant laws, regulations and internal rules regarding business information and, especially, financial business information. Any violation of laws and regulations can potentially result in fines and criminal charges.

HOW SHOULD I BEHAVE?

- I must ensure that I am aware of and comply with all relevant legal, contractual and internal requirements regarding documentation and retention of relevant business records within my area of influence;
- I must not produce documentation that could mislead the recipient;
- I must obtain relevant approval when responding to internal or external financial requests;
- I must securely store confidential business records, including backups.

Political activities

The Company does not support political parties nor non-governmental organizations, foundations or charities. Any Charitable Activities are not considered support.

WHAT DOES THIS MEAN?

- **No corporate contribution.**We do not make any cash or in-kind contributions to political parties on behalf of the Company. This includes direct and indirect support through intermediary organizations.
- **Promote respect.**We respect the right of people to participate, as individuals, in politics. However, we should never represent or endorse a political party on behalf of the Company.

HOW SHOULD I BEHAVE?

- I must not use the Company name to endorse a political activity or event, nor represent the Company in any political activity.
- I will not use any of the Company's resources or money to contribute to a political party.

Business Relations

We are committed to providing value and building long-term relationships based on mutual trust with our customers and, at the same time, achieving profitable and sustainable growth for the company.

Working with our clients

We are committed to delivering profitable and sustainable growth by partnering with our customers to deliver value through our expertise and behavior.

WHAT DOES THIS MEAN?

- **The customer first.** We always think “customer first” and measure our success by the value we provide to our customers. Delivering excellence to our customers is our priority.
 - We mobilize the right talent to meet our customers' needs;
 - We respect our customers and work in an open and transparent manner;
 - We collaborate with our customers by building a long-term and distinctive relationship based on mutual trust;
 - We share our expertise and knowledge with our clients, taking into account their short and long term development, and learn from them for our own growth.
- **Maintain high standards.** We take various measures to win business and satisfy our customers, without compromising Xago Europe SA's ethical and compliance standards to achieve business goals.

HOW SHOULD I BEHAVE?

- I use all my skills and abilities when working with my client.
- I behave ethically and responsibly towards my client;
- I listen to my client and work collaboratively;
- I understand the trust my client places in me and take decisive action to maintain it;
- I do not advise my client to do anything that I do not believe is in his best interest;
- I communicate openly with my clients. I am transparent and tell them the truth. In case of sensitive or negative news, I get proper advice from my team leader or management so that I can communicate openly with my client;
- If my client behaves unethically, I will report it to my team manager.

Working with our partners

We work with several partners to bring added value to our clients, and we expect them to fully comply with the law.

WHAT DOES THIS MEAN?

- **Ethical collaboration.** We work with our partners collaboratively and ethically to deliver value to our customers.

- We collaborate with partners whose values and ways of behaving are aligned with our principles;
- We are transparent with our clients about our partner relationships. Our clients will be informed of any business relationships or commission payment arrangements we have regarding the services we offer them. The disclosure must be in writing and may be a general advance notice in the contractual terms with the client;
- We understand that, in the case of public sector clients, it may be unlawful for the Company to receive any commission payments;
- We expect our partners to comply with the law, including laws that promote fair competition and prohibit corruption and nepotism.

HOW SHOULD I BEHAVE?

- I will not enter into agreements with a partner that are against the interests of our client;
- I will not enter into agreements with a partner that violate the law;
- I will work collaboratively and ethically with our partners, and ensure that customers are aware of our relationships with them.

Working with our suppliers

We work with our suppliers and are committed to following sound and sustainable sourcing practices. We expect our suppliers to fully comply with the laws in the countries in which they operate.

WHAT DOES THIS MEAN?

- **Fair and ethical treatment.** We are committed to treating our suppliers and contractors fairly and expect our suppliers to conduct their business with us fairly and ethically.
 - We strongly discourage reciprocal agreements, such as agreeing to buy from suppliers on the condition that they buy from us;
 - We expect our suppliers to conduct their business with us fairly and ethically;
 - The Xago Europe SA Supplier Agreement establishes the minimum commitment our company expects from its suppliers in terms of corporate social responsibility, ethics and anti-corruption, regulatory compliance and business relationship standards.

HOW SHOULD I BEHAVE?

- I am required to treat suppliers fairly and make decisions based on quality and price;
- I will never accept agreements with our suppliers that could go against the interests of our customers and the company;
- If I become aware of a conflict of interest with a supplier, I have an obligation to disclose it to management. All such communications will be confidential and treated in a professional manner.
- I will not enter into agreements with our suppliers that violate the laws of the country or countries in which I work.

Company and third party assets

We expect to preserve the safety and integrity of the Company's assets and those of the third parties we work with. We use them responsibly and professionally.

Intellectual property

Intellectual property is one of the Company's most valuable assets. We must ensure the validity and integrity of all intellectual property rights belonging to the Company, including copyrights, patents, trademarks, trade secrets and confidentiality. We must respect the intellectual property rights of our customers, competitors, business partners and suppliers.

WHAT DOES THIS MEAN?

- **Company Property.**Any intellectual property produced by Company employees, in the course of their work on behalf of the Company, remains the property of the Company or its clients, depending on the terms of the contract signed with the relevant client. We shall not put at risk any intellectual property of the Company or its clients, whether formally protected or not, during our employment or after we leave the Company.

HOW SHOULD I BEHAVE?

- I need to understand the concept of intellectual property;
- I must ensure that I use properly any intellectual property owned by the Company or third parties.

Confidential information

We are required to preserve confidential information belonging to the Company or our team members, customers, business partners and suppliers.

WHAT DOES THIS MEAN?

- **Confidential information.**Information is considered confidential if it is defined as such by law or contract. The following categories of information are almost always confidential:
 - Information provided by our customers, suppliers and business partners that the Company has undertaken not to disclose;
 - Information regarding our commercial and economic strategy;
 - Information on recruitment and compensation policies;
 - Personal data;
 - Trade secrets, patents and software developed within the Company.

- **Protection.** We take appropriate and reasonable measures, including relevant security measures, to protect confidential information relating to the Company, our team members, customers, business partners and suppliers:
 - We must maintain the confidentiality of our customers' and suppliers' business information. We must strictly adhere to any commitments that the Company has made to a customer, business partner or supplier regarding confidentiality. When we work for multiple customers, we must take steps to protect ourselves from the transfer of their confidential information from one customer to another;
 - When our employment with the Company ends, we are required to return all confidential information in our possession and to comply with our confidentiality obligations.

HOW SHOULD I BEHAVE?

- I am required to protect the confidential information of the Company and our team members, customers, business partners and suppliers from unauthorized disclosure or access;
- I should avoid discussing confidential information in public places where conversations can be overheard.

Protection of personal data

Legal data protection and security are crucial for every Xago Europe SA affiliate. The financial and reputational risks are high. Xago Europe SA has created a strong internal data protection organization to protect the company from these risks.

WHAT DOES THIS MEAN?

- **A broad notion.** The concept of personal data is very broad, as it refers to any type of data that allows a person to be identified, either directly or indirectly. Consequently, not only information such as name, surname and email address will be considered as personal data, but also information such as logs and IP addresses, as they allow the individual to be identified indirectly.

- **A wide application.** It is important to note that data protection regulations apply to any processing of personal data, regardless of the context in which the personal data is processed. In other words, personal data processed in a business context or in an employment relationship are subject to the same rules that apply to private processing activities.
- **The rules also apply to data processing.** Xago Europe SA takes data protection very seriously and has therefore established a series of procedures that set out the commitments that Xago Europe SA makes when processing personal data both on its own behalf and on behalf of its customers.

HOW SHOULD I BEHAVE?

- I must complete the relevant data protection training;
- I always make sure that when I collect personal data, it is for a specific reason and that the personal data I collect is only what I strictly need. I do not collect personal data “just in case” it could be useful in the future;
- I must adequately document the processing activities I initiate using tools provided by the data protection community;
- I must comply with the data protection laws of the jurisdictions from which the personal data is collected and in which it is processed or used.

Appropriate use of Company and third party assets

We are personally responsible for protecting the Company and the property and assets of others under our control.

WHAT DOES THIS MEAN?

- **Responsible and professional use.** We use the Company's proprietary assets and resources to help us achieve our business objectives;
 - We take care of third-party assets and resources as if they were our own.

- We must not access, use or attempt to use the Company's or third party's electronic resources to access, store, send, publish or disseminate inappropriate material. This includes pornographic, sexually oriented, obscene, racist, sexist or in any other way discriminatory, threatening or harassing, personally offensive, defamatory or illegal material;
- We are expected to take reasonable steps to protect the assets and resources of the Company and/or third parties under our control from loss, theft and unauthorized disclosure.

HOW SHOULD I BEHAVE?

- I take care to protect the assets and resources of the Company and third parties.
- I use the Company's physical and electronic resources exclusively for business purposes, except in minor circumstances where personal use is permitted;
- I acknowledge that use of the Company's network to transmit or store material is under the control of the Company;
- I must read and understand the local cybersecurity or resource usage policy.

Corporate Social Responsibility

As responsible citizens, we support the communities and respect the environment in which we operate.

Contribution to communities

The Company is committed to creating a positive impact on the communities in which it lives and operates. As a leading responsible company, Xago Europe SA has designed and implemented a Digital Inclusion Strategy to focus its work in the community by reducing the digital divide and empowering disadvantaged people to overcome exclusion.

WHAT DOES THIS MEAN?

- **Digital inclusion.** We want to make digital an opportunity for everyone. We aim to collaborate with various local non-governmental organizations (NGOs) and social innovators who promote this commitment, in order to create a positive and sustainable impact in communities around the world.
- **Employee Participation.** Engaging our employees is a key lever to turn this ambition into reality. We aim to actively engage all employees to create a positive impact.

HOW SHOULD I BEHAVE?

- I am encouraged to participate in our company's Corporate Social Responsibility (CSR) initiatives;
- I will obtain any necessary approvals before committing work time to volunteer opportunities;
- I will obtain the necessary approvals before using the company name and resources to support an NGO.

Minimizing our impact on the environment

We recognize that business activities have an impact on the environment and we are committed to minimizing those impacts.

WHAT DOES THIS MEAN?

- **Respect for the environment.** The Company is committed to identifying and complying with all legal and other relevant requirements relating to the environmental impacts of its operations.
 - We seek to minimize the negative environmental impacts of the Company's business activities, for example with respect to emissions from energy consumption in our offices and data centers and from business travel, waste management and IT asset management, and procurement activities.

- **Innovate to reduce impact.** We use and adapt our skills and expertise to help our clients reduce their environmental impact and achieve their environmental goals.

HOW SHOULD I BEHAVE?

- I comply with environmental laws and relevant company and local policies;
- I am committed to minimizing the impact of my work on the environment. This includes making informed decisions that reduce the carbon footprint of business travel, saving energy in our offices and data centers, considering the environmental impact of sourcing decisions, reducing waste through recycling programs, and avoiding the use of single-use plastics;
- I look for ways to innovate with my clients, leveraging our business and technology transformation capabilities, to support them in achieving their environmental goals.