NON-FINANCIAL PERFORMANCE STATEMENT 2022



Up

Ça fait du bien
au quotidien

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EDITORIAL



UP, A COMMITTED GROUP

As a major player in the social and solidarity economy, Up Group has been independent since its foundation in 1964. It focuses on democratic governance, balanced growth and development, social dialogue and social progress within the company, closeness to civil society and environmental issues.

In 2022, we showed our ability to adapt to changes and we made sure that our activities have the most positive impact.
In a constantly evolving world, we have been able to mobilise our employees and adapt, accelerate the digitalisation of our offers and strengthen our presence in local territories, while respecting our core values: commitment, innovation, solidarity, entrepreneurship and equity.

We reached another milestone this year. We managed to give impetus to our corporate social responsibility approach and to ensure that it supports all of the Group's actions on five pillars: governance, economic, social, societal and environmental areas.
In France, the parent company has set the ambition to become a "mission-based company", which is the first step towards the creation of a mission-based cooperative company (SCOP). We are convinced that the company must create and share value. This company is a natural extension of our parent company's cooperative model and will become a strong driving force to go further and to ensure a sustainable business.

We have renewed our membership to the United Nations Global Compact. Since 2006, we have been supporting and renewing our commitments to the Global Compact principles and the Sustainable Development Goals. Our support shows our strong ambition to fight for a more cohesive, more sustainable and more equal society.

Our Non-Financial Performance Statement describes our policies, actions and results to improve our performance on five pillars.
We would like to thank all our partners from all the countries where the Group operates for their awareness and commitment to making our CSR challenges a reality through this NFPS.

Youssef Achour & **Julien Anglade**
President Managing Director



WHO ARE WE?

We work in 22 countries with the same purpose. We are committed to social progress and believe in collective development; our job is to converge the interests of individuals with the aim of serving a fairer society.

WHAT DO WE DO?

We create payment methods and services for social and local purposes. We help businesses and communities improve the purchasing power and quality of life of employees and citizens, working closely with local actors.

We advocate for healthier food, culture and leisure activities for all and more responsible consumption. True to our cooperative model, we contribute to a more sustainable society that puts people at the heart of the economy.

From its very beginnings, Up was able to involve all its stakeholders (beneficiaries, companies, merchants, public authorities, social partners, Social and Solidarity Economy organisations...) in creating the Chèque Déjeuner lunch voucher. This original and pioneering model then guided our diversification process and took our development path out into the world.

“Up, making every day better.”



A healthy and balanced diet for all

Food contributes to health, well-being and pleasure. At Up, we want to enable as many people as possible to eat well and enjoy all the benefits of a meal break: having a balanced diet, taking a break from work and socialising. Our solutions give “power” to each person. The power of eating near the workplace or on the move, at a lower cost, and without giving up on quality. Our affiliates network is growing every day to offer more choices and social bonds on a daily basis.

Our solutions create social bonds, strengthen group dynamics and contribute to local development.

We are all actors in our consumption



Economic, social and environmental issues are prompting us to question how we consume and invite us to take full responsibility. The world is becoming aware of the urgency of consuming differently and more sustainably. However, such a change needs to be made possible. Within our own purview, we encourage this momentum by empowering the greatest possible number of people to stay on top of their consumption through freedom of choice: being a better consumer means being able to choose food produced locally, ethically, organically...

This means providing everyone with access to a diversity of networks, which fosters more responsible consumption.



Culture without limits or discrimination

Too many people still never set foot inside a museum, a theatre or a bookshop because they do not feel "legitimate" entering there, or because they cannot afford it. Working with cultural mediation funders and players, we are helping to break down the barriers that still keep too many people away from cultural and leisure activities. Our solutions help to build social bonds and encourage open-mindedness and curiosity.

By widening access to culture, they promote artistic diversity and contribute to the vitality of cultural venues and events.

A better life balance



Today, everyone has different roles in society (parent, employee, family carer, etc.) and achieving a balanced life can sometimes be a daily challenge. And yet this balance is essential for our health and quality of life. In order to attract and retain talent, companies are evolving and looking for solutions that make everyday life easier for employees. This allows them to free their minds, be more serene and work more efficiently.

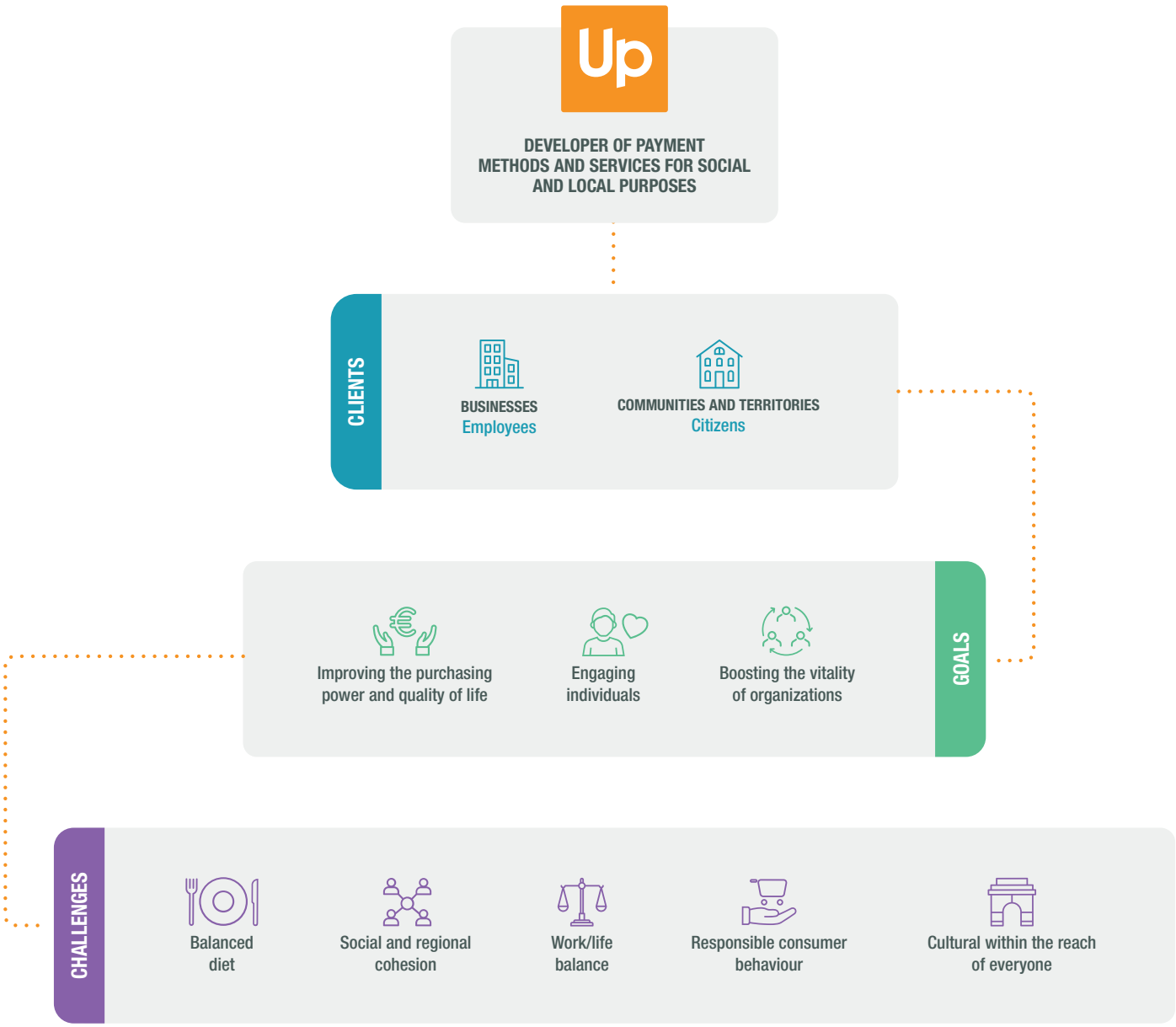
In an effort to meet these needs, we design "à la carte solutions" that can be used in a wide network of partners to facilitate the social policy of organisations and allow each individual to have a better work-life balance.



A society where everyone has a place

Disability, equal opportunity, autonomy, an aging population, energy transition... There are many issues in public and social action, yet all are essential to building an inclusive society. A society where everyone lives decently and is considered as a fully involved player. However, people now find themselves more frequently in vulnerable and uncertain situations, while public spending is shrinking. This means that allocating aid to the best effect has become essential, while ensuring the quality of the relationship with users. By dematerialising aid or grants, our solutions ensure that these are properly allocated and used, while also streamlining the relationship with users and improving coordination between the various stakeholders.

Up is committed to making the digital transition an opportunity to address the major challenges of public and social action, thereby guaranteeing a place for all.


Up
DEVELOPER OF PAYMENT METHODS AND SERVICES FOR SOCIAL AND LOCAL PURPOSES
CLIENTS
BUSINESSES
Employees
COMMUNITIES AND TERRITORIES
Citizens
GOALS
Improving the purchasing power and quality of life
Engaging individuals
Boosting the vitality of organizations
CHALLENGES
Balanced diet
Social and regional cohesion
Work/life balance
Responsible consumer behaviour
Cultural within the reach of everyone



UP IN THE WORLD

22 COUNTRIES
ON FOUR CONTINENTS

1 MILLION
CUSTOMERS*

640 M€
IN TURNOVER

22 MILLION
BENEFICIARIES*

3,122
EMPLOYEES*

KEY FIGURES BY GEOGRAPHICAL AREA

AMericas

BRAZIL MEXICO

NUMBER OF EMPLOYEES	NUMBER OF CUSTOMERS	NUMBER OF BENEFICIARIES
718	**81,086**	**4.5 M**



* Refer to the methodological note for the scope of this data

NORTH-WESTERN EUROPE

GERMANY BELGIUM FRANCE HUNGARY

POLAND CZECH REPUBLIC SLOVAKIA



NUMBER OF EMPLOYEES	NUMBER OF CUSTOMERS	NUMBER OF BENEFICIARIES
1,296	**622,565**	**10.6 M**

MEDITERRANEAN EUROPE

SPAIN ITALY MAROCCO

PORTUGAL TUNISIA

NUMBER OF EMPLOYEES	NUMBER OF CUSTOMERS	NUMBER OF BENEFICIARIES
258	**105,322**	**1.2 M**



EURASIE

BOSNIA-HERZEGOVINA BULGARIA GEORGIA GREECE MOLDAVIA

ROMANIA SERBIA TURKEY



NUMBER OF EMPLOYEES	NUMBER OF CUSTOMERS	NUMBER OF BENEFICIARIES
850	**155,759**	**5.9 M**



BUSINESS MODEL

Our expertises

- Customer service
- Electronic money
- Regulatory and Public Affairs
- E-money Services
- Digital expertise
- Industrial production management

Our resources

Human

3,122 cemployees worldwide in 2022
Training access rate: **86%**

Cultural

Cooperative DNA, a major player in the SSE sector worldwide
Research and development **partnerships** with start-ups
100% of the parent company capital is held by the cooperators

Environmental

82% of the paper used in the production of our securities comes from sustainably managed forests
78% of the energy consumed by our head offices comes from renewable and recovered energy

Technological

Electronic payment platforms, private payment systems

Economic

Borrowing capacity, cash flow, negative working capital requirement (WCR), nine documents govern the relationship between Up with its suppliers and subcontractors





Our network of merchants

The benediciaries

Our client companies of all sizes, communities and public bodies

Our societal impact

More responsible **consumption**

Improved **work-life balance**

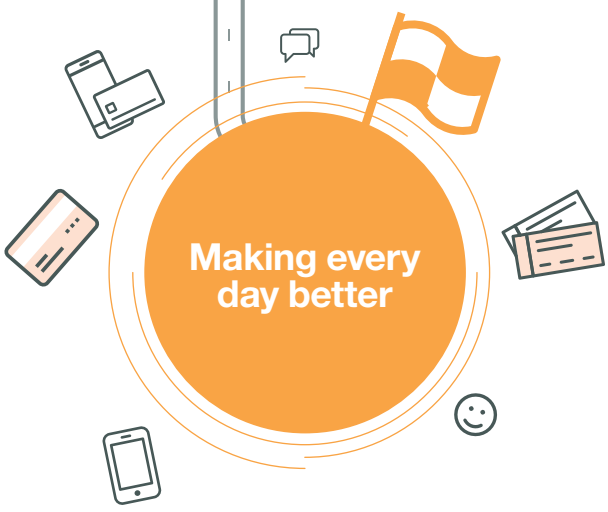
Healthier and more balanced **diet**

More support for **regions and public policies**

Democratising **culture**

Our know-how

- Creating paper payment solutions
- Creating dematerialised payment solutions
- Creating digital platforms
- Creating value-added services for our target audiences





BOARD OF DIRECTORS (BOD) AND EXECUTIVE COMMITTEE (EXCOM)

THE BOARD OF DIRECTORS INCLUDES:

12
members
elected by the members
lat the General Meeting
in June 2019

3
members representing
Trade Union Confederations
(CFDT, CGT and FO)

3
members
with advisory votes,
representatives of the Company's
Social and Economic Committee.

A Director's term of office **lasts 4 years..**

The Board of Directors decides on the Group's strategic guidelines, ensures that they are properly implemented and approves the accounts. The current Board of Directors was elected by the employee-members of the Cooperative Up at the General Meeting in June 2019 (the next one will take place in June 2023).
It includes 50% women and 50% men.
In 2021, eleven meetings of the Board of Directors were held, during which all members either participated or were represented.

The internal regulations established in 2020 specify the rights and obligations of a Director, the mission and operations of the Board of Directors and the roles and powers of the governance bodies. These rules are to be followed by all members of the Board of Directors and by anyone who participates in the meetings of the Board of Directors and the work of its committees in any capacity. They also grant the Directors a 15-hours delegated time per month. All Board members have also been trained to fight money laundering and the financing of terrorism.

ON 1 JANUARY 2022, THE BOARD INCLUDED:

YOUSSEF ACHOUR
President

JULIEN ANGLADE
Director

BERTRAND LÉGER
Director

GRÉGORY VAAS
Director

MARIE-ANDRÉE SEGUIN
Director – Representative Of The Trade Union Cfdt

JACQUES LANDRIOT
Honorary President

VÉRONIQUE CHARBONNIER
Director

GAËLLE DO DANG VINH
Director

AMOKRANE AMEUR
Representative Of The Social And Economic Committee

SANDY PENNE
Director – Representative Of The Trade Union Cgt

MARC BUISSON
Director, Secretary General

HAWA DIA ROGER
Director

MARINA FERREIRA
Director

SERGE BREIT
Representative Of The Social And Economic Committee

ANNE BALTAZAR
Director – Representative Of The Trade Union Fo

SAMIRA AIMENE
Director

FERNANDA DE AZEVEDO
Director

EMMANUEL MAUFOUX
Director

RAPHAËL POULAIN
Representative Of The Social And Economic Committee

GÉRALDINE NICOLETTI
Board Secretary

"WHO BETTER THAN A COOPERATIVE COMPANY CAN BUILD A SUCCESSFUL COOPERATIVE TEAM?"

EXECUTIVE COMMITTEE (EXCOM)

The Executive Committee includes the Chairman, the Managing Director, Functional Directors and Area Managing Directors. It deals with all matters relating to the implementation of the Group's strategic project as well as the management of the Group and its subsidiaries, in accordance with the decisions made by the Board of Directors. The Committee meets about once a month.

ON 1 JANUARY 2022, THE BOARD INCLUDED:

YOUSSEF ACHOUR
President

MARC BUISSON
Secretary General, Communication And Group Differentiation Director And Chairman Of Up Day (Italy)

SYLVIE NOURRY
Marketing And Innovation Director

JULIEN ANGLADE
Managing Director

GAËTAN CHAUDERLOT
Director Of Development And Partnerships And Director Of The Americas

ELENA PAP
Eurasia Manager

OLIVIER BERNON
Director Of The Europe-Mediterranean Zone

BERTRAND LÉGER
Director Of North-Western Europe

RIJA RAKOTOARIVONY
Group Financial And Legal Affairs Director

CHARLES LOSSY
Director Of Information Systems

EMMANUEL MAUFOUX
Director Of Public Affairs And Regulatory Compliance

AUDREY RICHARD
Director Of Human Resources And Employee Commitment

THE GOVERNANCE COMMISSIONS AND COMMITTEES

Board of Directors:

the directors take strategic decisions, set the Group's guidelines and make sure that they are properly implemented in the subsidiaries.

EXCOM:

this governance body features the Up Group's senior executives. It is responsible for deploying the Group's strategic guidelines.

Membership Commission:

this commission is in charge of promoting activities in the Cooperative.

European Works Council:

this institution represents the employees of the Group's companies located in the European Union. It plays a structuring role in the Group's socially responsible policy.

Job rating committee:

this body rates jobs and ranks them in the classification grid. All the criteria are detailed in the classification agreement and in the classification grid.

Audit and Risk Commission:

this body manages and monitors the risks at the Group level.

Reg Tech Committee:

this committee helps the Board of Directors monitor and control the activities of our EMI (Electronic Money Institution). It is a requirement of the ACPR (French Prudential Supervision and Resolution Authority), which supervises our activities in this area.

NFPS Committee:

this body features all the departments that contribute to creating the NFPS. It allows each department to share its initiatives as part of the CSR roadmap.

CSR Committee:

this body defines the CSR strategy and policy, and ensures the deployment of the CSR roadmap.



STRATEGIC PROJECT AND CSR ISSUES

A CSR APPROACH TO SUPPORT THE GROUP'S SUSTAINABILITY

CSR is at the heart of our corporate strategy and business model. This approach is based on:

- a new CSR approach based on five pillars: governance, economic, social, societal and the environment.
  These pillars have been redefined and are focused on our core values: they are now clearer, more ambitious and more impactful. They will improve the new business plan expected for 2023. This approach includes our stakeholders' expectations in our corporate strategy. It enables us to reaffirm, strengthen and better promote our values as a committed company;

- a new CSR governance with the implementation of a strategic and operational steering committee. It enables the Up Group's Board of Directors, the Presidency and all the departments in France and abroad to work together and across the board on our five programmes;

- a call for collective mobilisation to make our CSR approach loud and clear. We are relying on the Group's employees to deploy this new commitment programme, which also represents our corporate strategy. Economic development and social mission are two sides of the same coin.



		RISKS	OPPORTUNITIES
GOVERNANCE	**Supporting the democratic governance principles of SSE and CSR**	Non-commitment of employees in governance decision-making	Promoting and sharing the Group's values
	Securing the Group	• Failure of the IS to meet business needs • Business interruption • Fraud • Regulatory non-compliance	• Relying on the regulatory requirements of our businesses to improve our risk management • Being a trusted third party recognised by our stakeholders
ECONOMIC	**Fostering sustainable growth for the Group**	• Deterioration of the result • Non-optimisation of cash flow	• Optimising our expenses, diversify our investments and finance new investments
	Combining our initiatives to support people's purchasing power with local and responsible consumption objectives	• Difficulty in transforming our business models • Disappointed customers • Failure of the IS to meet business needs	• Improving our current solutions and develop new services • Increasing customer satisfaction, growing our customer base and developing our market share
SOCIAL	**Supporting employees in the transformation of the Group and its businesses**	• Non-commitment of employees to the challenges • Non-matching of skills with business needs • Imbalance between transmission and changing habits	• Benefitting from motivated managers and employees to ensure a human-centred transformation of the company • Anticipating changes in skills to meet business challenges • Relying on the Group's cooperative DNA to promote a common culture
SOCIETAL	**Building with our suppliers and partners**	• Failure in the purchasing process	• Standing out by buying differently • Creating new partnerships and synergies with our suppliers
	Empowering people to act together and strengthening the bonds in our regions		• Committing to civil society to (re) empower invisible people*
ENVIRONMENT	**Better protecting the environment and contributing to the energy transition**	• Unfamiliarity with environmental regulations and their evolution** • Increase in greenhouse gas (GHG) emissions** • Some purchases are not consistent with our environmental policy**	• Reducing the impact of our operations on the environment** • Engaging our employees on climate change issues** • Offering our customers eco-responsible products and services that integrate the circular economy**

* Committing to civil society to empower invisible people and considering future generations by contributing to the environmental transition have been an integral part of the Group's identity since it was founded. Through its commitments, the Group succeeds in reconciling economic success with the search for the common good.
** In the context of regulatory issues, animal welfare has not been retained as relevant to the management of our activities.

INDEPENDENT THIRD-PARTY ORGANISATION (ITO) REPORT

on verification of social, environmental and societal information in the management report

NIORT
53 rue des Marais
CS 18421
79024 NIORT Cedex

Tél. : 05 49 32 49 01
www.groupey.fr

For the fiscal year ended December 31, 2022

To the Members,

As an independent third-party organisation ("Third Party") accredited by COFRAC under the number 3-1877 (the scope of which is available on the website www.cofrac.fr), we have taken all the necessary steps to provide a reasoned opinion, which expresses a conclusion of moderate assurance on the historical information (we observed or extrapolated) about the Extra-Financial Performance Statement. It was prepared in accordance with the entity's procedures (hereinafter the "Repository»), for the fiscal year ended 31/12/2022 (hereinafter the «Information» and the «Statement» respectively). It is detailed in the management report in accordance with the legal and regulatory provisions of Articles L. 225-102-1, R. 225-105 and R. 225-105-1 of the French Commercial Code.

Conclusion

Based on the procedures we implemented, as described in the «Nature and scope of our work» section, and on the information we gathered, we found no significant anomaly that would question the fact that the Extra-Financial Performance Statement is not free from material misstatement and that the information, taken as a whole, is presented in a manner that is accurate, in accordance with the Repository.

Comments

Without questioning the conclusion expressed above and in accordance with the provisions of Article A. 225-3 of the French Commercial Code, we make the following comments:

- Numerous awareness-raising initiatives helped us ensure that the Group entities understand the requirements provided in the Statement. We advise you to pursue this approach, especially when it comes to evidence, so that each entity can have the appropriate supporting evidence at its disposal;
- Regarding responsible purchasing, we organised educational workshops and the Group subsidiaries have provided tools for this purpose. However, we have noticed that there was a lack of uniformity, regarding the documents that are used to meet the criteria relating to the number of subsidiaries using at least one CSR criteria in their selection of purchases/suppliers. For this reason, we invite you to strengthen the methodological framework of the data;
- And finally, when it comes to the number of subsidiaries that have carried out a carbon assessment (100% carbon neutral), we recommend that you improve your criteria to reflect the carbon footprint itself, as well as the resulting action plan.

Preparation of the Extra-Financial Performance Statement

The lack of a generally accepted and commonly used reference framework or established practices to assess and measure the Information means that different, but acceptable, measurement techniques can be used. This lack of framework can have an impact on the comparability between entities over time.

Consequently, the Information must be read and understood in the light of the Repository. The most important criteria are detailed in the Statement.

Limits to the preparation of the reporting Information

The Information may be subject to a certain level of uncertainty, because of the current scientific and economic knowledge we have and because of the quality of the external data we used. Some information is affected by the methodological choices, assumptions and/or estimates that were used to prepare and disclose it in the Statement.

Responsibility of the entity

The Board of Directors is responsible for:

- Selecting or establishing appropriate criteria to prepare the Information;
- Drafting a Statement in accordance with legal and regulatory provisions. It includes a presentation of the business model, a description of the main non-financial risks, a presentation of the policies applied to answer these risks as well as the results of these policies, including key performance indicators and the information provided for in Article 8 of Regulation (EU) 2020/852 (green taxonomy);
- The Board of Directors is also responsible for implementing all the necessary internal control procedures to ensure that the Information is free from material misstatement, whether due to fraud or error.

The Statement was drafted in accordance with the entity's reference framework as mentioned above.

Responsibility of the independent third-party organisation

It is our responsibility, on the basis of our work, to formulate a reasoned opinion expressing a conclusion of moderate assurance on:

• the compliance of the Statement with the provisions of Article R. 225-105 of the French Commercial Code;
• the accuracy of the historical information (which we observed or extrapolated) provided in application of 3° of I and II of Article R. 225-105 of the French Commercial Code, namely the results of policies, including key performance indicators, and actions, relating to the main risks.

As it is our responsibility to formulate an independent conclusion on the Information, which was prepared by Management, we cannot be involved in the preparation of said Information, as this could compromise our independence.

It is not our responsibility to comment on:
• the entity's compliance with other applicable legal and regulatory provisions (in particular with regard to the information required by Article 8 of Regulation (EU) 2020/852 (green taxonomy), the due diligence plan and the fight against corruption and tax evasion);
• the accurateness of the information provided for in Article 8 of Regulation (EU) 2020/852 (green taxonomy);
• the compliance of products and services with applicable regulations.

Regulatory provisions and applicable professional guidelines

Our work as described below was performed in accordance with the provisions of Articles A. 225-1 et seq. of the French Commercial Code and the professional guidelines of the National Company of Auditors (Compagnie Nationale des Commissaires aux Comptes) relating to this assignment in lieu of an audit programme.

Independence and quality control

Our independence is defined by the provisions of Article L. 822.11 of the French Commercial Code and the Code of Ethics for Statutory Auditors. In addition, we have set up a quality control system which includes documented policies and procedures to ensure that we comply with applicable laws and regulations, ethical rules and the professional doctrine of the National Company of Auditors (Compagnie Nationale des Commissaires aux Comptes).

Means and resources

Our work involved the skills of 4 people and took place between March 2020 and April 2023, with total time for the process covering ca. 3 weeks.
To assist us in our work, we involved our specialists in sustainable development and social responsibility.
We conducted a dozen interviews with the people responsible for preparing the Statement, in the departments who are in charge of the information-gathering process and, where necessary, who are responsible for internal control and risk management procedures.
We interviewed the parent company (Coopérative Up) and 3 subsidiaries of the Up Group, namely Kalidea, Up Romania and Bonus Systems Polska.

Nature and scope of work

We planned and performed our work taking into account the risk of material misstatement of the Information.

We believe that the procedures we have performed in the exercise of our professional judgment lead us to draw a conclusion expressing a moderate level of assurance:
• we have examined all the entities included in the scope of consolidation and the description of the main corporate risks;
• we have assessed the appropriateness of the Repository in terms of its relevance, completeness, reliability, neutrality and comprehensibility, while taking into account industry best practices where appropriate;
• we have verified that the Statement covers each category of information as provided in III of Article L. 225-102-1 on social and environmental matters;
• we have verified that the Statement includes the information required by Article R. II 225-105 when they are relevant to the main risks and includes, where appropriate, an explanation of the reasons for the lack of the information required by 2nd paragraph of III of Article L. 225-102-1;
• we have verified that the Statement sets forth the business model and the key risks associated with the activity of all the entities included in the scope of consolidation, including, where relevant and reasonable, the risks created by its business relationships, products or services, as well as the policies, actions and results, including key performance indicators, related to the key risks;
• we have consulted the documentary sources and conducted interviews to:
  - assess the process for selecting and validating the main risks and the consistency of the results, including the key performance indicators selected, with the main risks and policies presented, and
  - corroborate the qualitative information (actions and results) we considered most important (see Appendix 1). Regarding the risks relating to climate change and the quality of products/services and customer relations, our work has been carried out at the level of the consolidating entity. Regarding other risks, our work has been carried out at the level of the consolidating entity and in a selection of entities specified in Appendix 1;

• We have verified that the Statement covers the scope of consolidation, i.e. all the entities included in the scope of consolidation in accordance with article L. 233-16;
• We have familiarised ourselves with the internal control and risk management procedures implemented by the entity. We have assessed the data collection process to ensure that the information is complete and accurate;
• Regarding the key performance indicators and other quantitative results that we considered the most important (see Appendix 1), we implemented:
- analytical procedures to check that the data collected has been properly consolidated and that changes are consistent;
- detailed tests, based on sampling or other selection methods, to ensure that the definitions and the procedures have been implemented accordingly, and to reconcile the data with supporting documents. This work was carried out on a selection of contributing entities, covering between 36.2% and 100% of the consolidated data that have been selected for these tests;

• we have assessed the overall consistency of the Statement in relation to our knowledge of all the entities included in the scope of consolidation;

The procedures performed as part of a moderate assurance engagement are less extensive than those required for a reasonable assurance engagement performed in accordance with the professional doctrine of the National Company of Auditors (Compagnie Nationale des Commissaires aux Comptes); a higher level of assurance would have required more extensive verification work.

Niort, 14 April, 2023



THE INDEPENDENT THIRD-PARTY ORGANISATION
GROUPE Y Audit
Arnaud MOYON
Partner, Sustainable Development Department

APPENDIX 1

	GUIDELINE	KPIs	ENTITIES SELECTED FOR THE TESTS
GOVERNANCE	Securing the Group	Number of employees trained by regulatory topic	Up Head office, Bonus System Polska, Kalidea, Up Romania
SOCIAL	Helping employees transform the Group and its jobs	Number of training hours	Up Head office, Bonus System Polska, Kalidea, Up Romania
		Number of employees trained by gender	Up Head office, Bonus System Polska, Kalidea, Up Romania
		Number of employees by gender	Up Head office, Bonus System Polska, Kalidea, Up Romania
		Turnover rate	Up Head office, Bonus System Polska, Kalidea, Up Romania
		Absenteeism rate	Up Head office, Bonus System Polska, Kalidea, Up Romania
SOCIETAL	Empowering people to act together and strengthening the bonds between our territories	Distribution of grants by type of action	Up Head office
		Number of employees made aware of social commitment, cumulative per year	Up Head office, Bonus System Polska, Kalidea, Up Romania,
	Co-building with our suppliers and partners	Percentage of subsidiaries using at least one CSR criterion in the selection of their purchases or suppliers	Up Head office, Up Romania
ENVIRONMENTAL	Protecting the environment	Number of eco-friendly products	Up Head office, Alios, Bonus System Polska, Up Day, Kalidea, Monizze, Up Romania, Up Spain
		Percentage of subsidiaries that have carried out a carbon assessment	Up Head office, Alios, Bonus System Polska, CEV, Up Day, Kalidéa, Monizze, Multinet, Si Vale, Tombou, Up Romania, Up Slovensko, Up Spain, Up Brazil, Up Ceska Republika, PLG (all main subsidiaries).



METHODOLOGICAL NOTE

PURPOSE OF THE METHODOLOGICAL NOTE

Describing the various reporting stages that are implemented each year to collect, verify, consolidate and publish the Group's governance, compliance and risks, economic, social, societal and environmental data. The methodological note presents the specificities of the 2022 scope, the objectives, the tools, the stakeholders and reminds the definitions of reporting at Up.

Regulatory context of the Non-Financial Performance Statement (NFPS)

European Directives

European Directive 2014/95/EU of 22 October 2014 amends Directive 2013/93/EU and makes changes to the CSR Report. This directive on non-financial reporting is transposed into French law by Order n°2017-1180 of 19 July 2017. Decree n°2017-1265 of 9 August specifies the terms of application. The legislative provisions are set out in Articles L.225-102-1 and R.225-104 to R225-105-2 of the French Commercial Code.

This directive provides that the companies concerned must report on the implementation of their social, societal and environmental risk prevention policies through the presentation of their results in accordance with "due diligence procedures". This system gives rise to an annual Non-Financial Performance Statement audited by an Independent Third-Party Organisation (ITO). The ITO is independent of the audited entity and is approved by the French Accreditation Committee (Cofrac).

Moreover, the External Auditor must certify that the NFPS required by Article L.225-102-1 is included in the management report (Article L.823-10 of the French Commercial Code).

In accordance with Article R225-105-1, the NFPS shall be made public on the website within eight months of the closing date and shall remain available for a period of five years.

www.legifrance.gouv.fr/affichTexte.do?cidTexte=JORFTEXT000035401863&categorieLien=id

Non-financial reporting scope

Temporal scope

Barring exceptional cases, the quantitative and qualitative data cover the period from 1 January 2022 to 31 December 2022.

Legal scope

The scope of the non-financial report is the same as the legal scope of the financial report. Entities that meet one of the following conditions are included in the scope:

- the shareholding is more than 50%;
- the shareholding is less than 50%, but one of the Group's subsidiaries or the Group's parent company has operational control of the entity;
- Group entities with more than two employees between 1 January and 31 December 2022.

However, the following subsidiaries are excluded from the scope:

- companies dissolved during the financial year;
- entities sold during the 2022 financial year;
- entities acquired or created during the financial year and for which reporting will be gradually deployed;
- proportionally integrated entities;
- equity-accounted entities;
- Real estate companies.

Consolidation scope
The data is published on the basis of the consolidated Group. However, for better readability and comparability of the data, they can also be broken down into six geographical areas:

- France (excluding Cooperative Up);
- Cooperative Up;
- Western Europe (excluding France);
- Mediterranean Europe;
- Eurasia;
- America.

Metrio reporting tools

Metrio is a reporting and management platform which is available on the Internet in SAAS (software as a service) mode. We use this platform to collect, consolidate, display indicators, calculate coverage rates and manage our five strategic programmes, which are: governance, social, economic, societal and environmental areas.
The required data is collected directly by our subsidiary referents in the Metrio online tool.
In 2022, we kept gathering the data in Metrio to help the Group monitor its strategy and its key performance indicators in a coherent way.
Metrio automatically processes all the raw data collected and presents the data by programme, area, country and subsidiary in table and/or graph form.

Methodological limitations

The methodologies used for reporting some CSR indicators may have limitations due to:

- the particularities of social or environmental laws in the different countries where the Group operates;
- varying levels of understanding within the Group's various countries;
- the difficulty of obtaining certain information from the Group's stakeholders (e.g. service providers, suppliers...);
- the unavailability of information on specific scopes.

Reporting community

The list of people involved in reporting, as well as the role they have been assigned, is permanently available in Metrio, and updated at the request of the Group Non-Financial Reporting unit, members of the Management or Human Resources.

Stages of reporting

The reporting of non-financial data is carried out on a quarterly or annual basis depending on the indicators.

Data collection
The collectors answer qualitatively and quantitatively the questionnaires assigned to them by expertise in Metrio.
Supporting documentation is requested for certain information.
When data is not tracked by a subsidiary or the applications to track this data do not exist, the subsidiary can tick the "not available" box.
In this case, the coverage rate of the data is reduced.
When the data does not concern the subsidiary (e.g. a subsidiary producing cards and not paper), the subsidiary can tick the "not concerned" box.
In this case, the coverage rate of the data is not impacted if this information is accurate and validated by the Non-Financial Reporting team.

Data consolidation and coverage rate calculation
Metrio consolidates and calculates indicators by entity, area and Group from all the data. From the consolidation, the Metrio software offers a set of graphs and tables including percentages, coverage rates and variations compared between several years.
The information is available for all or part of the total scope. For this reason, a coverage rate is calculated for each of the Key Performance Indicators (KPIs), based on the NFPS reference scope and more precisely on the headcount of the main subsidiaries.

Our Key Performance Indicators (KPIs) can be identified through the following icon .



Taux de couverture DPEF 2022

PILARS	CORRESPONDING (ICP DPEF)	COVERAGE RATE		
GOUVERNANCE	Number of employees trained by regulatory topic	100 %	Coverage rate gouvernance pillar	100 %
SOCIAL	Workforce by gender	100 %	Coverage rate social pillar	100 %
	Rate of absenteeism	100 %		
	Turnover rate	100 %		
	Hours of training	100 %		
	Number of trained employees by gender	100 %		
SOCIETAL (Sponsorship)	Distribution of grants by field of action	100 %	Coverage rate societal pillar	100 %
	Number of employees aware of the company's commitment to social responsibility, involved by year	100 %		
SOCIETAL (Responsible purchasing)	Percentage of subsidiaries with at least one CSR criterion in their purchases and/or suppliers	100 %		
ENVIRONNEMENTAL	Number of products with an environmental focus	100 %	Coverage rate environmental pillar	100 %
	Percentage of subsidiaries having carried out a carbon assessment	100 %		
		COVERAGE RATE		
		100 %		

Mandatory topics of the NFPS

Article L. 225-102-1 of the French Commercial Code specifies that the NFPS includes information on:

- the effects on climate change of the company's activity and the use of the goods and services it produces;
- commitments to sustainable development;
- commitments to the circular economy;
- commitments to the fight against food waste;
- commitments to fight food insecurity;
- commitments to responsible, fair and sustainable food;
- commitments to animal welfare;
- collective agreements concluded in the company and their impact on the company's economic performance and on employees' working conditions;
- actions aimed at combating discrimination and promoting diversity and measures taken for disabled people;
- the promotion of physical and sporting activities.

Given Up Group's sector of activity and the analysis of CSR issues, it does not seem relevant to report data on respect for animal welfare.
Other mandatory topics will be covered in the risk analysis section and in the NFPS content.

ANNEXES

1- Exchange rates

All financial data in the non-financial report is in thousands of euros.
To help data collectors, they have been sent the following table of currency conversions to ensure that the indicators are reliable and consistent.

ANNUAL AVERAGE EXCHANGE RATE : DECEMBER 22 2022

CURRENCY	VALUE FOR 1 EURO	
US Dollar	1,0633	USD
Bulgarian Lev	1,9558	BGN
Czech Koruna	24,215	HUF
Polish Zloty	4,6443	PLN
New Romanian Leu	4,8993	RON
New Turkish lira	19,8553	TRY
Moroccan Dirham	1,1362	MAD
Brazilian Real	5,5386	BRL
Mexican Peso	20,8485	MXN
CFP Francs	119,3321	XPF
Moldovan Leu	20,33471	MDL
Tunisian Dinar	3,26702	TND
Bosnian Mark	117,88741	RSD
Bosnie Mark	1,95583	BAM
Georgian Lari	3,53939	GEL

Environment

• Definition of purchases with environmental criteria: products or services purchased with environmental criteria such as:
  • certified, labelled or composed of a proportion of recycled, recyclable, biosourced, renewable, local or traceable materials;
  • whose use time or lifespan is extended;
  • using a proportion of less material/energy.

Examples: paper, cardboard and packaging; supplies; IT equipment, telephony and servers; maintenance and cleaning products; furniture; travel, events; transport.

• b) Environmental coefficients

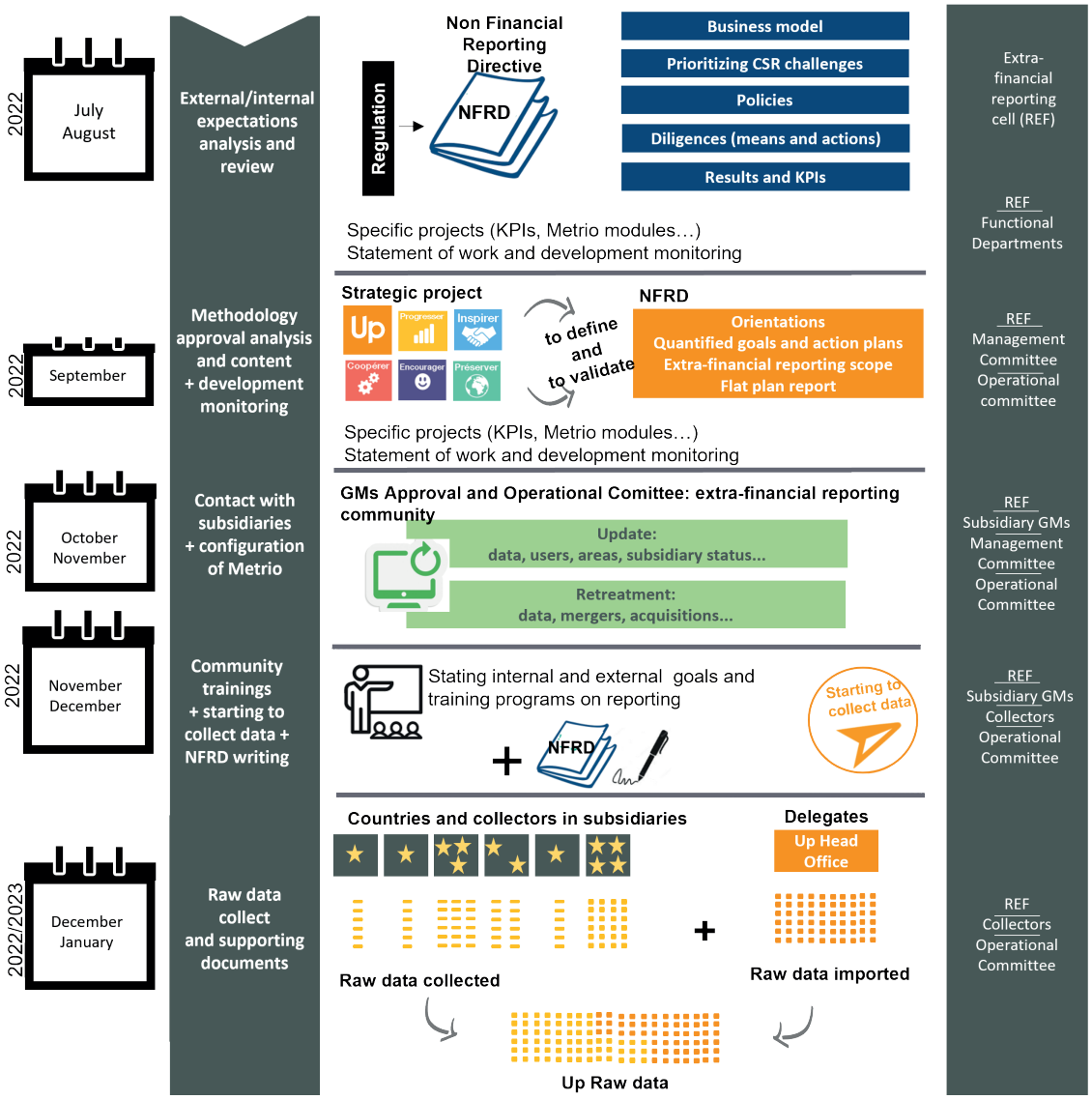
An Up Group guide specifies the methodology for collecting carbon footprint data.
For emission-related calculations, the reference website is www.bilans-ges.ademe.fr.

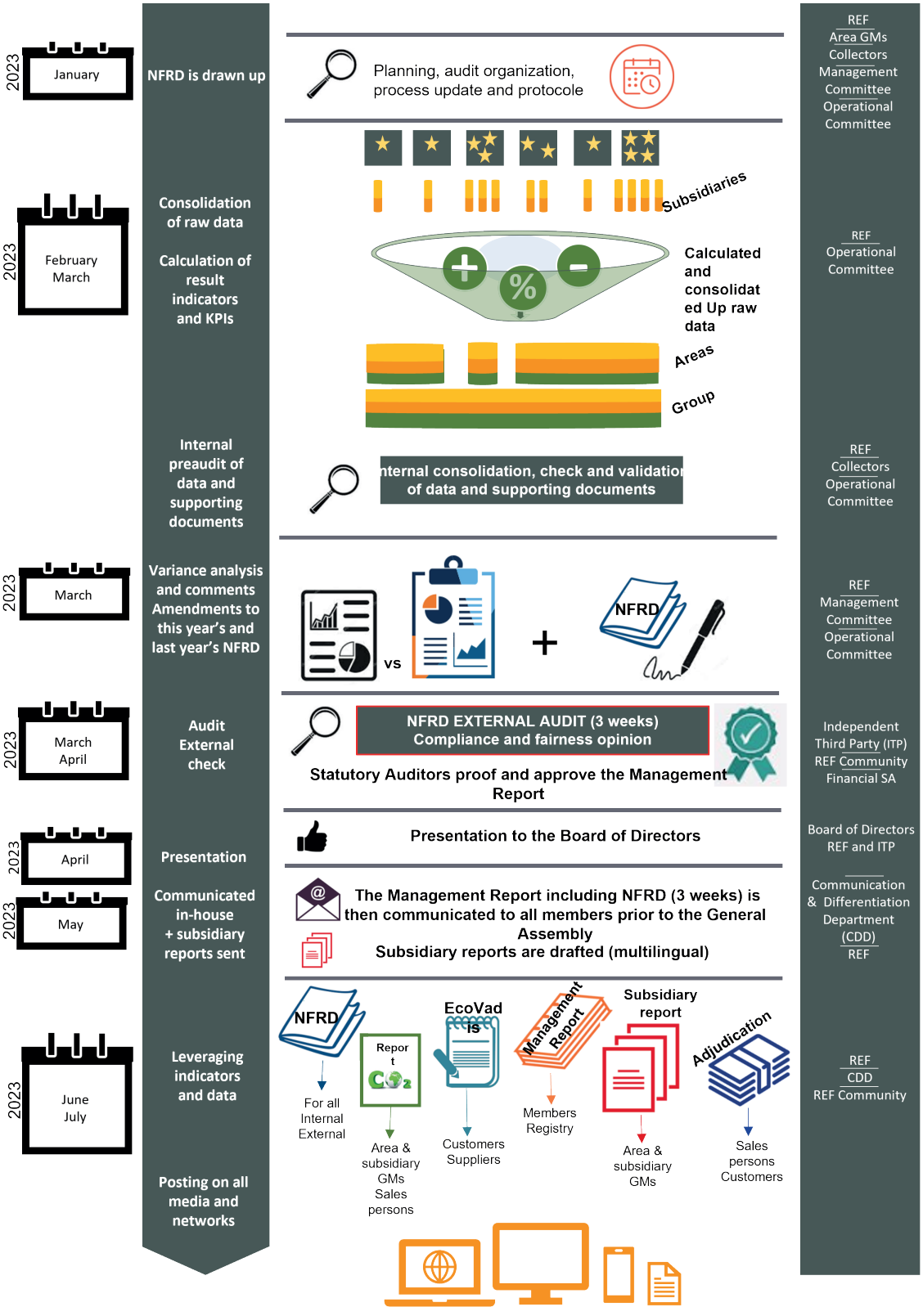
The technical document “Diagnostic Up des bâtiments” (Up Diagnosis of Buildings) methodology specifies the method for calculating the consumption of buildings in a constant climate.
For UDD (unified degree days), the website used is

www.degreedays.net

A set of details is given directly in the Metrio collection tool.

Extra-financial reporting process 2022




2023
January
NFRD is drawn up
Planning, audit organization, process update and protocole
REF
Area GMs
Collectors
Management Committee
Operational Committee
2023
February
March
Consolidation of raw data
Calculation of result indicators and KPIs
Subsidiaries
Calculated and consolidated Up raw data
Areas
Group
REF
Operational Committee
Internal preaudit of data and supporting documents
nternal consolidation, check and validatio
of data and supporting documents
REF
Collectors
Operational Committee
2023
March
Variance analysis and comments Amendments to this year's and last year's NFRD
vs
NFRD
REF
Management Committee
Operational Committee
2023
March
April
Audit External check
NFRD EXTERNAL AUDIT (3 weeks)
Compliance and fairness opinion
Statutory Auditors proof and approve the Management Report
Independent Third Party (ITP)
REF Community
Financial SA
2023
April
Presentation
Presentation to the Board of Directors
Board of Directors
REF and ITP
2023
May
Communicated in-house + subsidiary reports sent
The Management Report including NFRD (3 weeks) is then communicated to all members prior to the General Assembly
Subsidiary reports are drafted (multilingual)
Communication & Differentiation Department (CDD)
REF
2023
June
July
Leveraging indicators and data
NFRD
For all
Internal
External
Repor
t
Area &
subsidiary
GMs
Sales
persons
EcoVad
is
Customers
Suppliers
Management Report
Members
Registry
Subsidiary report
Area &
subsidiary
GMs
Adjudication
Sales
persons
Customers
REF
CDD
REF Community
Posting on all media and networks

GOVERNANCE



SECURING THE GROUP

CONTEXT

Up is committed to risk prevention and control in line with its activities and aimed at protecting all its stakeholders.

The risk control and management organisation is based on several levels. The procedures are part of the general framework defined by the Board of Directors (and monitored by its Audit and Risk Committee) and implemented under the direct responsibility of the General Management, its operational and functional departments (EXCOM) and the French and international subsidiaries. Thus, everyone is involved in risk management.

More specifically, major regulatory risk management issues (General Data Protection Regulation [GDPR], Sapin II, Anti-Money Laundering/Fighting the Financing of Terrorism [AML/CFT], fraud) are documented and equipped by the Public Affairs and Regulatory Compliance Department (DAPCR), which leads the system of control of these risks within the Cooperative Up and ensures that it is deployed in the subsidiaries.

In addition, an audit department and a cybersecurity department (ISS) report directly to the General Direction and therefore to the Group's Presidency.



POLICY

Up's risk management strategy is built around six policies:

CONTROLLING:

compliance
with our regulatory obligations, including personal data protection, fight against fraud, corruption, money laundering and the financing of terrorism, and compliance with ethics and competition law.

long-term risks
by introducing an annual risk assessment by the general management of subsidiaries and zones, with the request for supporting documents in order to make the assessment tangible.

short-term or operational risks
by relying on self-monitoring, managerial validation and control plans in line with the issues at stake.

MANAGING:

incidents
in all subsidiaries by recording and monitoring corrective and preventive actions.

periodic monitoring
by undertaking the necessary means to check whether the business, support and steering processes are robust enough.

coordination
of the different aspects of controlling the activities by training the teams in the relevant issues and supporting them.

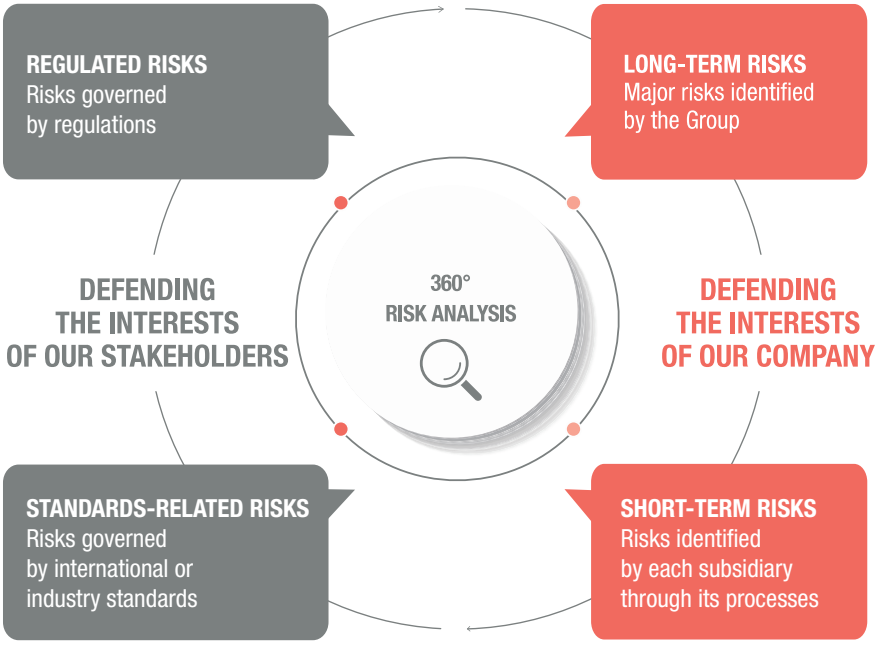


RISK CONTROL

Securing Up and its subsidiaries is based on two distinct but strongly connected missions: **risk control** (compliance, risks, processes) and **risk management** (incidents, audits, coordination).

THE 360-DEGREE APPROACH TO RISKS

In order to structure its risk management policy, Up classified the risks related to its activities and those of its subsidiaries into four major categories that reflect how the company and its stakeholders defend their own interests. This 360-degree risk analysis was presented to all the subsidiaries' General Managers.



OBJECTIVES AND ACTION PLANS

Controlling compliance

- **Protecting the data of our customers,** beneficiaries, partners and employees through data protection officers who manage compliance in each subsidiary. Moreover, the Data Protection Officer frequently conducts reports and regularly coordinates the network of referents. Sharing experiences and best practices enables us to continually improve the way we manage risks.
- **Securing our activities,** whether regulated or not, by enhancing the fight against fraud, corruption, money laundering and the financing of terrorism, within the Group's companies.
- **Promoting ethical behaviour** by publishing an ethics guide and strengthening the whistleblowing system for the entire Group.

Controlling risks

- **Documenting risk management** with a 360-degree approach based on four major risk categories.
- **Reviewing the mapping** of long-term risks to update their criticality.
- **Developing a long-term risk assessment method** to measure the integration of the risk-based approach in the governance of subsidiaries.

Managing incidents

- **Industrialising the reporting of major incidents,** first at local level and then at central level.
- **Putting stress on the assessment of incidents and the implementation of remedial actions** after incidents.

Managing periodic control

- **Encouraging the subsidiaries to use all the controls carried out for continuous improvement:** certifications (ISO 9001, ISO 14001, ISO 27001, ISO 27701, PCI CPP, Statutory Auditors' report), ratings (EcoVadis, Great Place To Work), other measures related to periodic inspection (customer satisfaction barometer, surveys), customer audits, internal audits.

Gérer l'animation

- **Empowering managers** in leading their local compliance and risk management and control policy.
- **Informing, educating, raising awareness and supporting** employees on the risk management and compliance system.
  Fostering cross-fertilisation of best practices by creating and leading networks of compliance and risk referents within the subsidiaries.

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What does Up Brasil want to achieve with its compliance programme?

The Brazilian regulatory framework is essentially based on an anti-corruption law from 2013 and on a public procurement law which, since 2021, determines access to public procurement contracts on the basis of the proper implementation of a compliance programme within private companies. As Risk and Compliance Manager, I am responsible for raising awareness, providing support and training people on these issues.

What difficulties does Up Brasil deal with when implementing its regulatory requirements?

The major difficulty is cultural: compliance issues are considered by many as "expert issues" and as obstacles to business development. We need to educate people about this topic and show that compliance issues affect everyone and that they can be business levers.

What are the opportunities when complying with this regulation?

We have the opportunity to show that Up Brasil is a company which operates successfully in an ethical and respectful way, in line with the CSR approach of Up Group.

Jean-Michel COLASSE,
Risk and Compliance Manager at Up Brasil

RESULTS AND KPIs

CERTIFICATIONS

Since the General Data Protection Regulation (GDPR) for personal data came into force in May 2018, the ISO 27001 standard on information security has emerged as a strategic issue and a competitive advantage.

Seven companies in the Group have ISO 27001 certification:

- Multinet and Multinet Teknolojileri, Turkey;
- Tombou, Bulgaria;
- Up Brasil, Brazil;
- Up Day, Italy;
- Up Romania, Romania;
- Up Sí Vale, Mexico.

AWARDS

Cooperative Up has been awarded a platinum medal by EcoVadis and is ranked in the top 1% of the EcoVadis 2022 CSR assessment. This medal is the highest level and reflects our commitment to sustainable development and social and environmental responsibility to all our stakeholders.
Additionally, the EcoVadis results for the Group's companies once again show our commitment and our performance on CSR issues in the countries where we operate:



In France

- Cooperative Up, France (platinum medal)
- CEV, France (gold medal)
- Pulse interface Commerce (silver medal)

Abroad

- Up Day, Italy (gold medal)
- Up Romania, Romania (gold medal)
- Up Sí Vale, Mexico (gold medal)
- Up Spain, Spain (gold medal)
- Up Slovensko, Slovakia (gold medal)

MAJOR RISK ASSESSMENT

In order to protect the Group and its stakeholders against the multiple risks associated with its activities, Up has been working since 2017 on a risk management approach.
The aim of the control and awareness systems for our regulatory risks and the monitoring of our major risks is to make the Group's risk management system more coherent and effective by fully integrating risk prevention and control through the following levers:

- deploying and optimising control systems and strengthening the risk culture of all Group subsidiaries;
- supervising and strengthening internal and permanent control;
- supporting and developing the risk culture through training and awareness-raising initiatives for employees on risk issues.

FIVE QUESTIONS TO ASSESS RISKS

- Is there a documentary corpus?
- Have you defined and implemented one or more controls related to the risk under review?
- Is there a structured process for monitoring and managing action plans (APs for incidents, permanent or periodic controls)?
- To whom are your key performance indicators (KPIs, especially for risks, action plans and incidents) disseminated?
- Did any incidents specifically related to the risk under review occur during the reporting period?

In 2022, a review of risk governance has been conducted. It will be implemented in 2023: for each subsidiary, the Chief Executive Officer will be the Risk Owner and will be responsible for risk mapping and will follow the methodology set by the Group. They will have to define their priorities and decide how often they need to assess risks. Obviously, managing risks is the ultimate goal.
Through its General Secretariat, Up Group will have to submit the reports to the specialised committees. They will have to submit them to the Board of Directors afterwards.
This new method complies with the ISO 31000 standard for guidelines and the ISO 31010 standard for assessment.
Regarding the Cooperative, due to its operational, leadership and support role, seven Risk Owners will be designated, each in their own category, to map the risks and ensure that they are managed and monitored.
In addition, a Chief Risk Officer has been designated within the General Secretariat to coordinate the Group's risk management and ensure that it is reported to the governance bodies.

PERSONAL DATA PROTECTION

Compliance with the General Data Protection Regulation (GDPR)

Concerned about the protection of its stakeholders' data, the Up Group has implemented since 2017 procedures and processing deployed within the subsidiaries in order to continue their compliance. In 2022, 93% of the processing operations carried out by the Group were reported in a processing register by the subsidiaries in question. This is 3% lower than in 2021 and shows how well the Group and its subsidiaries are able to maintain compliance with the GDPR.

GDPR COMPLIANCE

2019	2020	2021	**2022**
85%	95%	96%	93%



- 3 POINTS

Raising awareness/training

1,802 employees of Up Group who were present on 31 December 2022 (i.e. 58% of the workforce) have been made aware of data protection.
In Europe, 988 employees have received this GDPR awareness training.

PROMOTING ETHICS AND FIGHTING AGAINST FRAUD, CORRUPTION, MONEY LAUNDERING AND THE FINANCING OF TERRORISM

Compliance with the Sapin II law

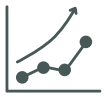
As of 2018, Up launched impetus actions to make it easier for its subsidiaries to comply with the law.

The Group also converted the requirements of the Sapin II Act into priority actions for its subsidiaries. Their progress rate is the rate of compliance with the text.

This rate decreased by 9 points between 2018 and 2019. It increased by 16 points between 2019 and 2020. Such a rise is due to the fact that the subsidiaries were able to measure their progress in 25% increments whereas in previous years they did so in a binary mode. This measurement method was retained in 2021 and 2022. There has been a four-point increase compared to 2021. This means that our subsidiaries are improving their compliance with the Sapin II law.

PROGRESS RATE OF SUBSIDIARY ACTIONS

2019	2020	2021	**2022**
41%	57%	58%	62%



+ 4 POINT

Raising awareness/training

In 2022, 1,649 employees have been made aware of the fight against fraud and corruption.
The same year, 579 employees have been made aware of the fight against money laundering and the financing of terrorism.

NUMBER OF EMPLOYEES TRAINED BY REGULATORY ISSUE



HIGHLIGHTS



COMBATING MONEY LAUNDERING AND TERRORISM FINANCING.

For the third year in a row, the EXCOM and the Board of Directors of Up have been trained in the fight against money laundering and terrorism financing. This training is part of the annual training programme for Up's decision-making bodies.

Moreover, a tool for filtering people and transactions has been selected and deployed at the parent company level. This tool will be shared with other Group subsidiaries that have regulated activities.



SPECIFIC E-LEARNING MODULES ON COMPETITION LAW AND THE FIGHT AGAINST FRAUD.

In addition to the mandatory regulatory training (corruption, ethics guide, Anti-Money Laundering/Combating the Financing of Terrorism [AML/CFT], General Data Protection Regulation [GDPR]), an e-learning module on competition law was made mandatory for all employees in France, as well as a module on the fight against fraud.



To what extent can compliance, and especially mandatory regulatory training, benefit Up's employer brand?

"Given that Up's activities are closely linked to compliance with regulations, complying with the regulations and raising awareness among team members on this subject can definitely improve the company's performance. Compliance (which should be turned into opportunities) strengthens the employer brand on several points.

First of all, our employees and potential candidates find at Up a place where the skills of the Fintech professions are developed and enhanced (e.g. training in electronic banking, GDPR, AML/CFT). At the same time, compliance-related jobs are booming. For instance, there are jobs for compliance officers, controllers, analysts and compliance advisors, but also promising jobs, such as data processing and opportunities (DATA officer, analytics, scientists, miners, etc.) or cybersecurity jobs (developers, integrators, analyst operators, etc.).
Compliance-related training and jobs help strengthen Up's identity, image, reputation and employer brand."

Audrey Richard, Director of Human Resources and Employee Commitment, Up Group



NEW OPPORTUNITIES FOR ALIOS!

Alios has long operated as a simple manufacturer and personaliser of private cards, but this severely limited its development potential. Therefore, Alios has been working for the past 3 years on integrating the production of regulated payment cards. To this end, security requirements had to be raised, as the ultimate goal was to produce co-branded cards including MasterCard.

The first step in achieving this goal was to obtain the PCI-CPP (Payment Card Industry - Card Production and Provisioning) standard. This is the payment industry's security standard for card producers, which includes both physical security (building security) and logical security (IT security of servers and encryption techniques). After several months of hard work, the Alios team obtained this standard in early 2021.

Following this first step, the team obtained the MasterCard certificate of conformity on 7 February 2022.

What a great victory for Alios, which is now part of the MasterCard "Vendor" family.
New markets can now be targeted: card support manufacturing and personalisation, connected objects and other support for regulated payment solutions as well as strong identification and authentication solutions.

COMPLIANCE AND RISK MANAGEMENT CHALLENGES IN A SMALL SUBSIDIARY

What do you want to achieve with your compliance programme?
*"Up Portugal is fully committed to compliance and risk management. We have implemented local laws and rules which are relevant to our business.
On the one hand, it allows us to keep our day-to-day operations safe and, on the other hand, to manage and keep a relationship of trust, professional ethics and good practices with our customers, partners and suppliers."*

What are the major operational difficulties when implementing the regulatory requirements? How did you or your subsidiary overcome them?
"Up Portugal's main difficulty is to share common ethical values to our employees and our stakeholders. First, the subsidiary drew up the ethics guide/internal regulations in order to raise awareness among internal and external players."

What opportunities do you see when complying with a regulation?
"By implementing a compliance programme at Up Portugal, we are looking for more than just complying with all legal obligations. We also aim to integrate ethical behaviour and good practice into our core business in order to make the best decisions and behave appropriately when we have to face unusual situations."

Further to this, how could your subsidiary stand out or even gain a competitive advantage from implementing a compliance programme?
"Implementing this programme allows the subsidiary to show the market that Up Portugal complies with ethics, social responsibility, sustainable development, financial integrity and legal obligations. As a result, we are better prepared for market developments and the many challenges ahead by adapting to them, and always working towards our core business and our principles."

Ricardo Sousa, General Manager at Up Portugal

SUPPORTING THE DEMOCRATIC GOVERNANCE PRINCIPLES OF SSE AND CSR

THE CSR APPROACH OF UP GROUP

Corporate social responsibility (CSR) refers to the fact that companies take social and environmental issues into account and deal with these concerns in their commercial activities and their relationships with the stakeholders. CSR is a natural part of the Up Group's DNA, which is based on a cooperative status, and extends to the Group's development strategy.

- **Governance** > Supporting the democratic principles of SSE and CSR internally and externally in the Group's governance.
- **Social** > Encouraging employee commitment by promoting innovative social dialogue and attractive working conditions.
- **Economic** > Combining our purchasing power support offers with local and responsible consumption objectives.
- **Societal** > Putting solidarity at the heart of our local actions with our stakeholders.
- **Environment** > Better protecting the environment and contributing to the energy transition.

Up has been a unique company for fifty-eight years. But today, being a cooperative company is no longer enough to stand out. Following on from our CSR approach, Up Group's parent company intends to go even further by adopting the status of "mission-led company" in its articles of association, thanks to the 2019 PACTE law.

"From the very beginning, Up Tun has been involved in the CSR approach of Up Group: it has become an essential economic opportunity.
We take local sponsorship actions and we help finance projects with the Up Foundation. We have recently completed a project to give underprivileged children access to education and we started another project in the same area.
We contribute to preserving the environment by participating in World Clean Up Day, recycling paper and implementing sustainable purchasing practices.
Last but not least, we really value the CSR commitment label. We took all the necessary steps to obtain the Afnor certification. This will help us better highlight our commitments and actions in the seven areas covered by this label, which are the seven core issues of the ISO 26000 standard: governance, human rights, work relations and conditions, environment, fair practices, consumer issues, communities and local development."

Olfa BEN ABDALLAH, Managing Director of Up Tun (Tunisia)



"By becoming Societa Benefit, Up Day, the Italian subsidiary of Up Group, puts into practice the actions it has been carrying out for several years. Such a change also shows our desire to ensure that every decision we make and every solution we develop has a positive impact on the Company. We want to our dedication to social issues, equity and transparency. We strongly believe that profit can no longer be the sole objective of a company: part of this wealth must also be given back to the people who contributed to its creation, to the employees and to the whole supply chain with whom we collaborate."

Marc BUISSON, President of Up Day (Italy)

UP GROUP, A PLAYER IN THE SOCIAL AND SOLIDARITY ECONOMY

The cooperative statutes of the Group's parent company are closely related the Group's purpose. They helped the Groupe put the principles and values of the social and solidarity economy at the core of the company's strategy.
The cooperative principles promoted by the International Cooperative Alliance (democracy, freedom of membership, sustainability and commitment to society) have universal scope and form the basis of the company's strategy. Up's involvement in promoting these principles, both in France and in the countries where the Group operates, together with its stakeholders, shows how committed the company is to a more sustainable economy that respects people and their environment.
Moreover, Up's membership and support for plenty of organisations and associations representing the players in the Social Solidarity Economy, from the most local (regional unions of cooperative and participatory companies, regional chambers of the ESS France) to the most global (ESS Forum International, Institute for International Social Cooperation), show Up's commitment to promoting its economic and democratic model to as many people as possible.

ECONOMIC



COMBINING OUR INITIATIVES TO SUPPORT PEOPLE'S PURCHASING POWER WITH LOCAL AND RESPONSIBLE CONSUMPTION OBJECTIVES

CONTEXT

Fostering sustainable growth for Up Group and empowering responsible consumption.

While the world economy recovered slightly after most of the pandemic-related restrictions were lifted, the Russian-Ukrainian conflict brought it to a halt.

The European economic environment has been affected by the food and energy tensions that resulted from this particular geopolitical situation. Waves of relocation of civilian populations and growing concern about purchasing power have emerged.

According to the Banque de France, 96% of French households have seen an overall increase in prices over the last twelve months.



POLICY

Le succès de la politique de relance engagée par le groupe Up en
UP's successful recovery policy in 2021 enabled us to offer solutions that meet new expectations and consumer habits. These changes led to new key challenges in developing the business and new services:

- investing to ensure that consumption is driven by virtuous practices;
- developing customer facilities to ensure that the subsidies and credits allocated are used properly;
- promoting our responsible networks or those close to our ecosystem;
- fostering a new dynamic for retailers.

OBJECTIVES AND ACTION PLANS*

Up Group creates payment solutions and services of social and local utility. It provides companies and local authorities with the means to act, as close as possible to the regions, to improve the purchasing power and quality of life of employees and citizens.

In order to meet the needs of our customers and beneficiaries across companies and regions, Up has developed a range of fully dematerialised management platforms (access to meal vouchers, culture, leisure, sport, home help, social assistance, management of professional expenses and the organisation of motivation schemes for sales staff, etc.) to contribute to well-being and performance and create sustainable growth.

* Action plans are covered in the 2022 financial management report.

RESULTS

UP MAINTAINS ITS GROWTH TRAJECTORY

With €640 million in turnover, the Up Group performed 18% better than its budget. It also intends to increase its digital broadcasting volume to meet the needs of its new customers and partners. Such ambitious goals will ensure the sustainability of the Group and its stakeholders.
In 2022, Up Group supported 22 million people around the world in their daily lives, which shows that it is firmly rooted in the local area.

Investing to support the transition towards a sustainable economy

Up gives a sense of purpose to its investments and shows its dedication to a more responsible and committed financial strategy. ESG financial investments of nearly €17 million have been made. These funds will be invested in responsible projects in several areas of progress:

- land use planning;
- renewable energy;
- energy efficiency, clean materials.

Innovating for new services to anticipate our customers' needs

Over the last few years, digital technology has deeply impacted the way we live and consume. Retailers, companies and local authorities are looking for new innovative, high-performance and secure solutions to meet new expectations. Up Group supports these changes. It is currently developing its products and services in order to adapt them to new uses.

All subsidiaries are involved in this innovation drive, which is spreading to all the countries the Group operates in. It aims to integrate the new uses of customers, beneficiaries and affiliates by speeding up the digitalisation process and implementing an increasingly cross-functional approach to offerings. This means offering easier payment solutions, possibly extended to other areas, and using Internet and mobile platforms to combine a range of new services and features that cover the entire world of consumption (food, health, gifts, education, etc.).

Up Group went from 34% dematerialisation of our vouchers in 2015 to 72% in 2022. We aim to reach a 90% dematerialisation rate at Group level by 2026.

France: the Cooperative has developed a card with new services for its beneficiaries (the Up Déjeuner payment supplement and Up+ cash back) as well as an interface for its affiliates ("bureau métier commerçants" - BMC).
Moreover, Up is expanding its offers by partnering with both Rosaly, for the advance payment of wages, and Prev&Care, for supporting caregiver employees.

Portugal: Up Portugal offers new value-added services:
– second generation meal card with an acceptance network significantly improved;
– offers, good deals and a mobile app for consulting sales and geolocating the network;
– new digital solutions.
The virtual education voucher platform made it possible to achieve an 87% digitalisation rate in education by the end of this year (compared to 65% by 31 December 2021).

Slovakia: Up Slovensko has created a configuration system to see all offers and products available to customers, based on their needs and HR policy. These offers and products are available in the key areas for HR (housing, motivation, compensation, work-life balance, health, culture, education, leisure, etc.).

Brazil: Up Brasil also has a 100% digital offer based on multiple solutions (employee benefits, motivation and loyalty, social programme, transport offer, fuel offer, teleworking offer, mobile phone top-up credit, business expenses).

Mexico: Sí Vale markets online offers in the following areas: incentive and motivation, social programme, meal vouchers, well-being.

Italy: Day makes its e-commerce platform available to affiliates, as well as online offers in the fields of incentive and motivation, social programme, meal vouchers, well-being and fuel offers.

Tunisia: Up Tun is partnering with European start-up Queney, which is based in France with offices in Tunisia and specialises in experiential data collection and analysis. It provides advertisers with a reporting platform to see in real time the performance of their campaign and analyse the results in detail.

HIGHLIGHTS

"SOCIAL PUBLIC PARTNERSHIP" OFFERS: PURCHASING POWER LIES AT THE HEART OF OUR PRODUCTS

In 2022, Up Group used its expertise in public and social partnerships to tackle situations that had not occurred for decades: population shifts leading to high levels of insecurity and inflation exceeding 10% in Europe, which had not happened for twenty years since the euro was introduced.

Unity and solidarity are the values that define us
This is what our colleagues in all countries, especially those bordering Ukraine, show every day. Close to the conflict, they support the refugees who arrive in Poland, Romania, Moldavia and Slovakia through acts of solidarity, with the help of local associations, the Up Foundation and Share With Up.
Alongside these actions, our products are available to public authorities and NGOs as soon as they can meet a specific need.
The Micro-don platform and the jedej-jedonne.org website give everyone the opportunity to show solidarity.

With its experience and cooperative DNA, Up Group offers public authorities action and response levers in emergency situations, such as the Ukrainian crisis or helping people in need:

- Belgium: ecocheque;
- France: sustainable food cheque;
- France and Poland: cards to digitise the payment of social aid and subsidies;
- Italy: virtual fuel vouchers up to a maximum of €200 per beneficiary, fully exempted;
- Romania: school aids, aids for pensioners and low-income people;
- Slovakia: financing of extracurricular activities;
- Mexico: cards designed for migrants.



FOCUS ON MULTI AND FLEX-BENEFITS

Up aims to provide its customers with solutions that meet their needs and specific requirements. After its paper vouchers and cards, Up Group now goes one step further and offers solutions that combine all employee benefits on a single medium.

France :
- in June 2022, Up France launched the UpOne multi-benefit offer, which allows a beneficiary to use a single card, either digital or physical, to spend all the amounts set by the funder for each category (lunch, gifts, culture, sustainable mobility... and coming soon, holidays, sports and leisure);
- at the same time, Up France presented May, an innovative flex-benefit solution that enables employers to finance a global money pot. Beneficiaries can choose to spend their money pots as they wish from among all the exempted categories available (lunch, gifts, culture, personal services, teleworking, sport, etc.). May deals with all the regulatory constraints of each category for customers. This solution also gives employees more freedom, as it allows them to use open banking.

Czech Republic: Up Česká Republika has developed a new digital product portfolio offering based on employee commitment at work via its MujUp app and platform.

Romania: Up Romania through its Up Multibeneficii platform.

Tunisia: Up Tun with the multi-benefit card (meals, gifts, clothing, etc.). Up Tun will thus market an "Up card" that will be used on Bonus and TopChecks networks.

UP BRASIL SUPPORTS PURCHASING POWER

"As part of the 2022 legislative changes, we introduced a user bonus program so that the user can freely choose how to use the benefit that is assigned to them. For instance, the HR customer pays 100 real (R$) and the user receives a load of 100 real (R$) plus a given percentage.
This program is a benefit directly assigned to the end user. Up Brasil is conducting a test phase in 2022, and we plan to industrialise the process in 2023."

Pierre-Jean Fossat, General Manager at Up Brasil, & Thomas Pillet, Financial Director at Up Brasil

SUSTAINABLE FOOD: PURCHASING POWER FOR SUSTAINABLE CONSUMPTION

Biocoop and Up, two major French cooperative groups, have created a food voucher to support underprivileged people and their purchasing power.
This initiative consists of stimulating virtuous consumption behaviour through a bonus system and dedicated "tips & news" articles.
Local experiments have been conducted with several French cities and departments, taking into account the specific local needs of cities or small towns.



The main goals of this offer are:
- encouraging beneficiaries to become consum'actors;
- becoming part of everyday life without stigmatising consumption habits;
- encouraging consumers to buy sustainable food (fresh, organic, local);
- making this programme a lever for the transformation and development of agricultural sectors;
- involving all food shops in a broad network and a unifying approach;
- involving all territorial levels;
- preserving public resources through an economic model that is known and approved by stakeholders;
- allowing real-time and scalable management through a public policy that adapts to uses: amounts of the subsidy, duration, notifications and special operations.

UP ČESKÁ REPUBLIKA AWARDED FOR ITS MUJ UP OFFER

"Up in the Czech Republic was awarded at the International Effectivness Award (IEA) for 2022, where we presented our project to digitise our product portfolio using the Muj Up platform.

We won two awards in the following categories:
- *Websites and Portals – third place;*
- *Tourism and Gastronomy – first place.*

Such a ranking proves that we made the right choice in creating a service close to employers and employees, and we will continue the good work."

Stéphane Nicoletti,
Managing Director at Up Česká Republika

ADDITIONAL SERVICE FOR EMPLOYEES AND COMPANIES IN SLOVAKIA

For the first time, Up Slovensko launched a brand new product (UpAndoma) entirely designed within its StartUpLab.

UpAndoma provides complete real estate solutions in two areas:
- UpAndoma HOME is focused on social benefits for employees, including housing with tax benefits;
- UpAndoma BUSINESS is focused on cost savings, including the sale and rental of commercial space.

Further services such as UpAndoma Platform, UpAndoma Servis, UpAndoma Focus, etc.

SOCIAL



HELPING EMPLOYEES TRANSFORM THE GROUP AND ITS ACTIVITIES



CONTEXT

Well-being at work and purchasing power top employees' priority lists. Working conditions come next.
At Up we want to stay true to our cooperative model. Our top priority is to contribute to a more sustainable society which puts people at the heart of the economy. The Human Resources and Employee Commitment Department has supported the changes in our organisations and has taken into account our social responsibility as a social and solidarity economy Group.
During this transformation and adaptation process, Academy Up has become an important player thanks to its training and development programmes. It managed to meet its corporate goals and its employees' needs.

In 2022, organisations faced a period where the transition and adaptation process to remote and hybrid working models was over, but where work expectations started to be redefined. Issues such as the "big quit" and "quiet quitting" were a major concern. Acquiring new talent became a struggle in a tight labour and skills market. Maintaining employees' purchasing power in an inflationary economy was an additional challenge.
At Up, as product digitalisation, service transformation and internationalisation go on, besides developing skills in this area, acquiring cybersecurity reflexes became one of the most important issues. Also, inclusion and QWL were the main priorities of our HR policy.

Global warming is a real challenge. We have to redefine our priorities, business models and individual behaviours in our organisations. Raising people's awareness on climate change must be at the core of our organisations to achieve meaningful change.
The war in Ukraine has had social and economic impacts in many countries where the Group operates. In addition to the economic impacts, from a social point of view, the integration of refugees is an important issue.
Regarding ecology, the Group has launched the "Climate Fresk" project to make its employees aware of the need to act for the climate with concrete actions and solutions on a daily basis.

The Group's Human Resources Department intends to meet the expectations of the Group, its companies and its employees, and keeps looking for innovative solutions to support the Group's transition. Alongside all the evolutions mentioned above, Up Group has met the immediate needs and has undertaken the necessary steps to transform and adapt our behaviours with the staff representatives.

Up Group, with its 3,122 employees worldwide, believes that the reason of its success lies in its commitment to its employees.

Our five values form the basis of the Up culture and its management:
COMMITMENT: "each of us plays a part in the Group's success";
INNOVATION "we promote openness, curiosity and creativity";
SOLIDARITY: "we dedicate our time and expertise to serve a collective project and a shared ambition";
ENTREPRENEURSHIP: "we encourage initiative-taking and responsibility development to serve the group";
EQUITY: "we pay close attention to the different situations and people".

In line with our 2022 objectives, four strategic areas have been set out for the HRD roadmap:
1 – Supporting the Group's transformation;
2 – Strengthening the Group's global reach;
3 – Encouraging and modernising the Cooperative culture;
4 – Building skills to support our core business.

The Up Group's subsidiaries, in France and abroad, are supported in their social policy through HR talk and regular workshops to exchange best practices.

POLICY

An HR Department dedicated to fostering individual commitment by improving the employee experience, using the Group's culture and cooperative structure as an asset.

Meeting economic and environmental challenges

When it comes to economy, the Group focuses on protecting the purchasing power of its employees. Local solutions based on country-specific situations have been deployed in its subsidiaries to protect employees against inflation. These measures include: exceptional bonuses, general raises and value-sharing solutions.
Under the energy efficiency plan, the Group has launched awareness and training programmes for all employees.

Fostering quality of work life (QWL)

Support and communication measures have been implemented, including on physical health (diet, sport, workstation design, learning good posture at work), mental and social health (psycho-social risk training for managers, webinars on stress management, conviviality events), work organisation (hybrid work, right to disconnect), and management (collaboration, trust, feedback culture, remote management).
Academy Up provides training on QWL and it is being deployed worldwide to promote a common culture and practices, in line with the Group's values.

Inclusion, combating discrimination and violence

The "Diversity and Inclusion Mission", founded in 2011, undertakes concrete and long-term actions with a network of correspondents in the different Group entities.
The Group has many commitments and has once again signed up to the United Nations Global Compact and the Diversity Charter.
In line with the inclusion policy, Up signed the Singa charter in 2022, which encourages connections between newcomers (refugees, asylum seekers and immigrants) and local people in order to foster inclusion.
After signing the charter "La France, une chance. Les entreprises s'engagent !" (France gives you a big opportunity. Companies are committed to their employees!), the Cooperative Up has initiated actions to raise employees' awareness about the integration of young people, refugees and people in custody as part of the fight against discrimination.

Promoting equality at work,The Group is strongly committed to continuing the fight against discrimination, sexist and sexual harassment, domestic violence, and to promoting diversity and inclusion, for example by encouraging job retention for people with disabilities.
It also aims to raise awareness and promote openness/acceptance by participating in and/or implementing international events such as International Women's Rights Day, International Day for the Elimination of Violence against Women ("Orange the World"), or the European Week for the Employment of People with Disabilities (EWPD).

Continuing the digital transformation

The HR Department offers programmes to support the transformation towards a digital services company. To this end, the measures are based on:

- *Express Up*: a system to raise awareness about tech issues among management teams (Board of Directors, Executive Committee and Management Committee);
- deploying digital culture, electronic banking and cybersecurity training courses;
- supporting employees by providing them with hypervision training on new digital solutions and Up's products;
- digitising our training offers by launching Academy Up, focusing on three priorities: integration/onboarding, management and regulatory training;
- supporting the workplace transformation on all HR and QWL aspects: changing and shrinking professions, mobility, new working methods and teleworking.

Maintaining a common culture

The Group's onboarding programme, was launched for the Group's new managers. It covers aspects of our strategic plan, culture and values.
The Share With Up platform promotes collaboration and enables employees to exchange and share directly with each other internationally (flat exchanges, language exchanges, carpooling, etc.)
To ensure that employees are committed to the Group's challenges, we have been focusing on international deployments, such as Academy Up, the animation and support of the HR community (HR Talk and HR Lunch) and the spreading of our HR brand "We Are Up Makers".

OBJECTIVES, ACTION PLANS

In 2022, the HR Department focused on both collective and individual actions to support the business.

Meeting economic and environmental challenges

→

Attracting and retaining talent.

Establishing educational communication for employees on understanding the environmental situation and the advice given in each Group company in order to raise awareness and get employees to act.

Fostering quality of work life (QWL)

→

Taking action to promote health at work (mental, physical and social).

Paying close attention to employees' working and personal quality of life, teleworking and workstation layout.

Providing mobility policies adapted to the Group's needs.

Offering interactive communication sessions with employees on social measures in the social forum.

Fostering a friendly and supportive work environment.

Combating discrimination and promoting diversity

→

Raising employees' awareness of gender equality in the workplace and the place of women in society.

Encouraging behavioural change to combat sexism, sexual harassment and domestic violence.

Raising awareness and supporting actions to promote the integration and employment of underprivileged people (people with disabilities, senior citizens, long-term jobseekers, refugees, people in custody).

Continuing the digital transformation

→

Expanding the training offer worldwide by extending the Academy Up digital corporate university project in order to teach fundamental knowledge and provide the Group with the appropriate skills.

Digital Work Place: strengthening the use of digital sharing tools, awareness and training for cyber security.

Reorganising production and ensuring that jobs evolve towards digital technology.

Acquiring and strengthening new skills (upskill & reskill).

Maintaining a common culture

→

Sharing common values and skills across the world via the Group onboarding programme

Monitoring the skills development plans of management teams via the international mentoring programme, the start-up immersion, and the executive coaching programme.

Increasing employee involvement (Up Foundation, solidarity day).

Encouraging cultural exchanges, mutual aid and solidarity worldwide via Share With Up, the collaborative sharing portal for Up employees.

RESULTS

Meeting economic and environmental challenges

Attracting and retaining talent

— The Group is trying to gain external visibility (job boards, social networks) with the *UpMaker!* campaign.

— The co-optation programme has been implemented in the parent company, in Belgium and in Mexico.

— The Group focuses on protecting the purchasing power of its employees:

- Exceptional bonuses in several Group entities (France, Greece, Italy, Czech Republic, Romania, Slovakia);
- Exceptional increases in inflationary countries (Belgium, Poland, Czech Republic, Turkey);
- Changing the remuneration model and salary package to be more competitive and motivating (Spain);
- Remuneration model pilots and development plans (parent company, Belgium, Spain);
- Agreements and social dialogue: Time Savings Account (TSA), agreement on working time relating to holidays and on-call time, agreement on salaries and social dialogue, agreement on the allocation of an exceptional purchasing power bonus and value sharing bonus (parent company);

Raising awareness of environmental issues

— Climate Fresk deployed in five Group countries (Spain, France, Italy, Mexico, Romania) and in the HR community;

— Raising employees' awareness on digital ecology through training courses available on Academy Up;

— Remote training for courses shorter than one day (Cooperative Up), online awareness sessions, granting two days of teleworking to reduce commuting;

EMPLOYEE COMMITMENT LABELS (GREAT PLACE TO WORK, HAPPIEST WORKPLACE)

After a survey conducted in 2022 among all the employees of Up Hellas (Greece), Up Romania (Romania) and Sí Vale (Mexico), these subsidiaries received the *Great Place To Work* certification.
This certification reflects social and economic performance while providing opportunities to satisfy, motivate and encourage employees to grow.
In 2022, Multinet (Turkey) received *Turkey's Happiest Workplace* award in financial services.
This award is based on company practices that support employee experience and people-centred work culture and is granted by *Happy Place To Work.*

Improving the quality of work life (QWL)

• Implementing QWL measures to address physical, mental and social issues:

— the hybrid work model: paying attention to employees' work and personal quality of life;

— adapting workstations, teleworking or flexible working;

— in France, setting up social assistance for employees on budgetary matters, housing, etc;

— in Belgium, providing free access to training and awareness-raising on stress management, healthy eating, managing and working remotely;

— providing a gym (to combat inactive lifestyles), QWL week actions around the world, Up Sport, Walking Desk;

— implementing preventive measures to combat stress;

— training on health and safety risks and good working methods;

— working on the "sense of work" to fight against "quiet quitting": in-house videos (France), cohesion actions;

• Identifying and preventing risks: single document;

• Restructuring the workspace: visiting and supporting employees at Up Gardens (parent company), in Romania, in Spain;

• Participating in training: non-violent communication, training, webinar;

• Organising the QWL week

Fighting against discrimination, sexism and sexual harassment. Promoting equality and inclusion at work

The Human Resources Department wishes to complete its diversity mission, by initiating and deploying priority actions to leveraging differences into the company's performance and ensuring the daily well-being of its employees.

We are involved in many causes:

- UN Global Compact,
- Diversity Charter,
- Group agreement on the fight against discrimination and for the promotion of diversity,
- Disability agreement approved by the DIRECCTE
- Gender equality and QWL agreement
- "Companies that commit" charter
- SINGA Charter

Diversity and inclusion are mainly about integrating people excluded from employment, young people from priority neighbourhoods of the city policy (QPV), gender equality at work, disability and combating violence:

Refugees : raising the HR team's awareness, working with the Foundation and the President, joining forces with Emmaüs and refugees (Foot emploi), recruiting, signing the Singa charter (recruiting and integrating refugees and supporting NGOs);

People in custody: organising three prison visits with recruiters, three meetings with recruiters, discussing their career path, attitude and recruitment interviews (Bois-d'Arcy, La Santé and Villepinte), working with *La cravate solidaire*, providing premises, working with the M6 Foundation to extend this initiative.

Gender equality: setting up an equality index, raising awareness of the Executive Committee and international HR on the strategic issues of inclusion, signing the Ega pro agreement (extending the previous one by one year), raising awareness of gender equality, Ega pro training in Academy Up, International Women's Rights Day, remote conferencing, Gender Equality certification in Italy (UNI/PdR 125:2022)

Disability: implementing the disability agreement, new text signed in France and approved by DRIETTS, raising awareness of the Executive Committee with Handiscape and SEEPH virtual reality.

Fight against sexist and sexual violence: for the International Day for the Elimination of Violence against Women, Up Group supported UN Women France and its "stop violence" campaign which ran from 25 November 2022 to 10 December 2022.

Integration assistance: ataking action to help people excluded from employment and young people from disadvantaged neighbourhoods to find employment. Organising two meetings with the École de la deuxième chance and Arpejeh Atrium and taking action in Lyon.

Seniors: preparing a study to enhance existing systems or create new ones.

Maintaining the reporting system for all Group employees (Ligneethique.coop).

The parent company exceeded the mandatory rate of employment of people with disabilities, thanks to its policy of a disability agreement: 6.23%, or 5% more than its original commitments (the national average for the employment rate of people with disabilities being 3.5%).

Continuing the digital transformation

• Extending the Academy Up corporate university to all the Group's countries in two languages (French and English) and in three areas of training available to 1,800 employees: onboarding, regulatory training and management training with a combination format that offers online support (tutoring, coaching).

• Free access to Academy Up's digital culture training, data acculturation programme in Spain and access to the digital culture programme in fifteen countries and to cybersecurity training worldwide.

• Setting up face-to-face and virtual training courses to become more familiar with priority issues: electronic payment culture in France, digital business culture in Romania.

• Monitoring Group resources by creating international positions for new jobs (remote mobility in Poland).

• Monitoring future professions.

• Supporting the transformation and evolution of professions: alongside the digitalisation of offers, the HR teams offer programmes to acquire new skills, while supporting production teams in the company's transformation process. For instance, in Spain, Romania, the Czech Republic and in the parent company Up Cooperative, where production teams are large, the HR teams support employees in the transformation of skills towards digital technology.

• Digital Work Place: strengthening the use of digital sharing tools (videoconferencing, document sharing), raising awareness and training for cybersecurity: launching a cybersecurity awareness programme, first for the Executive Committee, the members of the Board of Directors and the General Managers of the countries via Express Up, and then deploying a basic module (Spain, France, Italy, Portugal), which will run through 2023.

• HR processes are being digitised at the parent company, in Belgium, Spain, Mexico and Turkey. In Turkey, the subsidiary won the "*Innovative HR Leaders*" label.

• In Romania, the subsidiary won the "*Innovation challenge*" and "*Leadership on transformation*" awards: T-LABS, development model, training as a digitalisation lever in Spain

Maintaining a common culture perspective

• Strengthening a collective culture and sharing values with Group onboarding, involving the President, the Managing Director and the Group HR Department.

• Deploying the *Share With Up* platform in seventeen countries, including 400 users, to strengthen ties between Group employees worldwide, expand the network of colleagues and access in-house exchange services. Establishing a language talk and language exchange programme for our employees' children.

• Co-optation programmes deployed in several subsidiaries: Belgium, France, Mexico.

• Collective intelligence and innovation: *Express Up*, immersion, joint projects

• Committed employees (Up Foundation, Solidarity Day, Libraries without Borders).

• Academy Up: developing talent with available joint programmes.

• Programmes for internal capacity building: International mentoring, co-development.

• Quarterly meetings (*HR Talk*), half-yearly convivial meetings (H*R Lunch*) and a face-to-face international HR seminar in 2022 with international HR managers to harmonise practices and align them with the Group's HR strategy and policies.

• Including employees in talent reviews in the Group's five areas.

• "*Express Up*" meetings for top management and General Management in each country, metaverse and cybersecurity.

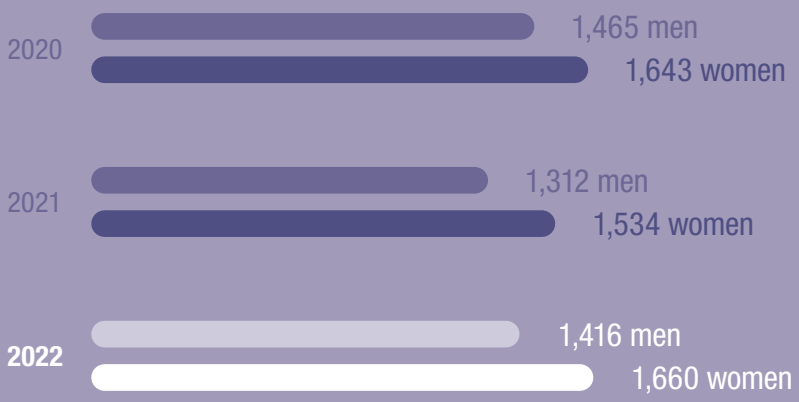
• Up took action to support the victims of the war in Ukraine: a hosting programme was launched on the *Share With Up* collaboration portal. Ukrainian refugees were supported by our subsidiaries in Spain, Poland and the Czech Republic, and Ukrainian refugees in Italy were provided with food aid.

KPIs

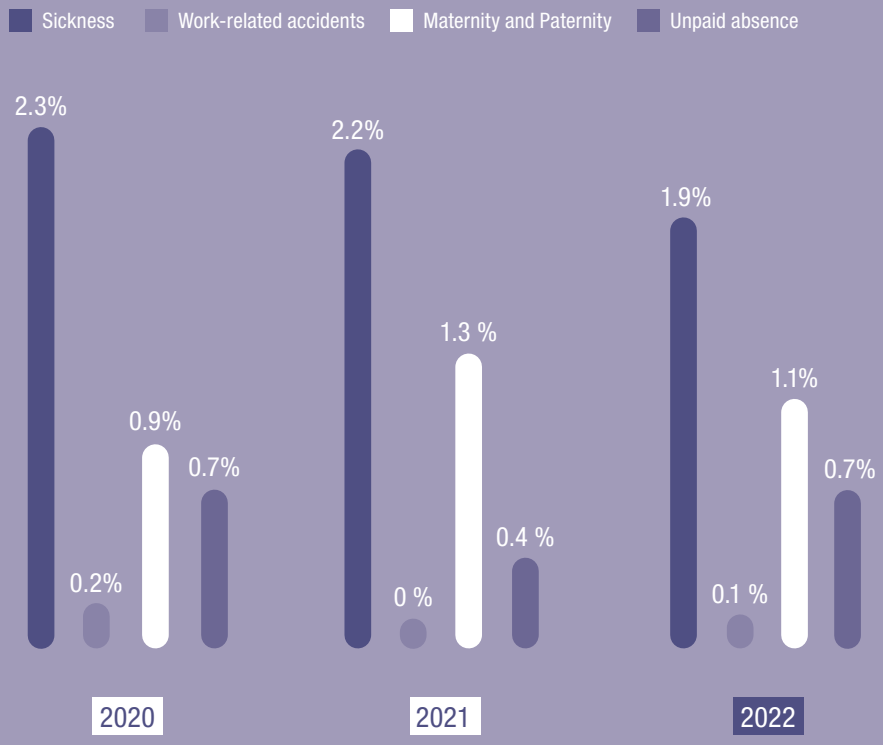
NUMBER OF TRAINING HOURS



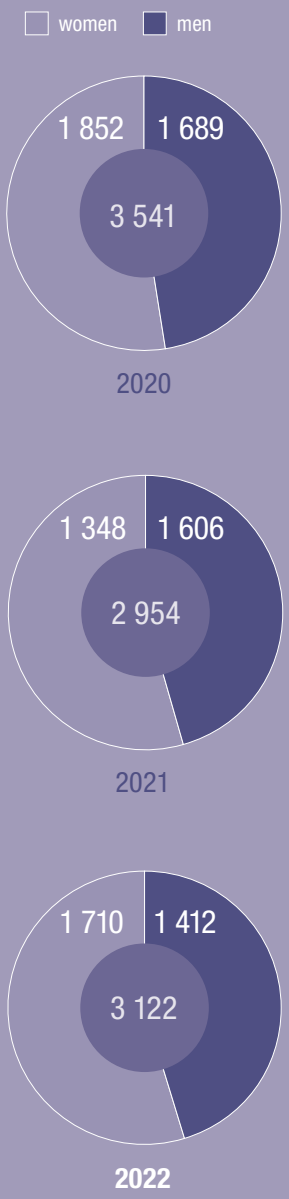
NUMBER OF EMPLOYEES TRAINED BY GENDER



ABSENTEEISM RATE



NUMBER OF EMPLOYEES BY GENDER



TURNOVER RATE

2020
15.7%

2021
17.9%

2022
13.9%

HIGHLIGHTS

AWARDING ADDITIONAL BONUSES TO SUPPORT OUR EMPLOYEES' PURCHASING POWER



To reduce the impact of inflation on the purchasing power of our employees, the parent company Up Cooperative has implemented several measures:
- paying a value-sharing bonus to its employees, pursuant to Article 1 of Law No. 2022-1158 of 16 August 2022 on emergency measures to protect purchasing power;
- setting up a platform dedicated to social aid for all employees, making it easier for them to identify the aid they can receive in addition to their income

While skills are hard to acquire on the job market, the parent company Up Cooperative has worked to strengthen the following areas: talent activity:
- regarding the employer brand: 8 videos of employees were produced in the first half of the year to build up the employer brand and make the Cooperative Up more widely known. They were distributed both in-house and on social media (LinkedIn, YouTube Group, Yammer).
- launching co-optation
- monitoring the market and proposing measures to be launched in 2023 (benchmarks, remuneration, Welcome Pack, guaranteed bonuses for new sales staff)

ACADEMY UP CYBERSECURITY TRAINING

Cybersecurity is a top priority for the Group and its Portuguese subsidiary. In 2019, we were trained with our DPO on information security: "how to reduce threats and risks". Thanks to this updated training provided by the Group, I believe that Up Portugal employees are more aware of this issue and are more careful, rigorous and alert when opening their emails. They are now able to recognise suspicious emails and contact the people who can identify such emails. Attending this training course helped them be more vigilant. Not only was it very comprehensive, but it was also provided in Portuguese.

In 2022, we offered employees several training courses on the Up Academy platform, offering the environment, gender equality, disability and "Welcome to Up" courses for new employees. Thanks to this wide range of courses, the team improved its knowledge in various areas.

We hope to continue the good work in 2023 and I am looking forward to setting up the Climate Fresk, a time for sharing and teambuilding!

Isabel Medonca, Human Resources Officer at Up Portugal

REFUGEE INTEGRATION PROGRAMMES

Singa is an international organisation that aims to create a more inclusive society by bringing together local people and newcomers (refugees, asylum seekers...) around social, professional and entrepreneurial projects.

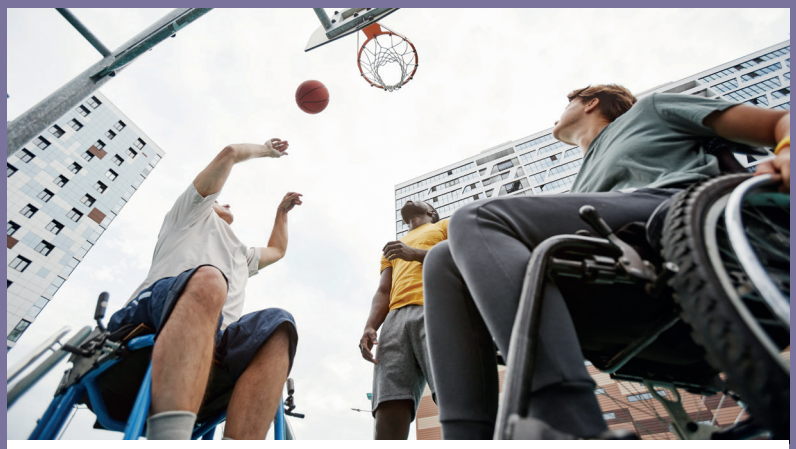


UP MONIZZE: ACQUIRING AND RETAINING TALENT

Recruiting and co-opting
At Monizze, we often use co-optation to hire new colleagues. 8 out of 33 job vacancies were filled with co-optation in 2022! Our colleagues are pleased to recommend Monizze to their friends and relatives, which proves that Monizze is a great company to work for.

Managing remuneration in an inflationary environment
At Monizze, we are always keeping an eye on legal evolutions at social and tax level to identify any opportunities to improve our employees' income. In 2022, an initiative was launched to optimise the net income resulting from the year-end bonus payment. Additionally, all gross fixed salaries of our employees were also indexed effective 1 January 2023 in accordance with the existing legal provisions in Belgium. Let's see what happens in 2023... as we intend to make our remuneration packages more flexible in order to better meet our employees' individual needs in a difficult economic environment.

Stéphanie Béchet, Human Resources Director at Up Monizze (Belgium)



AN UNPRECEDENTED ALLIANCE OF TWO SSE ACTORS AROUND SPORT TO BRING REGIONS TOGETHER.

With the Olympic and Paralympic Games of 2024 coming up, Up and Handiamo are combining their expertise in e-pass sport to offer local authorities a unique system for helping and making it easier for their employees and citizens to take part in physical and sports activities.

Up's e-pass sport is a mobile app and a customisable website that digitalises the services offered to employees and citizens. The e-pass sport is Up's 100% digital smart money solution for our regions.
Implementing the Handiamo sports e-pass allows local communities to promote and enhance their policies on equal opportunities, inclusion and social cohesion.

- A better health for all through physical activity and healthy sports.
- An essential component of living together: inclusion, integration.
- A new way to unite employees and involve people.
- A lever for disability and CSR policies for local communities' HR departments.

Handiamo is a sports and inclusive agency that fights against any form of discrimination and contributes to a fairer society. It organises events to raise awareness and learn more about disabilities, as well as conferences led by Paralympic athletes.

UP MAROC IS COMMITTED TO HELPING YOUNG PEOPLE BE EMPLOYED.

Under the CSR strategy of Up Maroc, which aims to be a responsible economic player committed to its economic and social environment, a first training session was organised by the marketing and partnership manager in collaboration with Enactus Morocco for students of the Casablanca School of Technology, on the topic of "*Youth employment*" Personal Branding. Objectives: helping young people to become more employable, supporting and promoting talented young people, encouraging our future employees to self-train.



UP BRASIL IS COMMITTED TO DIVERSITY AND INCLUSION.

UP Brasil launched a diversity, equity and inclusion programme. The team has been working since 2020 to launch this project which aims to include, honour and encourage employees to respect each other despite their differences.

MAINTAINING SOCIAL DIALOGUE AND STRENGTHENING EUROPEAN RELATIONS.

In France and abroad, social dialogue goes on in a hybrid way to build together an attractive and business-friendly social policy.
List of agreements

Cooperative Up scope:

- agreement on the exercise of trade union rights;
- participation agreement;
- holiday agreement;
- on-call time agreement;
- agreement on equality and the quality of life at work;
- agreement on teleworking;
- agreement on job and career management (GEPP);
- agreement on mandatory annual negotiations (NAO);
- job classification and salary scale agreement;
- Professional elections of the ESC.

Périmètre France :

- agreement for disabled employees;
- inter-company social and cultural activities committee (CASCIE) agreement;
- agreement on the fight against discrimination and for the promotion of diversity.

International scope*:

- collective agreement on the establishment of the European Works Council.



* This scope only takes into account collective agreements involving several Up Group companies in several countries. The collective agreements of each company of Up Group, managed by the local HR teams, are not mentioned.

SOCIETAL



EMPOWERING PEOPLE TO ACT TOGETHER AND STRENGTHENING THE BONDS BETWEEN OUR TERRITORIES

CONTEXT

For Up Group, being part of the social economy sector involves meeting a dual requirement of solidarity and responsibility. With its many actions to support civil society over the past several years, Up has proven, day after day, its willingness and ability to get involved for the common good. It is on this fertile ground that Up Group deploys its sponsorship policy, in the spirit and values of the social and solidarity economy.

Up is committed to civil society with a sponsorship policy aimed at empowering people. It covers four main areas: food, housing, health, education & culture.
Implementing partnerships and new internal and external cooperation on major societal issues was a key element of 2022. Raising awareness was the driving force behind these new initiatives (education, sport and disability, food and education, social bonds and precariousness). Up Group's sponsorship policy illustrates and embodies the "power to act together", through which Up affirms its commitment and its desire to contribute to improving the daily lives of most people, with the aim to achieve social progress and to have an impact in the territories. The sponsorship policy is implemented in the countries where Up operates and it helps the sponsoring subsidiaries, with the help of local correspondents, support their projects.
This year, the Group's employees in France decided to direct micro-donations to three new associations as part of the new 2023 multi-year plan. In order to mobilise more people and promote solidarity all over France, Kalidea's employees have joined the project for these three new associations.
Up Group's sponsorship policy contributes to creating social bonds in order to fight against the exclusion of "invisible" people (marginalised, isolated or dependent people).

It aims to restore their access to what they need to develop freely in society, through long-term support for projects in four main areas of action.

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POLICY

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4 areas of action

Food

For everyone, it's about feeding ourselves. Our ambition is to **promote food production, sharing and "acting together".**

Housing

For everyone, it's about housing. Our ambition is to promote **better housing accessibility, autonomy and "living together".**

The essential is a vector of social cohesion to develop the potential to take action and fight against exclusion

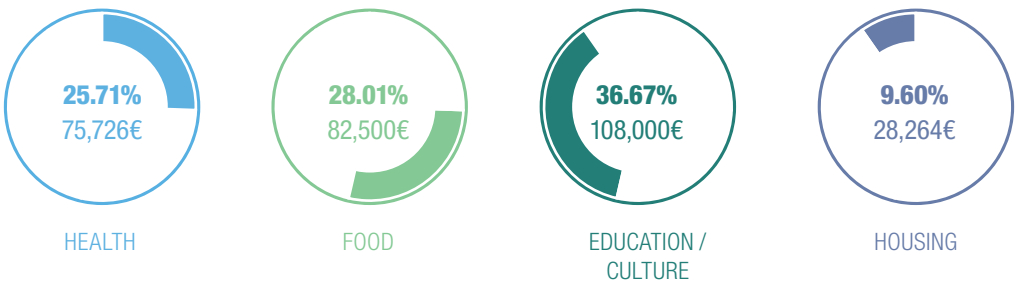
Education & culture

For everyone, it's learning and understanding.Our ambition is **to promote a better understanding of the world, free access to culture and "to grow together".**

Health

For everyone, it's taking care of oneself. Our ambition is **to encourage the fulfilment of both patients and their relatives, caregivers, and to "cope together".**

PHILANTHROPY PROGRAMME BREACKDOWN BY FIELD OF ACTION - PROJECTS OF UP FOUNDATION (2022)



OBJECTIVES AND ACTION PLANS

In 2022, Up was particularly committed to continuing the work it had initiated with its sponsoring partners to strengthen social bonds and encourage people to take action. This year marks the end of a first cycle of five-year assessments and the birth of a new community of referents in France and abroad.

Expanding Up Group's sponsorship in its regions

Supporting the subsidiaries made it possible to develop the sponsorship commitment specific to each of them, through both financial aid and volunteer work. While no new countries were included in the sponsorship policy in 2022, new projects emerged in France and Italy.

Encouraging meetings with project leaders and assessing the impact of projects

Up Group participates in its partners' events and, where possible, takes part in societal actions. It strives to encourage meetings between the players in a given territory around the same issues or identifies relevant connections, mainly in France.

The Foundation's website and social networks are used to promote each supported project and relay news about the partners.
After five years of supporting and evaluating projects, the Up Foundation will draw up an evaluation-balance sheet in 2023. This will make it possible to compile social impact data and to better view the evolution and social impact of our monitoring and support.

Engaging employees for the regions and the common good

In addition to financial aid, Up Group provides various opportunities for solidarity involvement with the partner organisations it supports. They enable the company's values to be given meaning and shared. In this way, the number of employees who become involved each year can be increased.
The Group's sponsorship enriches its identity and complements its social actions (sponsorship, emergency aid and partnerships focused on the common good) which contribute directly to its economic development and good reputation.

FORMS OF SOLIDARITY WITHIN UP GROUP

Impulse PHILANTROPY

Restoring the power to act to those who are invisible. Minimum 3-year commitment, without any commercial intent or consideration, to support actions in 4 areas: food, housing, health, education/culture.

Non-Impulse PHILANTROPY

Specific grant provided without anything required in return, to organizations of general interest for issues such as emergencies, climate events, support to a specific population or cause...

Societal ACTIONS

Partnerships, philanthropy actions agreed between Up group and actors working in the field of solidarity (associations, foundations...) seeking a direct return on the action carried out (image, notoriety, commercial interest, for example).

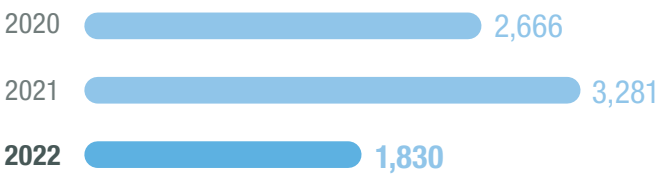
RESULTS

In 2022, the overall budget for solidarity actions within the Group amounted to €839,953. These actions to support civil society translate into sponsorship projects, which are mainly managed by the Up Foundation, one-off support for emergency aid, for example, or sponsoring actions.

In 2022, thirty-two projects were supported by the Up Foundation in five years.
Six new sponsorship projects have been initiated in France, Italy and Romania, which allows Up's sponsorship to continue to grow in the regions.

The Foundation's first multi-year plan for 2017-2022 has come to an end in 2022, with the assessment of its social impact over five years. The end of the plan brought together 80 employees committed to our actions and partners in the common good at the Maison des réfugiés in Paris on 28 November 2022, alongside Emmaüs Solidarité. Six new projects were presented for the new three-year cycle of the corporate foundation up to 2025.

NUMBER OF EMPLOYEES AWARE OF SOCIETAL COMMITMENT BY YEAR



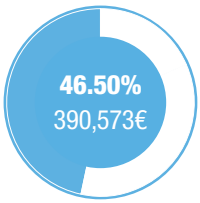
DISTRIBUTION OF GRANTS BY TYPE OF ACTION



NON-IMPULSE PHILANTHROPY



IMPULSE PHILANTHROPY



SOCIETAL ACTIONS

HIGHLIGHTS



SOLIDARITY AND SENSE OF PURPOSE

The sense of purpose and the social bonding are closely related to the support we provide and to our associative partners.
As early as 2019, creating a platform of solidarity commitment made it possible to give our societal action and its social utility more visibility, which was necessary for the employees. We answered a question that we were rarely asked within the company: "How can I contribute to the solidarity and societal commitment of my company as an employee?"
Up has put employees at the heart of its action and its missions. They are committed to solidarity missions and thanks to their involvement, the company can show its positive impact internally, but also externally as they become more involved with Up Group and its corporate foundation.
The aim is to allow everyone to commit according to their desires and the sense of purpose they find in it, and to offer ways of committing that meet the needs and the range of projects that we support in four essential areas.
By bringing together the corporate and voluntary sectors, we strive to raise awareness and unite people in a collective and civic-minded approach.

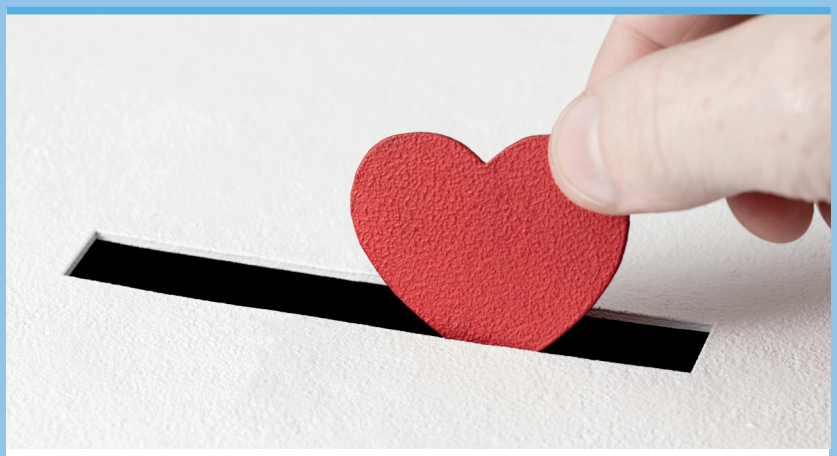
"As Sponsorship Officer since the Corporate Foundation was created, I deploy the Group's sponsorship policy through projects that are in line with the Foundation's areas of action and objectives. I work hand in hand with the Foundation's team to monitor and assess the projects. Through its sponsorship projects, Up Spain tackles important societal issues. This project gave me the opportunity to promote the Group's values on a daily basis and gave me a sense of purpose."

Monica Torres,
Sponsorship Officer and HR Manager at Up Spain (Spain)



SOLIDARITY IN MISSIONS

Since 2019, Up employees in France have volunteered more than 63,000 hours. On average, fifteen missions per year were offered via the platform. Solidarity leave is strengthening the commitment system and will be extended in 2023 to our subsidiary Kalidea to encourage as many people as possible to get involved within the company.
Engaging employees through solidarity actions means sharing the company's humanist values and becoming more involved in its CSR approach.



SALARY ROUNDING

Salary rounding is a simple and flexible system that allows Up employees to financially support the association they want by rounding down their salary to the nearest euro each month. In 2022, salary rounding was offered to employees in five countries of Up Group – Spain, France, Italy, the Czech Republic and Slovakia. In four years, €81,211 have been collected from 2019 to 2022 and donated in full to 14 associations.
During this first cycle with the partners supported by the Foundation and the Cooperative Up employees in France, the Cooperative also offered an additional matching contribution to the five supported organisations to give even more impact to the generosity of the employees.
Employees in France have been asked to choose their new favourite associations to support in 2023. 32% of employees showed their support for the salary rounding system through a short, intense, well-publicised campaign.

"I would like to thank you and all the people who joined us for this event. I personally really appreciated this half-day of collective and sporting sharing. Solidarity commitment is a core value that I cherish.

This experience allowed me to discover other organisations such as Up (Emmaüs-RATP), but above all to spend time with refugees.
I talked a bit with them. I can't imagine what they have been through. In spite of the difficulties they have faced, they don't give up... I admire the courage and resilience they show every day. Their attitude motivates me to always give my best, and I keep in mind that the world we live in is not an easy one. If things were different, this could also happen to us, so I am grateful for how lucky we are. […]"

Émeric Mansilla,
Up management controller, Foot emploi mission with Emmaüs Solidarité on 9 February 2022

UP MAKES HOSPITALISED CHILDREN HAPPY

In 2022, Up reaffirmed its commitment to making hospitalised children happy with its collaboration with *Le Rire Médecin* and signed its new partnership agreement with the association.

This collaboration enabled Up to donate €15,000 to the association. This donation was made possible thanks to three solidarity actions carried out in 2022 by our sales force at trade fairs dedicated to works councils. It was a challenge for qualified SME contacts and for our UpCadhoc solution. Part of the service fees went towards the association. Big thank you to the teams!

Since 2015, Up's commitment has allowed 1,665 hospitalised children to enjoy a show by a duo of professional clowns, with more than 2,500 caregivers (family and carers) watching on, and thanks to this new donation, we can keep the adventure going!



FIGHTING AGAINST MALNUTRITION AND POOR EDUCATION

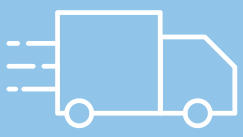
The inflationary economic context is extremely tough to live with. And so it is for the associations which help underprivileged people.
Up Group is committed to fighting malnutrition and poor education and to promoting more sustainable solutions. This is part of its core business, which aims at providing access to good food and education. Thanks to the partners, Up strives to address nutrition or education issues and raises people's awareness to build a more equitable, balanced, sustainable culture everywhere.

Indeed, more than just combating food or educational insecurity, these socially innovative projects allow new, more responsible models to emerge. They help people become self-sufficient and combat the waste of resources. These locally-based projects combine environmental, social, cultural and educational commitment.
Such a societal commitment is meaningful because it promotes the social bond and human values.
Players in the supported structures we bring together also promote their multiple objectives as a key factor for success and foster a qualitative project, by arguing that the support we provide for food or culture should be worthy, useful and sustainable, rather than just providing short-term quantitative assistance.
At the end of 2022, new players replaced those of our first multi-year plan. They show how our actions are rooted in a development perspective and a change of scale:

- *Bouge Ton Coq* in rural areas where there are no shops;
- Les frigos solidaires to fight against food insecurity in collaboration with Studhelp, to fight against student food insecurity;
- Silver Geek to fight against the digital divide and the isolation of older people;
- Entourage to build social bonds through sport and to give a job to homeless people;
- *La Cravate solidaire* with support workshops for newcomers.

Our employees are also working on promoting our ideas in their own way.
Collective and civic commitment is getting into gear to encourage people to show solidarity. By organising solidarity collections or sorting, we make education available to all with Bibliothèques sans frontières, we help prepare for winter by raising awareness at our sites with Dons solidaires and the Samu social, we promote positive educational success with the Gennevilliers town hall and the association Le Fil continu in partnership with the SLPJ (a French fair for children books), and we decorate the abandoned garden of the Emmaüs Solidarité centre.
These initiatives show how many different commitments companies can offer and strengthen in their area.





THIS SOLIDARITY DAY ALLOWED CORENTIN'S TEAMS AT THE ÉPÔNE WAREHOUSE (YVELINES) TO MAKE REAL AND SUCCESSFUL PROGRESS.

"With the warehouse in the middle of a move, there were plenty of objectives. We needed to transfer our catalogue of donations from one site to another, including books and shelves. 15,000 books had to be moved in a precise order and classification [...]. Finally, UP employees set up shelves for more than 10,000 books [...] The teams also succeeded in reinstalling just over 10,000 books in the catalogue in the correct order and fixing any errors in classification [...]. Most of our catalogue was moved in one day, whereas we estimated that it would require at least two weeks with our own resources."

Corentin Poirret,
Head of Logistics Base and Books Mission in Épône, Bibliothèques sans frontières, 30 September mission with Céline Lardy's team (five people)

BUILDING WITH OUR SUPPLIERS AND PARTNERS

CONTEXT

At Up, being a dedicated and unique economic player means buying differently. Since 2015, we have been implementing a purchasing approach which is in line with our sustainable performance strategy in order to build sustainable relationships with our suppliers and service providers.

This approach is based on establishing relationships and cooperation with its suppliers in order to manage sustainable development issues on both sides and to control the risks in the purchasing process.

Above and beyond the so-called “standard” criteria (quality, costs, deadlines), purchasing responsibly means integrating social, societal and environmental dimensions into the different stages of the purchasing process, including the choice of suppliers, products and services.



POLICY

To help Up Group achieve its overall performance, corporate social responsibility (CSR) is as important to responsible purchasing as creating shared value and overall cost.

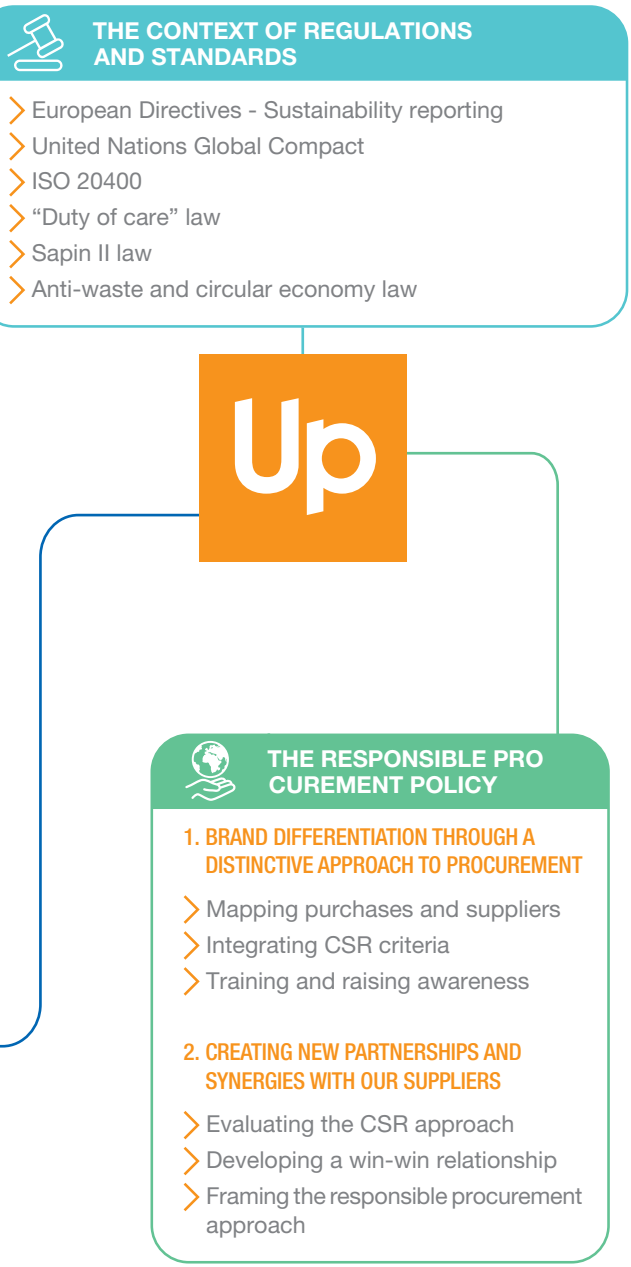
Since we joined the United Nations Global Compact in 2006, the legal and normative context has greatly evolved in terms of responsible purchasing. Since we joined the United Nations Global Compact in 2006, the legal and normative context has greatly evolved in terms of responsible purchasing.
The ISO 20400 international standard and three French laws, which affect Up Group, redefine the basis for responsible purchasing: the due diligence law, the Sapin II law, and lately the anti-waste law for a circular economy.

The Up Group's responsible purchasing policy was revised in 2021 in order to take them into account and to continue the efforts undertaken since 2015 in building sustainable relationships with our suppliers.
It addresses the following issues:

- integrating the Group's environmental challenges and linking them with its economic concerns;
- anticipating and responding to new environmental standards and regulations
- presenting concrete action plans and means to implement a responsible purchasing approach;
- showing that it is different in the eyes of its external stakeholders and building win-win relationships with its suppliers.

This policy is based on two objectives:

1. stand out by buying differently;
2. create new partnerships and synergies with our suppliers.



BUILDING LASTING RELATIONS WITH OUR SUPPLIERS THROUGH OUR RESPONSIBLE PROCUREMENT APPROACH

1. BRAND DIFFERENTIATION THROUGH A DISTINCTIVE APPROACH TO PROCUREMENT

MAPPING PURCHASES AND SUPPLIERS

- Mapping purchases
- Mapping suppliers

INTEGRATING CSR CRITERIA

- CSR criteria (2020 action sheets)

TRAINING AND RAISING AWARENESS

- Purchaser training
- Employee awareness

2. CREATING NEW PARTNERSHIPS AND SYNERGIES WITH OUR SUPPLIERS

EVALUATING THE CSR APPROACH

- Evaluating supplier CSR
- Evaluating subsidiary CSR
- RP documents

DEVELOPING A WIN-WIN RELATIONSHIP

- Supplier payment accounting times
- Projects co-constructed with responsible suppliers

FRAMING THE PROCUREMENT APPROACH

- Teams DCD Sustainable purchasing, Environment

RÉSULTS*

Two educational tools (action sheets) on the mapping of purchases and suppliers were produced in 2021 and provided to the main subsidiaries at the beginning of 2022 through the dedicated collaborative space so that they can use them and improve their usual practices.

These maps are used to classify the supplier and purchasing portfolio by category. They are used to analyse expenditure, identify issues and highlight the categories on which subsidiaries wish to prioritise their actions.
All the main subsidiaries of Up Group will be required to produce one or other of these maps within the next three years.
The Group complies with the commitments listed in its responsible purchasing charter.

Regarding consideration for all stakeholders involved in the value chain, six subsidiaries assessed their suppliers against CSR criteria, accounting for 219 suppliers, or 5% of the Group's suppliers.

Up Group also strives to strengthen dialogue with our stakeholders

In order to act as an economic player and a responsible partner for its stakeholders, Up is committed to building strong, transparent relationships with its suppliers.

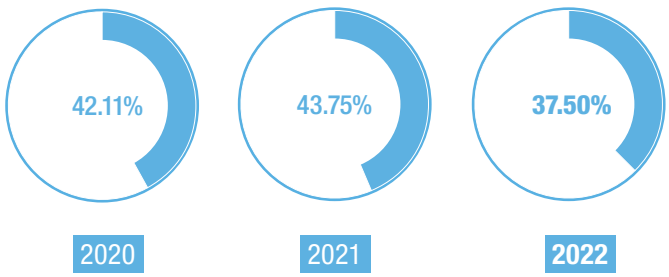
Up's Purchasing Department in France mainly focuses its efforts on the French zone, and especially on the Cooperative.
47 critical suppliers were identified at the end of 2021/beginning of 2022 and 100% were fully assessed. 60 suppliers will be assessed at the end of 2022/beginning of 2023 in France.
This new campaign, which started in 2021, includes enhanced CSR criteria in the assessment. It is no longer just a question of measuring the economic and technical capacities or the quality of critical suppliers. The objective is to better qualify their commitments on environmental, social, societal, ethical and governance issues.

The analysis of the results shows that Up's suppliers are highly committed to CSR issues. This data will be re-evaluated for 2022 in order to track their progress.
Finally, and for the first time, a pilot project was conducted with a supplier who scored very low because they did not know how to formalise its CSR actions: together with the supplier, and after an on-site audit by Up, a CSR charter was written in order to allow the supplier to formalise its CSR achievements, but also to project its action and improvement plan.

In compliance with its responsible purchasing policy, Up France also intends to develop its partnerships with suppliers in line with its values and who are notably part of the SSE: Up has therefore initiated a plan in 2022 that has doubled its turnover in solidarity purchases and achieved a 20% increase in its purchases from cooperatives (end October 2022 figures) in France.
Moreover, Up has now signed the "Responsible Supplier Relations and Purchasing" (RFAR) charter and will rely on these commitments to strengthen its action plan.

Over half of the subsidiaries within the scope comply with environmental criteria when purchasing.
By 2022, 50% of the subsidiaries within the scope, i.e. 8 subsidiaries, include at least one CSR criterion when selecting their purchases or suppliers. These 8 subsidiaries are the following: Alios, CEV, Cooperative Up, Kalidea, Up Day, Up Spain, Up Slovensko and Up Romania.

PERCENTAGE OF SUBSIDIARIES WITH AT LEAST ONE CSR CRITERION WHEN SELECTING THEIR PURCHASES AND/OR SUPPLIERS



* All calculations presented below refer to the main subsidiaries only.

HIGHLIGHTS

INTEGRATING CSR INTO PURCHASING

DEVELOPING A RESPONSIBLE PURCHASING POLICY AT THE GROUP LEVEL

Since Up Group was founded, it has striven to promote economic and social development in the territories where it operates. In all the countries where we operate, we do it through the products and services we offer to companies to solve the local economic and social issues.

SSE partners and suppliers are talented!
On Tuesday 15 November, the first forum on responsible purchasing and inter-cooperation in the SSE sector organised by Up was held at a round table, with SSE partners and suppliers in a friendly atmosphere.
The goal was twofold - to promote Up's responsible purchasing policy and contribute to strengthening the network of players who share the values and vision of the SSE.



"At Up, we do our best to make the CSR approach that we initiated a few years ago an important part of who we are. In other words, what we are is what we do, and what we do is what we are."

Youssef Achour, President of Up Group and of CRESS IDF (Chambre Régionale de l'Économie Sociale et Solidaire IDF).

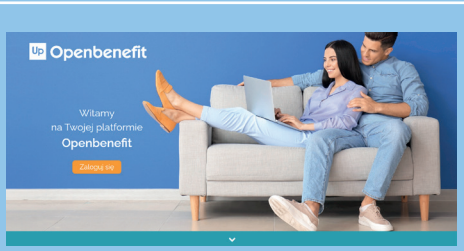


UP SIGNED THE "RESPONSIBLE SUPPLIER RELATIONS AND PURCHASING" CHARTER

The Business Mediation and the National Purchasing Council (CNA) certify that UP has signed the "Responsible Supplier Relations and Purchasing" charter. The company has been included in the official list published and updated every month by the Business Mediation on the website www.rfar.fr.

"Since 2011, Up has joined ObsAR, an association under the French law of 1901 which promotes best practices regarding responsible purchasing. It provides its members with indicators to measure and monitor changes in business practices, and organises meetings with the stakeholders."

Nathalie Kaupp, Purchasing Director at Up, member of the Observatoire des achats responsables (ObsAR)



DIGITAL AND ECO-RESPONSIBLE OFFERS

Bonus Systems Polska offers fully digital solutions. This subsidiary also offers eco-responsible products that do not include plastic cards: the Openbenefit platform, Up Gift or e-account gift.



PROTECTED AND ADAPTED WORK SECTOR (STPA)

In line with the objectives of the disability agreement signed in 2017 for France, Up wishes to increase its use of subcontracting with French support and work assistance establishments (ESAT) and adapted businesses (EA). By 2025, we plan to increase the volume of purchases to ESATs/EAs to 7%.

UP DAY IS COMMITTED TO RESPONSIBLE PURCHASING

- The products which were purchased for the Italy-based subsidiary are particularly important: eco-free screens, class A products, FSC wood furniture, FSC paper, FSC paper used for printing meal vouchers and Cadhoc vouchers.
- Selecting suppliers based on CSR criteria and increasingly ecological and ethical suppliers is a top priority.
- The suppliers who carry the products have ISO 14001 certification.

THE OFFERS WE CREATED WITH OUR SUPPLIERS

JOINING FORCES AND DOING OUR BEST TO ACHIEVE OUR GOALS

«“Accelerating the development of our offers by favouring partnerships and alliances” is one of the challenges of Up Group’s strategic framework.
These offers, which were launched in 2021, reflect this strategy of alliances with start-ups.

In France:
- Betterway: a solution that promotes sustainable mobility;
- HopHopFood: a solution to combat food waste and food insecurity;
- Toutes mes aides: a solution that facilitates the process of claiming employees’ rights;
- Wittyfit: a solution to measure employee satisfaction at work.

In Italy:
- LastMinuteSottoCasa: a solution to combat food waste and food.

In Belgium :
- tec: a bicycle leasing solution for SMEs.

In Spain:
- Hastee: a solution to access immediately to work income through salary advances.

In the Czech Republic:
- Up Plná Pěněženka: a solution to obtain discounts when paying for purchases with Up solutions.



ENVIRONMENT



BETTER PROTECTING THE ENVIRONMENT AND CONTRIBUTING TO THE ENERGY TRANSITION

CONTEXT

Global warming is a global issue that needs to be addressed collectively. In addressing this major challenge, Up is being proactive and responsible.
By joining the United Nations Global Compact, by including the fight against global warming in its strategic project, by encouraging its subsidiaries to carry out substantive measures and by enhancing the initiatives undertaken by its employees, Up is acting at its own level and is helping to build a better world for future generations.

Since the Paris Climate Agreement in 2015, the legal and non-financial reporting framework has also changed significantly. The European directive on CSRD (Corporate Sustainability Reporting Directive) and two French laws (the anti-waste law for a circular economy and the climate and resilience law), which affect Up Group, redefine new bases for implementing its environmental policy and its “sustainability” reporting.



POLICY

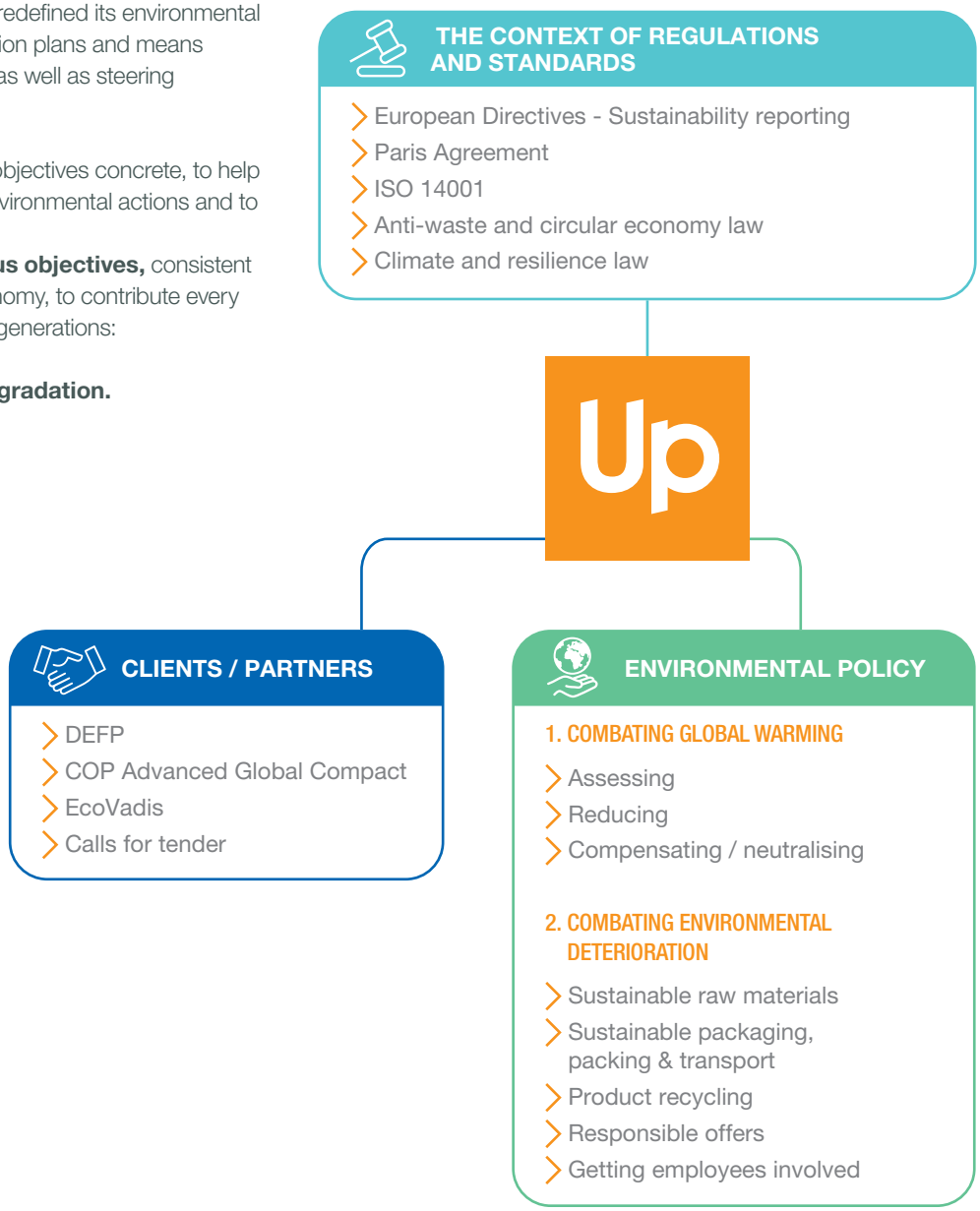
While the environmental policy was initiated in 2018, it was revised in 2021 in order to take into account these regulatory changes and to continue the efforts already underway to reduce the impacts of Up Group's activities, by prioritising them according to their most significant weight.

Thanks to the measurements of the carbon footprint of the Group's activities carried out in recent years, it has been possible to identify the major emitting items, i.e. where the impacts are most significant in relation to environmental issues, particularly climate change.

Based on this observation, the Group redefined its environmental objectives, selected and prioritised action plans and means adapted to its activities to meet them, as well as steering indicators.

This new version aims to make these objectives concrete, to help the departments to implement their environmental actions and to provide proof of their commitments.
Up has thus set itself two ambitious objectives, consistent with the principle of a sustainable economy, to contribute every day to preserving the planet for future generations:

1. **fight against global warming;**
2. **fight against environmental degradation.**



PROTECTING OUR ENVIRONMENT TOGETHER

1. COMBATING GLOBAL WARMING

ASSESSING
Carbon Report

REDUCING

FOSSIL FUELS
- Broadening transport alternatives
- Establishing more responsible vehicle policies
- Tending towards more moderate consumption of energy and resources

PROCUREMENT
- Integrating CSR criteria and taking environmental impact into account in the purchasing process

ASSETS
- Rationalising the occupied premises
- Fostering access (alternative modes of transport) and forms of remote work

COMPENSATING RESIDUAL EMISSIONS AND TENDING TOWARDS AN OVERALL CARBON-NEUTRAL OFFER

2. COMBATING ENVIRONMENTAL DETERIORATION

SUSTAINABLE RAW MATERIALS
- Innovating in the ways that sustainable solutions, materials or supports are sourced
- Integrating Green IT into digital usage or offers

SUSTAINABLE PACKAGING, PACKING AND TRANSPORT
- Reducing packaging and packing, and selecting recycled, reused or recyclable materials whenever possible
- Choosing transport partners who are committed to CSR or sustainable transport modes

PRODUCT RECYCLING
- Recuperating and recycling paper cheques
- Recuperating and recycling plastic cards

RESPONSIBLE OFFERS
- Developing and showcasing environmentally beneficial offers
- Developing and showcasing socially beneficial offers

GETTING EMPLOYEES INVOLVED
- Raising employees awareness
- Getting employees involved in local or international actions

FIGHT AGAINST GLOBAL WARMING

ASSESSING by establishing a carbon footprint report of the activity

REDUCING by determining an action plan and implementing it

COMPENSATING by investing in projects

Up Group continues to generalise the measurement of its carbon footprint. To date, this annual exercise has been mandatory for French companies that offset their residual carbon emissions and it has been voluntary for the others. **By 2022, all the main subsidiaries have completed an inventory of their greenhouse gas emissions.**

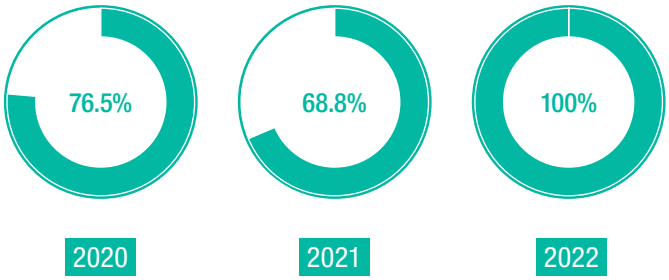
By redesigning the survey for collecting environmental data and measuring the carbon footprint of the four most emissive areas (travel, energy, purchases and fixed assets), all the main companies were able to measure their carbon footprint.

Thanks to this annual measurement, targeted action plans can be implemented locally to reduce greenhouse gas emissions as much as possible in these four areas.

In France, Up has initiated action plans to reduce the impact of business travel, to optimise real estate assets, and to adopt an energy-saving approach. In 2022, these action plans provided employees at the Head Office with a fleet of electrically-assisted bicycles and implemented measures to reduce electricity consumption. These action plans came with initiatives to raise awareness among employees or training courses which are available on the Academy Up platform.

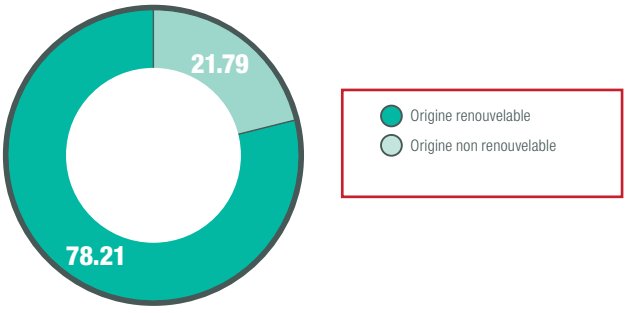
Since 2018, the Group's main French companies have funded projects that reduce greenhouse gas emissions. In 2022, their emissions were offset through 2 projects: the BalikesirWind project in Turkey, which is part of the national plan to improve the energy mix, and the Jatoba Brésil project to combat deforestation. The first project has received Gold Standard certification and the second, Carbon Verified Standard certification.

PERCENTAGE OF SUBSIDIARIES THAT HAVE MEASURED THEIR CARBON FOOTPRINT



ENERGY

PERCENTAGE OF RENEWABLE AND RECOVERED ENERGY IN THE ENERGY CONSUMPTION OF ALL SITES



FIGHT AGAINST ENVIRONMENTAL DEGRADATION

As an issuer of products and services, Up Group controls the impact of its activity on its entire supply chain. It raises awareness and mobilises its employees around local or international actions to protect the environment.

Through the supply of its raw materials, the Group seeks to use more sustainable solutions or materials. It is starting to integrate Green IT (or sustainable digital) into its business practices and digital offerings.

It is also taking action to reduce the use of plastic packaging and replace it with cardboard or paper packaging, and is selecting eco-friendly delivery suppliers.

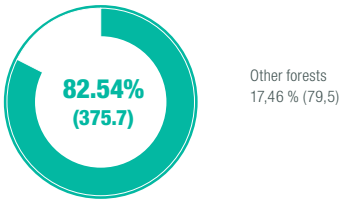
The Group markets paper vouchers, mainly made from sustainable materials, and card vouchers, mainly made from PVC. The use of recycled PVC in the production of card vouchers is currently being developed. Some subsidiaries have also implemented solutions for recovering and recycling their vouchers at the end of their life cycle, and have collected and recycled the marketed products.

The Group is increasingly developing social/social/environmental offers, the impact of which can be passed on to its customers. To change individual behaviour, the Group informs and raises awareness among its employees and mobilises as many people as possible through cross-functional actions and annual events. As in previous years, Up Group took part in the World Clean Up Day 2022. In 2022, it also deployed the participatory approach to the Climate Fresk in France and abroad.



RAW MATERIALS

PERCENTAGE OF PAPER SOURCED FROM SUSTAINABLY MANAGED FORESTS



SUSTAINABLE PRODUCTS AND SERVICES

Eight Group companies offer environmental products or services*:

- Alios and its recycled PVC card;
- Bonus Systems Polska and its EKOnto Podarunkowe offer, its Openbenefit platform and the UpGift account;
- the Cooperative Up and its tailor-made offer Adéquation and its mobility offer embedded in UpOne;
- Kalidea and its platform with eco-responsible referenced suppliers;
- Up Day and its LastMinuteSottoCasa anti-waste solution, its Pausa Sana programme for a healthier and more responsible diet and lifestyle, and its recycled PVC meal voucher card;
- Up Monizze and its Écochèque solution;
- Up Romania and its Eco-voucher offer;
- Up Spain and its Up Transporte and Up Gourmet offers.

NUMBER OF SUBSIDIARIES OFFERING ENVIRONMENTAL PRODUCTS OR SERVICES

2020	2021	2022
3	7	8

* Environmentally oriented products: solutions offered to our customers whose use by the final beneficiary encourages more environmentally friendly use, behaviour and purchase of products or services.

HIGHLIGHTS

TAKING SUBSTANTIVE ACTION

RENEWABLE ELECTRICITY

The parent company decided to sign a contract with the cooperative company Enercoop, which has supplied the French sites since 1 January 2018. Teaming up with this cooperative company gives the Cooperative two advantages: belonging to the same community of values and access to 100% renewable electricity, from hydro, photovoltaic, wind and plant (biomass) sources.
The Enercoop project has always been supported by some twenty players from the world of renewable energies, SSE and citizens' associations, who wish to contribute, in a decentralised way, to the energy transition in France.



ALIOS OFFERS ECOLOGICAL CARD SOLUTIONS

Made from 100% recycled and biodegradable materials, Alios cards are environmentally friendly:

- The recycled materials are derived from industrial printing and packaging waste (recycling waste before it ends up in landfills, forests, coastlines and oceans);
- Recycling gives a second life to plastics that have already been used.

Through this approach, Alios takes control of the value chain (chip, card body, transport, personalisation, digital services and recycling cycle) with the aim of improving the carbon footprint and supporting its customers in their energy transition. Alios decided to take things a step further: customers were recommended to use a simple graphic design to avoid using too much ink.



LET'S PROTECT THE ENVIRONMENT TOGETHER!

Up Day started planting trees on the hill of the Meraville Centre (next to Up Day's offices in Italy), with the President of the San Donato-San Vitale district and Mariacristina Bertolini, Up Day's Managing Director, attending as part of the cooperation agreement signed with the Bologna City Council.

80 specimen trees of different species (elms, walnut trees, ornamental pear trees and dogwoods) were donated by Up Day to help save our planet.
Up Day embodies the fundamental values of Up Group in Italy: solidarity, innovation, entrepreneurship, equity and commitment. It promotes awareness about corporate social responsibility actions around the world.





EKONTO PODARUNKOWE UPGIFT – BETTER THAN A GIFT CARD (BONUS SYSTEMS POLSKA)

Millions of cards are thrown away every year. Oftentimes, they have been used only once. This situation contributes to plastic pollution. The EKOnto Podarunkowe UpGift solution allows users to instantly access and withdraw money from an ATM using a code ordered on the online platform, which gives access to over 4,000 offers.



MULTINET IN TURKEY: FROM POLICY TO PRACTICE...

Regarding our products and services, we have taken concrete actions to reduce the impact of our activities on the environment:

- by offering virtual cards or our Multipos app, we have stopped using paper at the point of sale, reduced freight and energy consumption, stopped using batteries and reduced technical service travel.
- regarding raw material use, we saved 2.1 tonnes of paper in 5 months by reducing the weight of paper ticket covers and reduced metal/silicon dioxide by 0.7 tonnes by promoting the use of contactless smart cards.
- used cards that are returned to us have been coated and sent back to customers who want a disposable card. As a result of this action, 8,500 cards were reused in 2022 and the use of PVC was reduced by 46 kg.
- converting 6 vehicles to hybrid engines during 2022

At the same time, our company has conducted new projects and has taken action. We supported the TEGV Digital Waste project "Don't Waste, Donate", which aims to create resources to educate children and reduce the environmental damage caused by electronic waste. Through this campaign, we shared our unused or unusable mobile phones, computers, modems and power cables, as well as working and discarded devices. By doing so, we helped prevent pollution by recycling polluting waste. This initiative is a step towards a more sustainable world.

ENVIRONMENTAL ISSUES AT THE HEART OF OUR CSR APPROACH

"Making every day better" does not only mean improving the well-being of employees and citizens. It also means taking care of the planet. This is one of the five pillars of the Up Group's CSR approach, in France and abroad.
In response to global warming, Up has decided to act responsibly and to raise awareness of climate change among its employees in all the countries where it operates."

Marc Buisson, Group General Secretary and President of Up Day Italy

BETTER UNDERSTANDING THE ISSUES TO TAKE ACTION

During the first phase in 2022, Up deployed the Climate Fresk in five countries where the Group operates (Spain, France, Italy, Mexico, Romania). It aims to raise awareness among all the Group's employees.
Climate change is a complex issue and a collective responsibility. Its roots and consequences have to be understood. Such consequences will affect our society and our companies in every aspect. Understanding the issue is the first step towards tackling climate change.

Up Group, which is committed to an environmental CSR approach, wants to help its employees better understand climate change in a fun way; Up Group decided to deploy the Climate Fresk in the twenty-two countries where it operates.



video

A collaborative, educational, creative game
The Climate Fresk is a game of forty-two cards. Created by Cédric Ringenbach, the association's founder and president, each card is based on a climate change component of the IPCC reports: CO2 emissions, sea level rise, extreme storms, and economic activities by sector. The point is to piece together the causal links between each card. The participants have three hours to find out which answers are correct. They test their knowledge and learn new things. They get rid of any misconceptions or preconceptions.

According to Up employees who have tried it out in Europe, this experiment proved successful. The key word is: "action". It is "a great way to better understand climate change and find the root causes. Three hours never went so quickly. I really wanted to take action and raise people's awareness," said Charlotte Buisson, an employee at Up Day in Italy. Alexandra Illic, an employee at Up France, tried it out and had clearer ideas afterwards: "This was a very instructive workshop that helped me become better informed and reconsider preconceived ideas about climate change," she said.



What is the Climate Fresk?

The Climate Fresk is an association that was founded at the end of 2018. Its aim is to involve people and organisations in the transition and to help them understand climate change.

The Fresk was deployed in fifty countries thanks to 20,000 volunteers.
This project meets the environmental and social challenges of our CSR approach and shows our two commitments:
- Training, supporting and involving our employees, in the energy transition for example;
- Protecting the environment, especially in business practices and employee behaviour.

As a reference tool for understanding the climate change issue, the Climate Fresk provides allows people to quickly and collectively understand the climate issues, but also to become aware of them so that they can take action collectively and individually.

THE KEY ENVIRONMENTAL ISSUE OF THE 21ST CENTURY

Climate change is now a reality that can no longer be denied. During the Covid crisis, people became more aware of environmental issues. With extreme weather events, record heat and forest fires, the environment has become the main concern in France and Europe. In France, for the first time since the Ipsos surveys regarding French people's concerns, climate change came first for 42% of them in 2019, followed by purchasing power, the healthcare system and employment.



UP GROUP HEAD OFFICE
9-11 boulevard Louise Michel
92230 Gennevilliers - France

GROUPE.UP.COOP