

TOTAL South Africa

Code of Ethics



TOTAL

“Mediocre companies rarely display the relentless culture of disciplined people who engage in disciplined thought and who take disciplined action that we find in truly great companies.

A culture of discipline is not a principle of business;
it is a principle of greatness.”

Jim Collins



Promote good consequences over bad ones

Choose right over wrong

Do our duty

Be impartial and objective

Develop a virtuous character

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Leadership pledge

Message from the TOTAL Group Ethics Committee

The TOTAL Group seeks always to base its activities on a set of values and principles that asserts its commitment to responsible conduct in all its business areas. These areas, spread all over the world, are diverse in context and constraints, often requiring country-specific guidance and procedures.

The **TOTAL South Africa Code of Ethics** is an appropriate response to this need, offering detailed responsible conduct guidelines adapted to South African operations.

Therefore, the **TOTAL South Africa Code of Ethics** assists the TOTAL Group in embedding the principles contained within the TOTAL Group Code of Conduct into its South African business practices.

I am therefore pleased to support and congratulate TOTAL South Africa for such an initiative as it may directly benefit customers, employees and other stakeholders, as well as contribute to the good reputation of both TOTAL South Africa and the TOTAL Group.

Richard Lanaud

**Chairman
TOTAL Group, Ethics Committee**

To all stakeholders:

TOTAL South Africa is a subsidiary of a world-class oil, gas and chemicals company, the TOTAL Group. Given our global presence and the diversity of all our employees, it is important that each of us identifies with shared values that help guide our behaviour.

At TOTAL South Africa, we are driven by our core values of Professionalism, Transparency, Pride and Diversity. These core values are derived from our local organisational culture and the Group Ethics Charter. It reflects and supports our commitment to the TOTAL Group Code of Conduct. The **TOTAL South Africa Code of Ethics** is therefore a locally relevant expression of TOTAL's global commitment, as expressed in the Group Code of Conduct, to responsible business conduct.

The **TOTAL South Africa Code of Ethics** is intended to provide clear guidelines for all stakeholders – both inside and outside the organisation. The **TOTAL South Africa Code of Ethics** lays down the boundaries of responsible conduct, so that all stakeholders – employees, customers, dealers, industry partners and vendors – know what to expect of TOTAL South Africa, and vice versa.

By adhering to these core values and the prescriptions in the **TOTAL South Africa Code of Ethics**, we are committed to achieving our goals of sustained and sustainable growth for the company and our stakeholders. To date our success has been largely due to how our diverse staff have adhered to our values.

We should therefore observe both the spirit and letter of the law while building, enhancing and protecting an ethical organisational culture in TOTAL South Africa as well as among those associated with us.

In all our business activities and transactions we should conduct ourselves to the highest standards of responsibility by living our core values of Professionalism, Transparency, Pride and Diversity.

I encourage you to play an important part in contributing to our success by adhering to the **TOTAL South Africa Code of Ethics**. When you observe an incident of unethical or unsafe conduct, report it either confidentially to an appropriate person in TOTAL South Africa, or anonymously to the TOTAL South Africa Ethics Line on 0800 122 122.

I personally commit myself to lead by example, and ask all our stakeholders to do the same.



Philip Jordan

**Chief Executive Officer
TOTAL South Africa (Pty) Ltd**

**Report unethical conduct
Ethics Line: 0800 122 122**



Group Ethics Charter

TOTAL is committed to growing its business based on shared values and common principles that clearly assert its ethical standards and accountability for all its businesses.

In particular, TOTAL is accountable to:

- Its shareholders, with the objective of striving to ensure a good return on their investment and providing them complete and transparent information on a regular basis;
- Its customers, with the commitment to supplying quality products and services in strict compliance with accepted safety and environmental standards;
- Its employees, with attention to their professional development and the promotion of health and safety in the workplace;
- Its suppliers and partners, in accordance with clear contract terms and conditions. The Group expects them to comply with the principles and behaviours described in its Code of Conduct; and
- Civil society. TOTAL contributes to the social and economic development of the countries in which it operates, in compliance with local legislation and regulation. It is committed to protecting the environment and respecting local cultures.

More generally, TOTAL stands for:

- The principles of the 1948 Universal Declaration of Human Rights;
- The principles of the International Labour Organization;
- The OECD guidelines for Multinational Enterprises; and
- The Principles of the United Nations Global Compact.

TOTAL respects the principles of free competition and rejects any form of corruption. It does not intervene in the political processes of the countries in which it operates. It is actively involved in environmental stewardship as part of its clear-cut commitment to sustainable development.

TOTAL expects the Group's employees to make a positive contribution to the Group's ethics policy, which they carry out in the course of their daily routine. It therefore requires the Group's employees to adhere to the core values and principles expressed in the Code of Conduct. In particular, this involves:

- To strictly abide by all applicable legislation and regulation;
- To apply diligently the health, safety and environment rules;
- To build clear and honest relationships with customers, suppliers and associates;
- To ensure confidentiality of business information;
- To act with loyalty and integrity towards the Group by avoiding conflicts of interest and insider trading;
- To refrain from intervening in the political arena of the countries in which they have no civil rights; and
- To contribute to a positive working team environment.

Thierry Desmarest

Chairman and Chief Executive Officer



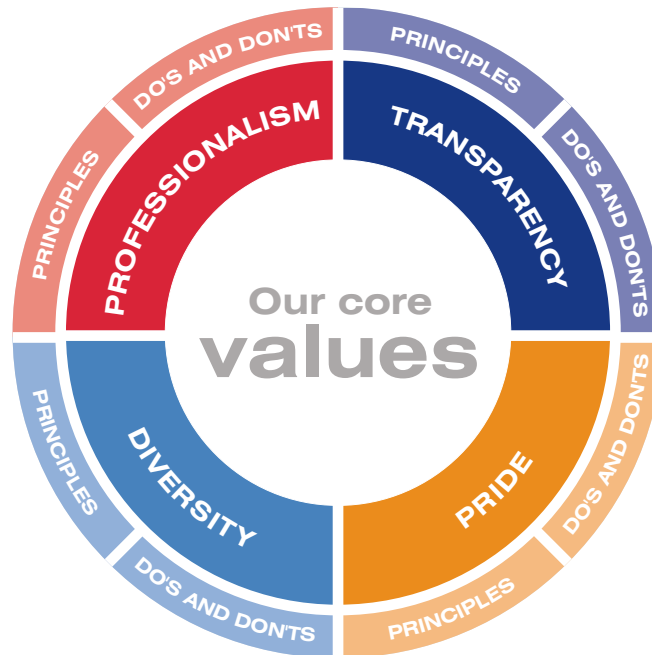
Our vision, mission and values



Report unethical conduct
Ethics Line: 0800 122 122



Structure of the TOTAL South Africa Code of Ethics



Scope of application

The **TOTAL South Africa Code of Ethics** applies to all our stakeholders – employees, customers, dealers, industry partners and

vendors – in TOTAL South Africa's operations in South Africa, Namibia, Botswana, Lesotho and Swaziland.



Our core values

Professionalism • Transparency • Pride • Diversity

Ethics is about living **core values** - being ethical means living according to the requirements of core values.

Core values are **standards** for responsible conduct.

TOTAL South Africa's core values - **Professionalism, Transparency, Pride and Diversity** - lay a firm foundation in guiding our conduct.

Our core values guide us to do what is good, right and fair by showing:

- Others what they should expect of us; and
- What we should expect of others - fellow stakeholders.

Our core values are supported by principles that are not intended to provide a complete or exhaustive list of **do's and don'ts**. We simply list the most important ones as illustrations,

showing how our core values are put into action in our workplace.

Should a particular situation not be explicitly or directly addressed in the **TOTAL South Africa Code of Ethics**, stakeholders should always refer to and consider the TOTAL South Africa core values to guide their deliberations, decisions and actions. **See Section I, below, for guidance on how to reason ethically by starting with these core values.**

It is the responsibility of every stakeholder to understand how to apply these values to issues and decisions in the workplace. Should you be uncertain about what to do in any situation, ask for guidance or assistance (**see Section G, below**).

Where appropriate, the **TOTAL South Africa Code of Ethics** will direct you to TOTAL South Africa's policies, procedures or other standards.

F1. Professionalism

Principles

We believe in excellence and innovation. We achieve this through conduct characterised by ownership, accountability and integrity.

A commitment to **Professionalism** requires being able to perform to the highest levels of service, safety and excellence by:

- Complying with all health, safety and security standards;
- Promoting legitimate business interests in a diligent manner;
- Maintaining confidentiality of information;
- Protecting intellectual property;
- Keeping proper records;
- Using resources effectively; and
- Refraining from any form of harassment and intimidation.

F1.1 Principle - Complying with all health, safety and security standards

To ensure healthy, safe and secure working environments, stakeholders must:

- Observe all applicable international and national laws and regulations external to TOTAL South Africa, as they relate to safety and health;
- Follow all internal TOTAL South Africa safety, health and security policies and procedures;
- Take all reasonable measures to avoid putting others' lives and health at risk by preventing workplace accidents and injuries;
- Give customers and colleagues adequate health and safety information;
- Ensure that visitors to TOTAL South Africa's buildings and plants are authorised to do so;
- Ensure that visitors to TOTAL South Africa's facilities follow the appropriate procedures to prevent unauthorised access to materials, information or persons;
- Avoid introducing to the workplace alcohol, drugs, firearms or other items that could adversely affect health, safety and security;
- Take adequate measures to ensure protection of the integrity of vehicles, equipment and processes used to produce, supply and support TOTAL South Africa's products;
- Take adequate measures to protect the integrity of computer and information systems, including password protection, and to minimise exposure to computer

- viruses or other threats to information systems; and
- Prefer vendors and partners whose work practices adhere to local and international health, safety and security standards.

Refer to Substance Abuse Policy
Refer to Head Office Rules ISSRS Procedure
Refer to Information Technology Use Policy
Refer to IS Security Policy

F1.2 Principle - Promoting legitimate business interests in a diligent manner

To promote legitimate business interests in a diligent manner, stakeholders must:

- Obey applicable laws and regulations;
- Adhere to the letter and spirit of tax laws;
- Maintain TOTAL South Africa's economic health;
- Contribute to TOTAL South Africa providing a fair and competitive return on investment;
- Offer products and services whose quality meets and exceeds customer requirements;
- Provide timely service and remedies for customer complaints;

- Provide investors with relevant, accurate and timely information;
- Refrain from obstructing legal rights of shareowners; and
- Adhere to independent and current auditing and financial reporting standards.

F1.3 Principle - Maintaining confidentiality of information

To maintain confidentiality of information, stakeholders must:

- Refrain from disclosing any confidential information belonging to the company;
- Refrain from disclosing any sensitive customer information without proper prior authorisation from the customer;
- Avoid discussing proprietary or confidential information in any contact with competitors;
- Maintain confidentiality of information received, e.g. from vendors;
- Refrain from disclosing employee information that TOTAL South Africa is legally required to record, unless obliged to do so for legal reasons; and
- Refrain from disclosing any information relating to personnel, such as employee salaries, medical status or personal circumstances, unless there is proper authorisation from the employee or other legitimate parties.

F1.4 Principle - Protecting intellectual property

To protect intellectual property - namely patents, trade secrets, trademarks and copyright - stakeholders must:

- Ensure that TOTAL South Africa's intellectual property, and that of other employees and vendors, is disclosed to parties, internal and external to the organisation, on a professional and work-related need-to-know basis only;
- Refrain from exploiting intellectual property over which one cannot rightfully claim ownership, during or after employment, or during or after the fulfilment of contractual relationships; and
- Refrain from exploiting intellectual property over which you can rightfully claim ownership if such an action competes with TOTAL South Africa's interests (**see Section F2.4, below, on avoiding both actual and perceived conflicts of interest**).

F1.5 Principle - Keeping proper records

To keep proper records, employees, dealers and vendors must:

- Ensure the accuracy of all records, reports, invoices and other documents submitted to or on the behalf of TOTAL South Africa;

- Maintain accurate records in line with TOTAL South Africa's record-keeping procedures and requirements; and
- Ensure the accuracy and timeliness of statements prepared or submitted, such as financial statements.

F1.6 Principle - Using resources effectively

To use TOTAL South Africa's resources effectively, employees, dealers and vendors must:

- Safeguard the company's resources and ensure their prudent and effective use;
- Contribute to creating work conditions conducive to high productivity;
- Complete tasks and projects efficiently and effectively;
- Ensure the effective and efficient use of "company time" to deliver on agreed objectives;
- Apply knowledge and skills in the best interest of the company;
- Consult and cooperate with the TOTAL South Africa's Legal Division in all matters requiring legal opinion; and
- Conduct business or perform tasks using good judgment and due care, refraining from negligent or reckless conduct.

*Refer to Working Hours and Flexitime Policy
Refer to Leave Policy*

F1.7 Principle - Refraining from any form of harassment and intimidation

To provide an environment free of any form of harassment and intimidation, employees, dealers and vendors must:

- Remain courteous and respectful in all dealings; and

- Refrain from any form of conduct that may be perceived to intimidate or harass, based on race, religion, gender, political conviction, sexual orientation or disabilities.

*Refer to Sexual Harassment Policy
Refer to Disciplinary Policy*

F2. Transparency

Principles

We believe in being honest, open, constructive and clear in our working relationships. We do this by encouraging constant, effective and relevant communication.

A commitment to **Transparency** means being truthful and building trust and a good reputation in all our relationships and actions by:

- Being honest;
- Being clear in all communications and actions;
- Reporting unethical and dangerous conduct;
- Avoiding both actual and perceived conflicts of interest;
 - General;
 - Outside activities, employment, and directorships;
 - Relationships with customers and vendors;
 - Accepting gifts and entertainment;
 - Giving gifts and entertainment;
 - Receipt of commission; and
- Combating criminal activities.

F2.1 Principle - Being honest

To ensure honesty, stakeholders must:

- Commit to a standard of honesty going beyond the avoidance of falsehood - not telling a lie is not sufficient;
- Proactively tell the truth - and tell it in such a manner that it does not create false impressions, mislead or deceive;
- Take every reasonable step to deliver on promises and live up to stakeholders' rightful expectations;
- When necessary, assist peers and colleagues in ensuring that they are able to deliver on their promises, since a breach of trust anywhere in TOTAL South Africa harms the company's reputation for trustworthiness, and thus harms us all;
- Communicate in an open and transparent manner, subject to legal and competitive constraints;
- Always use their position and company resources for company purposes and not for personal gain; and
- Pay vendors and partners on time and in accordance with agreed terms.

F2.2 Principle - Being clear in all communications and actions

To maintain clear communications, all stakeholders must:

- Provide honest and constructive feedback in given timeframes;
- Ask for clarification rather than base

- decisions on untested assumptions;
- Share relevant business information in order to make informed decisions;
- Avoid making any false or misleading statements to others who may rely on the accuracy and truthfulness of the information being provided;
- Avoid untruths, untruthful omissions, deception, concealment and overstatement in their communications;
- Avoid any form of intentional misrepresentation, fraud, corruption or illegal practices or actions;
- Avoid deceptive and misleading statements and omissions in customer-related activities, such as marketing, sales and research; and
- Effectively communicate both the letter and intent (spirit) of business policies, procedures and directives.

F2.3 Principle - Reporting unethical and dangerous conduct

All stakeholders must:

- Confidentially report unethical and dangerous conduct to a manager or the TOTAL South Africa Ethics Officer; or
- Anonymously report unethical and dangerous conduct using the **TOTAL South Africa Ethics Line** by dialling **0800 122 122 (see Section G, below, for details)**.

Refer to Whistle-Blowing Policy

F2.4 Principle - Avoiding both actual and perceived conflicts of interest

F2.4.1 General

To avoid actual and perceived conflicts of interest, TOTAL South Africa stakeholders must:

- Refrain from any attempt to influence persons in public office in order to obtain an improper gain or advantage;
- Refrain from offering any TOTAL South Africa staff member any item of value, including money, in return for a certain action or inaction by that staff member;
- Refrain from soliciting or accepting any item of value, including money, in return for a certain action or inaction, or for anything that could reasonably be perceived to create such an obligation;
- Disclose any personal interest they, or a member of their immediate family, has in relation to TOTAL South Africa's business (such conflict of interest could include directorships, significant shareholdings, or employment of family members);
- Act in TOTAL South Africa's best interest without any improper motives when entering into contracts or accepting business on behalf of the organisation;
- Refuse and report any offers of bribes or other potential corruption emanating from any source (**see Section G, below**);
- Refrain from engaging in other income producing activities without the prior written approval of the relevant manager. Such consent may be withheld if, in the opinion of management, such activities or services could in any way whatsoever

adversely affect services the employee is expected to perform for TOTAL South Africa; and

- Desist from tendering for TOTAL South Africa business if you are a TOTAL South Africa employee.

Refer to Conflicts of Interest Policy

F2.4.2 Outside activities, employment, and directorships

To avoid conflicts of interest related to outside activities, employment, and directorships, employees must:

- Ensure compliance with all provisions of the TOTAL South Africa Code of Ethics when invited to hold outside directorships;
- Obtain approval from a General Manager when invited to become an outside director, with final approval resting with the CEO;
- Refrain from using their position for personal gain or to advance the interests of family members, friends or others;
- Refrain from taking full-time or part-time outside employment without the prior written approval of the functional head; and
- Refrain from acquiring a business interest or participating in any activity outside TOTAL South Africa that:
 - Creates, or appears to create, an excessive demand on their time, attention or energy, thus depriving TOTAL South Africa of their best efforts in executing daily tasks; or

- Would interfere, or appear to interfere, with the independent exercise of judgment in TOTAL South Africa's best interest.

Refer to Conflicts of Interest Policy

F2.4.3 Relationships with customers and vendors

To avoid conflicts of interest related to relationships with customers and vendors, employees must:

- Refrain from compromising their independence when engaging with customers and vendors; and
- Refrain from investing or acquiring a direct or indirect financial interest in a customer or vendor organisation, if such an investment or acquisition influences, or creates the impression of influencing, their ability to pursue TOTAL South Africa's best interest.

Refer to Conflicts of Interest Policy

F2.4.4 Accepting gifts and entertainment

To avoid conflicts of interest related to receiving gifts and entertainment, employees must:

- Declare all gifts with a value exceeding R500 - excluding promotional material -

accepted from others to the TOTAL South Africa Ethics Officer;

- Disclose any subsequent gift from the same party within any one year, regardless of value;
- Refrain from accepting business entertainment other than invitations to occasional lunches, cocktail parties or dinners; and
- Refrain from accepting personal hospitalities other than occasional tickets to local sporting or other events.

Refer to Gifts and Entertainment Policy

F2.4.5 Giving gifts and entertainment

To avoid conflicts of interest related to giving gifts and entertainment, employees must:

- Declare all gifts with a value exceeding R500 - excluding promotional material - given to others to the TOTAL South Africa Ethics Officer;
- Disclose any subsequent gift given to the same party within any one year, regardless of value
- Refrain from offering or providing business entertainment other than invitations to occasional lunches, cocktail parties or dinners; and
- Refrain from offering or providing personal hospitalities other than occasional tickets to local sporting or other events.

Refer to Gifts and Entertainment Policy

F2.4.6 Receipt of commission

To avoid conflicts of interest related to the receipt of commission, employees must:

- Waive and report any offers of commission or monetary remuneration related to the sale of any TOTAL South Africa product or service.

F2.5 Principle - Combating criminal activities

To combat criminal activities, stakeholders must:

- Refrain from and report observed fraud (wilful misrepresentation yielding undue gain);
- Refrain from and report observed corruption, including bribery (**see Section G, below**); and
- Refrain from insider trading, such as dealing in TOTAL Group shares during closed periods.

F3. Pride

Principles

Our people, our company, our priority. We grow our company by developing, recognising and trusting our people.

To grow our company with **Pride** means building the company by developing, recognising and trusting our people, and respecting the environment by:

- Protecting the natural environment in which we operate;
- Protecting TOTAL South Africa's reputation;
- Working according to the highest standards of service and productivity;
- Working in unity as a team; and
- Protecting TOTAL South Africa's physical assets.

F3.1 Principle - Protecting the natural environment in which we operate

To protect the natural environment in which TOTAL South Africa operates, stakeholders must:

- Promote sustainable development;
- Engage in environmentally focussed corporate social investments;
- Adhere to all environmental laws;
- Adhere to TOTAL South Africa's environmental policies, regulations and procedures;

- Treat the environment as a sustainable resource for present and future generations by:
 - Limiting to an acceptable minimum non-renewable energy consumption and the carbon footprint of TOTAL South Africa's businesses; and
 - Limiting to an acceptable minimum air, soil, noise or any other form of pollution emanating from TOTAL South Africa's activities.

- Perform their work so as to yield only the highest quality transactions;
- Perform their work in a manner that will reduce risk;
- Ensure that they only make promises they can reasonably expect to fulfil to internal or external stakeholders; and
- Continuously seek better and more efficient ways of performing work.

F3.2 Principle - Protecting TOTAL South Africa's reputation

To protect TOTAL South Africa's reputation, employees, dealers and vendors must:

- Promote and uphold TOTAL South Africa's values with every business dealing; and
- Act as ambassadors of TOTAL South Africa at every appropriate opportunity.

F3.3 Principle - Working according to the highest standards of service and productivity

To work according to the highest standards of service and productivity, employees, dealers and vendors must:

- Conduct their business according to the highest standards of accuracy and completeness;

F3.4 Principle - Working in unity as a team

To work in unity as a team, employees, dealers and vendors must:

- Promote inter-departmental, inter-divisional and interpersonal cooperation for the good of TOTAL South Africa and all its stakeholders, internal and external;
- Avoid debilitating workplace politics and hidden agendas; and
- Proactively share successful means of enhancing any and all aspects of efficiency or service quality with management and other employees in order to multiply the benefits derived from their use.

F3.5 Principle - Protecting TOTAL South Africa's physical assets

To protect TOTAL South Africa's physical assets, stakeholders must:

- Avoid using TOTAL South Africa property, assets or equipment in an improper manner - for example, for purposes other than the conduct of company business;
- Treat with care and respect assets, such as vehicles, tools and or equipment; and

- Treat with care and respect the assets of TOTAL South Africa's fellow stakeholders.

Refer to Safeguarding Equipment/Loss Prevention Policy

F4. Diversity

Good to Great Principles

We believe in acknowledging, embracing and celebrating diversity. We do this through a constructive spirit of understanding, tolerance and respect for each other.

A commitment to **Diversity** means recognising the inherent worth of every human being by:

- Treating people fairly;
- Providing a work environment free of discrimination;
- Providing opportunities for personal growth and professional development;
- Valuing the different cultures and beliefs of all TOTAL South Africa's stakeholders; and
- Respecting the communities in which we are located

F4.1 Principle - Treating people fairly

To create and sustain a fair work environment, all stakeholders must:

- Respect the basic human and constitutional rights of stakeholders;
- Engage in free and fair competition;
- Adhere to competition laws;
- Support and protect human rights within the company's sphere of influence;
- Give reasonable notice of operational changes likely to have a major effect on employees' livelihood;
- Refrain from retaliating against, or

tolerating victimisation of persons who report unethical or dangerous conduct;

- Respond to stakeholders' suggestions, requests and complaints;
- Require of stakeholders to refrain from acts prohibited by the TOTAL South Africa Code of Ethics;
- Acknowledge rights to free association, collective bargaining and arbitration; and
- Comply with relevant competition laws and regulations.

F4.2 Principle - Providing a work environment free of unjust discrimination

To provide a work environment free of unjust discrimination, all stakeholders must:

- Refrain from practices of unjustified discrimination based on race, religion, gender, political conviction, sexual orientation or disabilities; and
- Report practices of unjustified discrimination to the relevant authorities.

F4.3 Principle - Providing opportunities for personal growth and professional development

To create and sustain an environment providing personal growth and professional development, all employees must:

- Assume personal accountability for their own training and development;
- Continuously seek opportunities to enhance their knowledge, thus improving personal skills;
- Explore and be receptive to innovation in order continuously to improve the quality and efficiency of their work; and
- Actively participate in the performance review process to better understand what they can do to be more effective, efficient and valuable employees.

F4.4 Principle - Valuing the different cultures and beliefs of all TOTAL South Africa's stakeholders

To demonstrate that diversity is valued, all

stakeholders must:

- Respect the traditions and cultures of all people;
- Promote equal employment opportunities;
- Respect the right to freedom of social, religious and political association;
- Respect the rights of differently-abled people;
- Support employee involvement in civic affairs;
- Support and protect democratic institutions; and
- Show preference for vendors and partners practising the above.

F4.5 Principle - Respecting the communities in which we are located

To respect the communities in which TOTAL South Africa is located, employees, dealers and vendors must:

- Cooperate with public authorities to address threats to public health and safety from the company's products and services;
- Engage in community focussed corporate social investments;
- Recognise the government's obligations and jurisdiction concerning society at large;
- Communicate and consult with communities affected by environmental, health and safety impacts of TOTAL South Africa's operations;
- Be sensitive to the needs of local communities and consider their well-being in all policies and actions; and
- Aim to contribute to the economic well-being and social development of the communities in which TOTAL South Africa conducts business.



Using the TOTAL South Africa Code of Ethics

There will be times when stakeholders are uncertain whether a decision they make is consistent with both the letter and spirit of the TOTAL South Africa Code of Ethics.

There will be other times when stakeholders suspect or believe they have observed unethical conduct.

TOTAL South Africa provides safe and effective mechanisms for employees to address both kinds of situations.

G1. Seeking guidance confidentially

Speak to your line manager

If you have any queries or concerns, remember that your line manager knows your work situation well and might be able to address your concerns successfully and confidentially.

Speak to another TOTAL South Africa manager

If you do not feel comfortable contacting your line manager, there are others in management you might feel comfortable approaching. Every

TOTAL South Africa manager must maintain the highest ethical standards, and must accept confidential guidance of employees in the application of the **TOTAL South Africa Code of Ethics** as part of his or her responsibility.

Speak to the TOTAL South Africa Ethics Officer

You are encouraged confidentially to seek ethics advice from the custodian of the **TOTAL South Africa Code of Ethics** by telephoning +27 (0)11 778 2007.

G2. Reporting a concern confidentially

Speak to your line manager

If you suspect or believe you have observed unethical or illegal conduct, your line manager should be notified promptly and confidentially.

Speak to another TOTAL South Africa manager

If you do not feel comfortable bringing the allegation of unethical or illegal conduct to your line manager's attention, there are others in management you could approach confidentially. Every TOTAL South Africa manager is available to receive such allegations or suspicions and to ensure that they are appropriately acted upon.

Speak to the TOTAL South Africa Ethics Officer

You are encouraged to report unethical conduct confidentially to the custodian of the **TOTAL South Africa Code of Ethics**, the Ethics Officer, by telephoning +27 (0)11 778 2007.

Confidentiality means that the manager or Ethics Officer will know your identity but will not make it known to any other parties unless, in the interest of TOTAL South Africa, they are obliged to do so.

Refer to Whistle-Blowing Policy

G3. Reporting a concern anonymously

The TOTAL South Africa Ethics Line assures anonymity. It is independently operated and is available 24 hours per day, 7 days per week.

Report unethical conduct
Ethics Line: 0800 122 122

Anonymity means that you do not have to give your name. Nobody will know your identity.

You will be assigned a reference number in the event that you need to make follow-up calls.

If you call the **TOTAL South Africa Ethics Line** and wish to remain anonymous, it is your responsibility not to disclose your reporting to anyone else.

Refer to Whistle-Blowing Policy

G4. Responsibility to report

It is TOTAL South Africa's responsibility to ensure that there are safe and effectively managed procedures for employees and contractors to report unethical or illegal conduct.

In turn, it is the responsibility of all TOTAL South Africa's stakeholders to report observed unethical or illegal conduct, or to seek guidance when they are uncertain about what to do, or whether something is unethical or illegal. Stakeholders may contact either the TOTAL South Africa Ethics Officer or the TOTAL Group Ethics Committee Chairman in Paris by emailing ETHICS/PAR/HD/Corp.

Responsibility to report is especially important if our efforts to combat criminal activity are to be successful (**see Section F2.5, above, on combating criminal activities**).

Employees who fail to honour these obligations may be subjected to disciplinary action, up to and including possible termination of employment and legal action.

Dealers and vendors who fail to honour these obligations may face various penalties, including termination of service and legal action.

G5. Annual dedication

Employees will be required to dedicate themselves annually to the content and stipulations of the **TOTAL South Africa Code of Ethics**, by signing a **Statement of Personal Accountability** and lodging it with

the Ethics Officer when requested.

For further information on the Statement of Personal Accountability, please telephone the TOTAL South Africa Ethics Officer on +27 (0)11 778 2007.

G6. Custodianship

Every TOTAL South Africa stakeholder owns the **TOTAL South Africa Code of Ethics**. However, the TOTAL South Africa Ethics Officer is the formal custodian of the **TOTAL South Africa Code of Ethics**.

The Ethics Officer convenes meetings of the Ethics Committee twice annually, with a view to preparing reports for the Board. The Ethics

Committee will be responsible for the management and improvement of the **TOTAL South Africa Code of Ethics**.

If you have any queries or suggestions regarding the content of the **TOTAL South Africa Code of Ethics**, please feel free to telephone the TOTAL South Africa Ethics Officer on +27 (0)11 778 2007.

G7. Applicability and enforcement

Breaches of the **TOTAL South Africa Code of Ethics** will be evaluated by the Ethics Committee, convened by the Ethics Officer, and administered according to TOTAL South Africa's disciplinary procedures.

The fact that particular conduct may not be addressed in the **TOTAL South Africa Code of Ethics** does not mean that it is ethical. Those engaging in such conduct may still be liable for disciplinary action.

Remember, when in doubt, always revert to the TOTAL South Africa values - **Professionalism, Transparency, Pride and Diversity**.

The PLUS[®] model in **Section I, below**, will assist you to determine whether a considered course of action is professional, transparent, grows the company with pride or respects diversity.

In the event of continued uncertainty, seeking advice and guidance through the provided channels is required (**see Section G1, above**).

G8. Certification

The **TOTAL South Africa Code of Ethics** was approved by the Board of TOTAL South Africa (Pty) Limited and by the TOTAL Group Ethics Committee in September 2006, and certified in November 2006 by the Ethics Institute of South Africa (EthicSA) as conforming to the highest best-practice standards.



**Ethics Institute
of South Africa**
Certified Code of Ethics

If you have any queries, please telephone EthicSA on +27 (0)12 342 2799.



Frequently asked questions

H1. Who are our stakeholders?

Our stakeholders are our employees, customers, dealers, industry partners and vendors

H2. What are core values?

Core values are basic standards that guide behaviour regarding what is good, right and fair. Core values are universal - they guide everybody, irrespective of social standing, gender or race.

Our core values of Professionalism, Transparency, Pride and Diversity are very important to TOTAL South Africa and its employees because they guide all our actions.

H3. What are TOTAL South Africa's core values?

TOTAL South Africa's core values are Professionalism, Transparency, Pride and Diversity.

H4. What does it mean to conduct business responsibly in TOTAL South Africa?

Responsible business conduct in TOTAL South Africa means acting professionally, being transparent, conducting oneself with pride and respecting diversity.

H5. What does it mean to be professional?

To be professional means performing to the highest standard, offering the best possible service, exercising safety and ensuring excellence in all we do.

H6. What does it mean to be transparent?

To be transparent means being truthful, and building trust as well as a good reputation in all our relationships and actions.

H7. What does it mean to grow our company with pride?

To grow our company with pride means building the company by developing, recognising and trusting our people, as well as respecting the environment.

H8. What does it mean to value diversity?

To respect diversity means recognising the inherent worth of every human being and the value they bring to our business and interactions.

H9. What is a conflict of interest?

A conflict of interest occurs when you engage in an activity causing your own personal interests and values to clash with TOTAL South Africa's best interest and values.

H10. What may cause conflicts of interest?

Conflicts of interest may be caused by:

- Inappropriate outside activities, employment, and directorships;
- Relationships with customers and vendors;
- Accepting gifts and entertainment;
- Giving gifts and entertainment;
- Political contributions; and
- Receipt of commission on business deals.

PLEASE NOTE: If you are considering engaging in activities that may constitute a conflict of interest, please contact the TOTAL South Africa Ethics Officer on +27 (0)11 778 2007 for guidance.

H11. What is ethics?

Ethics is about living and growing our values.

An ethical person does not just talk about values like Professionalism, Transparency, Pride and Diversity, but acts professionally, is transparent, maintains pride in the company and respects diversity at all times.

H12. What is compliance?

Compliance is following specific rules – called laws, regulations, procedures and policies – that apply to us. All good rules are do's and don'ts rooted in core values, such as Professionalism, Transparency, Pride and Diversity.

H13. What are laws?

Laws are the rules (do's and don'ts) of the countries in which we operate, guiding us in responsibly conducting our business. If we break these laws we may be punished.

H14. What are regulations?

Regulations are rules (do's and don'ts) for large organisations like TOTAL South Africa, guiding us to conduct our business responsibly all over the world. These rules

often support the laws of the countries in which we operate.

H15. What are procedures and policies?

Procedures and policies are rules (do's and don'ts) for our various departments, divisions and business partners, guiding us to conduct our business responsibly. These rules are often supported by laws and regulations.

H16. What should I do in the absence of legal, regulatory and policy guidelines?

When you encounter such a situation, you may confidentially phone the TOTAL South Africa Ethics Officer for advice. Remember, when you are in doubt, always revert to the TOTAL South Africa values. You may ask yourself:

- Am I acting professionally?
- Am I being transparent?
- Am I growing the company with pride?
- Am I respecting diversity?

H17. What should I do when I think TOTAL South Africa's values clash with laws or regulations?

When you encounter such a situation, you may confidentially phone the TOTAL South Africa Ethics Officer for advice. TOTAL South Africa is committed to responsible business conduct, therefore the highest ethical standards - our values - should guide our actions.

TOTAL South Africa Ethics Officer
+27 011 778 2007



Making ethical choices

Making an ethical decision using “PLUS”[®]

Whenever you make a decision, ask yourself the following four questions. If you can answer “yes” to all four, the choice you are considering is probably ethical (good, right and fair). If not, there may be an ethical problem with your choice, making it best to seek guidance.

Question 1:

“P” = **P**olicy and procedures

Is the behaviour i am considering permitted by the conduct provisions in the **TOTAL South Africa Code of Ethics** as well as other policies and procedures applicable to the situation?

Question 2:

“L” = **L**aws and regulations

Is it permitted by national laws and regulations?

Question 3:

“U” = **U**niversal TOTAL South Africa values

Do the TOTAL South Africa core values of **Professionalism, Transparency, Pride** and **Diversity** permit me to do it?

Question 4:

“S” = **S**elf

Do my own personal values - my own sense of what is right, good and fair - permit me to do it?



TOTAL

Report unethical conduct

Ethics Line: 0800 122 122