



**COMPLIANCE
PROGRAM WITH
ANTI-BRIBERY
REGULATION**

Membre du Réseau



WHAT IS THE SAPIN II LAW?

The law n°2016-1691 of 9 December 2016, relating to transparency, the fight against corruption and the modernisation of economic life (or Sapin II Law) obliges companies of a certain size to put in place measures of prevention, detection and remediation

What are the objectives?

- Protéger les lanceurs d'alerte
- Lutter contre la corruption et les délits financiers

Who is affected?

- Companies with 50 or more employees, to a certain extent (warning system only)
- Companies with more than 500 employees and a consolidated turnover of more than €100 million

What are the obligations?

- As for the Regulation for the Protection of Personal Data (RGPD), we are in a logic of self-certification
- The above-mentioned companies must set up a compliance programme in accordance with the Sapin II Law, which allows them to guarantee that their activities are carried out in accordance with the law.

What are the sanctions?

- Both the company director and the company itself are responsible for compliance
- In the absence of compliance, an administrative fine of €1 million for the company and €200,000 for the directors
- In the event of an act of corruption:
 - ✓ 5 million or ten times the proceeds of the offence for the company
 - ✓ Up to 10 years imprisonment and a fine of €1 million for the individual guilty of public corruption
- Penalties of exclusion from public contracts may be imposed
- The law is extra-territorial in application
 - ✓ Even if the act of bribery involves a foreign public official, French law will apply
 - ✓ The equivalent US and UK laws are also extra-territorial in application, which may subject the companies and individuals concerned to even greater penalties

THE EIGHT PILLARS OF THE SAPIN II LAW

The measures that the Sapin II law requires to be put in place are eight in number:

- The code of conduct
- Internal alert
- Risk mapping
- Third-party risk assessment
- Accounting control
- Training of managers and employees at risk
- Internal disciplinary system
- Internal control and evaluation

WHAT IS OUR ASSISTANCE?

We sequence it in several stages, with the proposed compliance program adapted to the size and risk exposure of the company

- Audit stage via interviews with directors and department heads
 - ❑ Identify the functions, businesses, countries and behaviors at risk
 - ❑ Carry out risk mapping by prioritizing them (updated annually)
 - ❑ Carry out the risk reduction action plan
- Compliance stage
 - ❑ Draft the code of ethics allowing the implementation of proportionate and appropriate conduct
 - ❑ Make it enforceable (integration into internal regulations, consultations, etc.)
 - ❑ Define a tiered ethics alert system, in compliance with the RGPD
 - ❑ Integrate appropriate clauses into contracts
 - ❑ Set up accounting control processes, such as financial commitment procedures and delegations of authority
 - ❑ Implement partner evaluation processes (probity questionnaire, external charter)
 - ❑ Define the applicable disciplinary sanctions
- Training and awareness-raising stage
 - ❑ Use of legal design for a better appropriation
- Internal control and evaluation stage every 2 years

RELEVANCE OF THE GOJI NETWORK

The GOJI network, of which we are co-founders, is made up of experienced, bilingual lawyers who are used to dealing with the problems of small and medium-sized businesses, small and medium-sized enterprises and subsidiaries of groups. The team includes lawyers specialising in employment law and tax law, which are essential for the enforceability of the compliance programme to be put in place and for advising you on the "accounting control" aspect. Do not hesitate to contact us for a meeting to establish an estimate adapted to the size of your company and your activity.

UN CABINET INVESTI DANS LES RÉSEAUX
DE L'INNOVATION RÉGIONALE, EN TANT QUE PARTENAIRE,
EXPERT, ET/OU JURÉ DE COMITÉ
DE SÉLECTION



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