

LEGRAND GROUP CODE OF CONDUCT FOR STOCK MARKET TRANSACTIONS

| | |
|--|----|
| INTRODUCTION | 2 |
| DEFINITIONS | 3 |
| 1. INSIDE INFORMATION | 5 |
| 1.1. Definition of Inside Information | 5 |
| 1.2. Examples of Inside Information | 5 |
| 1.3. Designating information as Inside Information | 6 |
| 2. INSIDER LIST | 6 |
| 2.1. The Ethics Officer's role in establishing and updating the Insider List | 6 |
| 2.2. Providers' obligation to draw up an Insider List | 8 |
| 2.3. Confidentiality and abstention list | 8 |
| 3. ABSTENTION OBLIGATIONS APPLICABLE TO HOLDING, DISCLOSING AND USING INSIDE INFORMATION | 9 |
| 3.1. Obligation to abstain from disclosing Inside Information | 9 |
| 3.2. Obligation to abstain from conducting or attempting to carry out Transactions in Securities | 9 |
| 3.3. Obligation to abstain from advising or inducing another person to carry out insider dealing | 9 |
| 3.4. Contacting the Ethics Officer for a MAR Committee opinion | 10 |
| 4. PROHIBITION OF MARKET MANIPULATION | 10 |
| 5. OBLIGATIONS RELATING TO BLACKOUT PERIODS | 10 |
| 5.1. Blackout periods relating to the publication of financial statements | 11 |
| 5.2. Specific statutory blackout periods for the disposal of bonus shares | 12 |
| 5.3. Specific statutory blackout periods for the granting of stock options | 12 |
| 5.4. Quiet period | 12 |
| 6. SPECIFIC OBLIGATIONS INCUMBENT ON PERSONS EXERCISING SENIOR MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM | 12 |
| 6.1. Obligation to report Transactions in Securities | 12 |
| 6.2. Prohibited transactions | 14 |
| APPENDIX 1 | 16 |
| APPENDIX 2 | 18 |
| APPENDIX 3 | 19 |

INTRODUCTION

Legrand (“**Legrand**” or the “**Company**”) as a listed company whose securities are admitted to trading on the Euronext Paris market, is subject to the provisions of European and French legislation and of the regulations of the French Financial Markets Authority (*Autorité des Marchés Financiers* or “**AMF**”) on market abuse, failure to respect insider obligations and insider dealing.

By virtue of the principles of transparency and equality between shareholders and investment professionals, European and French regulators and the AMF ensure that any buyer or seller of financial instruments effectively has access to the same information, at the same time, concerning the financial instruments issued by listed companies.

In this context, the Company is required to disclose to the market certain types of information on a regular basis. The Group must ensure that its Staff Members do not make use of and do not disclose to other Group Staff Members or to persons outside the Company any information that could have an impact on the market price of its Securities. These rules on the dissemination and use of certain information relating to the Company are accompanied by strict monitoring of transactions in Legrand Securities by persons holding certain information.

This code of conduct for stock market transactions (the “**Code of Conduct**”) is intended to heighten awareness among all Group Staff Members regarding:

- applicable legislation and regulations relating to the holding, communication and use of certain types of information concerning the Company known as inside information, which may apply to them insofar as they are likely to have access to such information in the course of their functions, mandates or assignments for the Group;
- compliance with blackout periods established by the Company;
- rules for trading in Legrand Securities and preventive measures put in place to allow everyone to invest in Legrand Securities while complying with the rules on market integrity;
- the penalties incurred in the event of a breach of these rules.

Each Group Staff Member (whether an employee or otherwise) is required to be aware of and comply with the rules in this Code of Conduct. Failure to comply with these rules and in general, all applicable legislation and regulations, could expose the Company and/or the persons concerned to criminal or administrative sanctions.

For any further information relating to the interpretation, use or application of this Code of Conduct, please contact the VP Legal Affairs, hereby designated as “**Ethics Officer**” under this Code of Conduct.

DEFINITIONS

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| Closely Associated Persons | term defined in section 6.1.1. of this Code of Conduct. |
| Corporate Officers | for the purposes of this Code of Conduct, means: <ul style="list-style-type: none">(i) Legrand's Chairman and CEO, CEO or deputy general manager(s), and(ii) members of Legrand's Board of Directors. |
| Group or Legrand Group | means the Company and all of its subsidiaries and affiliates that fall within the scope of its accounting consolidation. |
| Inside Information | term defined in section 1.1 of this Code of Conduct. |
| Insiders | means persons who hold Inside Information. |
| Legrand Securities | means (i) all financial instruments issued by Legrand and admitted to trading or subject to a request for admission to trading on a regulated market or multilateral trading facility (MTF) or traded on an organized trading facility (OTF), and including shares and all securities issued or to be issued by Legrand that give access to the capital of the Company or of a Legrand Group subsidiary, rights that can be detached from those various securities and in particular preferential subscription or allotment rights, and units or shares in collective investment undertakings and (ii) all financial instruments whose price or value depends on the price or value of the securities mentioned in (i) above or that affects that price or value. |
| MAR | means regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, as amended as the case may be. |
| MAR Committee | term defined in section 1.3 of this Code of Conduct. |
| Persons who must comply with blackout periods | Senior Managers and other people who have regular or occasional access to Inside Information and who are required to comply with blackout periods as defined in section 5 of the Code of Conduct. |
| Provider | term defined in section 2.1.2. of this Code of Conduct. |
| Senior Executives | means people who have within the Legrand Group the power to take management decisions concerning the future development and strategy of Legrand or the Legrand Group, and who have regular access to Inside Information relating, directly or indirectly, to Legrand or the Legrand Group. |
| Senior Managers | or "persons exercising senior managerial responsibilities" means Corporate Officers and Senior Executives. |

Staff Member

means any person exercising senior managerial responsibilities (Chairman, CEO, Directors), any employee and any external provider acting in the name and on behalf of Legrand.

Transaction in Securities

means, in particular, any acquisition or disposal of Legrand Securities, on a spot or forward basis, on the market or otherwise, any promise to acquire or dispose of Legrand Securities, any transaction in derivatives whose underlying instruments are Legrand Securities and any hedging operation whose effect is to acquire or transfer the economic risk associated with Legrand Securities. This definition also applies to any subscriptions and purchases performed by exercising share subscription or purchase options even when not followed by the disposal of the shares obtained (see **Appendix 1** for more details).

1. INSIDE INFORMATION

1.1. Definition of Inside Information

Inside Information refers to information of a precise nature which has not been made public, concerning Legrand or the Legrand Group, directly or indirectly, or one or more Legrand Securities, and which, if it is made public, is likely to have a significant impact on the price of Legrand Securities.

1.1.1. *Information of a precise nature*

Information shall be deemed to be of a precise nature if it indicates a set of circumstances that exists or that may reasonably be expected to come into existence or an event that has occurred or that may reasonably be expected to occur where it is specific enough to enable a conclusion to be drawn as to the possible effect of that set of circumstances or event on the price of Legrand Securities.

1.1.2. *Information that has not been made public*

Only (i) an official Legrand press release, (ii) communication on the Legrand website and/or AMF website, or (iii) a financial notice published in the mainstream press on the initiative of persons authorized to make statements in Legrand's name, can be deemed to make an item of information "public". Any publication in the press or in any other media of rumors concerning information that is not officially confirmed by the Company as indicated above, does not mean that such information loses its "inside" status.

1.1.3. *Information that, if made public, could have a significant effect on the price*

This refers to information that a reasonable investor would be likely to use as part of the basis of his or her investment decisions¹.

1.2. Examples of Inside Information²

In practice, for example, Inside Information may concern circumstances or events (as long as they have not been made public and provided that they are capable of significantly impacting the situation of Legrand or the Legrand Group), including but not limited to information:

- of a financial nature, such as a large consolidated net loss in the last accounting period, an expected deterioration in operating profit or full-year net profit, or the inability to achieve earnings forecasts or targets previously brought to the public's attention;
- of a strategic nature, such as a plan to acquire a company that would alter the issuer's future prospects, a change in structure resulting from a merger, the failure of an announced plan to acquire a company, or the cancellation of a contract with a material impact on the issuer's commercial and financial position;
- of a technical or legal nature, such as the development of a new manufacturing process or the fulfillment of conditions precedent for obtaining competition authority approval for a merger;
- relating to Legrand's internal organization or governance (such as a change in the senior management team or governance bodies).

¹ Article 7(4) of MAR.

² AMF position-recommendation No. 2016-08 updated on April 29, 2021, Guide to permanent information and management of inside information, p. 6.

1.3. Designating information as Inside Information

It is the Company's responsibility to determine whether information it holds and which concerns it directly or indirectly can be deemed to constitute Inside Information.

To this end, in accordance with AMF position-recommendation No. 2016-08, the Company (i) has adopted an internal procedure that defines criteria specific to the Company to assess whether information is inside information or not and (ii) is establishing a committee (the "**MAR Committee**") in charge of enforcing these criteria.

Any person who receives information likely to be deemed inside information or who has a question as to the "inside" nature of information must immediately inform the Ethics Officer.

The Ethics Officer will then convene the MAR Committee, which will give an opinion as to the "inside" nature of such information and will examine the implications in terms of the dissemination of the information.

The Ethics Officer will then inform the person concerned of the opinion given by the MAR Committee, and if the information is deemed to be inside information, the person concerned will be sent a notification informing him/her that he/she has been added to the Company's Insider List.

2. INSIDER LIST

Following the opinion provided by the MAR Committee about whether a piece of information is "inside" information, Legrand is required to establish, update and provide to the AMF a list of all persons who have access to Inside Information and who are working for them under a contract of employment, or otherwise performing tasks through which they have access to Inside Information (the "Insider List").

Insiders added to the Insider List shall be notified in writing by the Ethics Officer, including by electronic means, via a notice of inclusion on the Company's Insider List that the Insider returns signed, including by way of an electronic signature, to confirm his/her undertaking to comply with the obligations incumbent on Insiders and his/her acknowledgment of the penalties incurred in the event of failure to meet these obligations.

When the Insider is an external service provider, a natural person working for the provider will be required to draw up the list of the provider's insiders, specifying those members of the provider's staff as well as any third parties performing an assignment for the provider and who have access to Inside Information.

2.1. The Ethics Officer's role in establishing and updating the Insider List

2.1.1. *Obligation to draw up a section specific to each item of Inside Information*

The Insider List takes account of each item of Inside Information. It is thus divided into several sections, each corresponding to a separate item of Inside Information that includes only the data relating to the people who have access to the said information. When new Inside Information arises, a new section of the Insider List is created for it.

2.1.2. *People on the Insider List*

Each section of the Insider List features the list of:

- persons who work for Legrand, be they employees or Senior Managers who have access to the Inside Information covered by the section in question;
- persons who perform in a different manner tasks through which they have access to Inside Information³ (“**Providers**”). Providers include “legal and financial advisors, accountants and credit rating agencies”. As regards providers, the Company’s Insider List must mention the natural persons in charge of drawing up and updating the Provider’s Insider List, not the Provider as a legal person.

2.1.3. Content and format of the Insider List

Each section of the Insider List features the following information⁴:

- name of the Inside Information that is the subject of the section;
- date and time of creation of the section;
- date and time of the latest update made to the section;
- date of submission to the competent authority;
- information about the insider:
 - last names (birth name if different), first names, date of birth, private phone numbers (home number and personal cell phone number) and full personal home address (name and number of street, town/city, postcode, country);
 - name and address of the employer, business phone numbers (direct business line and business cell phone number);
 - position held and reason for the person having Insider status;
 - date and time the Insider obtained access to Inside Information; date and time at which the Insider ceased to have access to Inside Information.

For the purposes of drawing up the Insider List, in the notice notifying him/her of his/her inclusion on the company’s Insider List, each Insider must fill in the information listed under the “Information about the insider” heading above.

The Insider List is confidential except in respect of the AMF. Any personal information that an Insider forwards to Legrand for the purposes of establishing the Insider List is subject to the provisions of the French Personal Data Protection Act No. 78-17 of January 6, 1978. As such, every Insider has a right to access and rectify personal data concerning him/her, and this right may be exercised by contacting the Ethics Officer by email (emmanuelle.levine@legrand.fr).

2.1.4. Updating the Insider List

The Insider List must be updated “*promptly*”⁵ as soon as a person becomes an Insider, ceases to be an insider, or when a person continues to be an Insider but for a reason different from that for which that person was added to the Insider List.

The Insider List is also updated when information that gave rise to the establishment of the Insider List ceases to be Inside Information.

As part of such updates, the following should be indicated on the list:

- the date and time of update;

³ Article 18(1) of MAR.

⁴ Article 18(3) of MAR; Annex 1 of the Implementing Regulation (EU) 2016/347 of March 10, 2016, on the format of insider lists and updating procedures.

⁵ Article 19(4) of MAR.

- the date and time the changes giving rise to the update occurred.

2.1.5. Other obligations concerning the updating of the Insider List

The Insider List (including its previous versions) is retained for a minimum period of five years after it is established or updated.

It is sent to the AMF at the AMF's request.

2.2. Providers' obligation to draw up an Insider List

Any Provider acting in the name and on behalf of the Company and having access to Inside Information in the course of its professional relationship with the Company is required to establish and keep up to date an Insider List, indicating all members of its staff and, where applicable, third parties carrying out an assignment for the Provider, who have access to Inside Information relating to Legrand.

All Providers must disclose to the Ethics Officer the name of the natural person in charge of maintaining this Insider List on behalf of the Provider, it being recalled that this person's name will appear on the Company's Insider List and that this person will be informed of his/her inclusion by the Ethics Officer. All information relating to that natural person mentioned in section 2.1.3 above must also be disclosed to the Ethics Officer for the purpose of including that person in the Company's Insider List.

The Provider's Insider List must be drawn up, updated, and stored in accordance with the applicable regulations. For this purpose, an Insider List template with all the fields required by the applicable regulations⁶ appears in **Appendix 3** to this Code of Conduct.

In accordance with applicable regulations, each Provider undertakes to take all reasonable steps to ensure that the people on its Insider List⁷:

- are informed that they have been added to the Insider List;
- acknowledge in writing the obligations arising from Insider status;
- have knowledge of the related sanctions.

It is recalled that Legrand, in the person of its Ethics Officer, retains a right of access to the Insider List established by Providers and, on that basis, Providers undertake to forward this list to the Ethics Officer at the latter's request.

2.3. Confidentiality and abstention list

Legrand may establish a list of people who have access to sensitive and confidential information that may become Inside Information (e.g., relating to a planned acquisition).

The people on that list must undertake - unless the information has been made public or, if it is not published, until the date specified by the Ethics Officer - not to disclose the information to unauthorized third parties and, as the case may be, not to carry out any Transactions in Securities.

Where sensitive and confidential information becomes Inside Information, the Ethics Officer, after obtaining the opinion of the MAR Committee, will open a new section of the company's Insider List, inform the persons concerned of their inclusion on such a list and close the confidentiality and abstention list.

⁶ Article 18(3) of MAR and Appendix 1 of the Implementing Regulation (EU) 2016/347 of March 10, 2016, on the format of insider lists.

⁷ Article 18(2) of MAR.

The persons concerned, then considered to be Insiders, will be bound by the rules applicable to the holding, communication and use of Inside Information as mentioned in this Code of Conduct, and in particular by the absolute ban on performing any Transaction in the Company's Securities until the Inside Information has been made public.

3. ABSTENTION OBLIGATIONS APPLICABLE TO HOLDING, DISCLOSING AND USING INSIDE INFORMATION

All Insiders must abstain, unless the Inside Information has been made public by the Company, from:

- **unlawfully disclosing Inside Information;**
- **performing or attempting to perform, directly or indirectly, for their own account or for the account of others, any Transaction in Securities;**
- **recommending or encouraging anyone else to perform any Transaction in Securities.**

3.1. Obligation to abstain from disclosing Inside Information

Any person holding Inside Information must refrain from communicating it to any other person, including to persons within the Company or Group, until the information has been made public or within the framework specified and notified by the Ethics Officer.

To that end, all those who hold Inside Information must ensure at all times that:

- they never mention the Inside Information that they hold in public or to their family or friends,
- they protect access to documents related to the Inside Information and limit the number of copies and reproductions to the strict minimum required.

Moreover, the Ethics Officer must be immediately informed in the event of inadvertent communication of Inside Information to a person whose business or tasks do not require knowledge of such information.

It is recalled that breaching the non-disclosure rules set out in this article may be deemed to constitute insider dealing and therefore incur the sanctions mentioned in **Appendix 2** of this Code of Conduct.

3.2. Obligation to abstain from conducting or attempting to carry out Transactions in Securities

Any person holding Inside Information must abstain from performing or attempting to carry out, directly or indirectly, on their own behalf or on behalf of others, on the market or otherwise, any Transaction in Securities until such Inside Information is made public.

It is recalled that the legal abstention obligation applies where Inside Information is held concerning any listed securities, including securities other than Legrand Securities and in particular the securities of listed companies in which Legrand has or comes to acquire a holding.

3.3. Obligation to abstain from advising or inducing another person to carry out insider dealing

It is also strictly forbidden for any person who holds Inside Information to advise or induce any person to carry out or have another person carry out any Transaction in Securities based on Inside Information.

The use of advice or inducements constitutes insider dealing when the person acting on the advice or inducement is aware or ought to be aware that it is based on Inside Information.

In this respect, the attention of Staff Members is drawn to the risk inherent in Transactions in Securities being performed by **persons close to them**, including Closely Associated Persons as listed in paragraph 6 below, and more generally all persons who, through the relationships they have with the person concerned, could be suspected of using Inside Information communicated by a Staff Member holding Inside Information.

3.4. Contacting the Ethics Officer for a MAR Committee opinion

In general, before performing a Transaction in Securities any person may request the opinion of the MAR Committee on such a transaction by contacting the Ethics Officer, who will convene the MAR Committee for this purpose.

Any person on an Insider List must abstain from carrying out any Transaction in Securities. If a person was previously on an Insider List without having knowledge of Inside Information, the Ethics Officer's opinion may be sought before a Transaction in Securities is carried out.

Conversely, a person may hold Inside Information without being on an Insider List. In that situation, the Ethics Officer's opinion may also be sought before a Transaction in Securities is carried out.

However, those opinions are given in an advisory capacity and the decision on whether or not to carry out the Transaction in Securities is the sole responsibility of the person concerned.

4. PROHIBITION OF MARKET MANIPULATION

All persons who hold Inside Information must refrain from **disseminating information or spreading rumors**, whether through the media (including the internet) or by any other means, which give or are likely to give false or misleading information about Legrand Securities and/or the situation, results or prospects of the Company or Group.

All persons must also abstain from carrying out a transaction, placing an order or behaving in a way that (i) gives or is likely to give **misleading signals** regarding the supply of, demand for or price of a Legrand Security, or that sets or may set the price of a Legrand Security at an abnormal or artificial level or (ii) affects the price of a Legrand Security, using fictitious devices or any other form of deception or contrivance.

5. OBLIGATIONS RELATING TO BLACKOUT PERIODS

The Company's role in determining blackout periods

Persons subject to blackout periods must abstain from carrying out any Transaction in Securities:

- **for 30 calendar days before the publication of annual, semi-annual and quarterly financial statements, or of an annual or interim financial report, and ending the day after the publication of the information concerned (at 6 p.m.),**
- **during any other period defined and communicated by the Ethics Officer.**

These blackout periods apply to the Senior Managers and other people who have regular or occasional access to Inside Information.

5.1 Blackout periods relating to the publication of financial statements

5.1.1. Persons who must comply with blackout periods

Without prejudice to the general abstention obligation described above, Senior Managers and other persons who have regular or occasional access to Inside Information regarding Legrand or the Legrand Group (together “**persons subject to blackout periods**”) must abstain from carrying out Transactions in Securities during the periods defined below (“**blackout periods**”).

Each person subject to blackout periods is notified by the Ethics Officer of their obligations by means of a written notification, including via electronic means, which each person concerned undertakes to return signed by them, thereby confirming their commitment to meet the obligations incumbent on them as a person subject to blackout periods (abstention obligations during blackout periods, non-disclosure obligations).

5.1.2. Periods concerned

Any person subject to blackout periods must abstain from carrying out, directly or indirectly, on his/her own behalf or on behalf of others, any Transaction in Securities for a continuous period:

- starting 30 calendar days before the publication of annual, semi-annual and quarterly financial statements, or of an annual or interim financial report,
- and ending the day after the publication of the information concerned (at 6 p.m.); or
- during any other period defined and communicated by the Ethics Officer.

The dissemination of a press release regarding annual, semi-annual or quarterly results constitutes an announcement of financial statements or of the corresponding financial report.

A provisional calendar of blackout periods is sent by the Ethics Officer by electronic means. The Ethics Officer also informs, by electronic means, each person subject to blackout periods before the start of each blackout period.

5.1.3. Scope of the prohibition

Senior Managers may be liable if a Transaction in Securities takes place during a blackout period, even if they do not carry out any insider dealing.

Other persons must abstain from carrying out any Transaction in Securities if they are subject to a blackout period, it being stipulated that any breach of this obligation will be punished in the event of insider dealing.

5.1.4. Exceptions

In accordance with the applicable regulations⁸ and without prejudice to the prohibition of market abuse, the MAR Committee may exceptionally authorize a Transaction in Securities by any persons subject to blackout periods during the blackout periods, either on a case-by-case basis due to the existence of exceptional circumstances or due to the characteristics of the trading involved, which must meet specific criteria (in particular in the context of employee savings plans).

⁸ Article 19(12) of MAR and Article 9 of Delegated Regulation 2016/522 of December 17, 2015.

In accordance with AMF recommendations⁹, the company has put in place a procedure setting out the practical arrangements by which the MAR Committee implements this exceptional authorization process.

5.2. Specific statutory blackout periods for the disposal of bonus shares

Under Article L. 22-10-59(II) of the French Commercial Code, vested bonus shares cannot be sold by their holders at the end of the lock-up period:

- during a period of **30 calendar days** before the announcement of an interim financial report or an end-of-year report that Legrand is required to make public, and
- by Senior Managers and employees with knowledge of Inside Information within the meaning of Article 7 of MAR that has not been made public.

5.3. Specific statutory blackout periods for the granting of stock options

Under Article L. 22-10-56 of the French Commercial Code, the Company may not grant stock-options:

- during a period of **10 trading days** preceding the date on which consolidated and interim financial statements, or failing that, annual and semi-annual financial statements are made public, as well as on the day of publication;
- during the period between the date on which the Company's corporate bodies have knowledge of Inside Information and the date on which that information is made public.

All holders of stock options are reminded that they cannot exercise their stock options:

- if they hold Inside Information, before it is made public ;
- during the "blackout periods" described in section 4 above (subject to and without prejudice to the exemptions allowed by MAR).

5.4. Quiet period

Without prejudice to the abstention obligation mentioned in section 3.1, in accordance with AMF recommendations¹⁰ and in order to avoid the risk of communicating fragmented financial information that may lead recipients of such information to anticipate the results of the Company prior to publication, the Company has decided that the publication of its annual, half-yearly and quarterly financial statements will be preceded by a so-called "quiet period" during which it will refuse to provide analysts and investors with any new information on its business and results.

The duration of the quiet period is **30 calendar days** before the publication of annual, semi-annual or quarterly financial statements.

6. SPECIFIC OBLIGATIONS INCUMBENT ON PERSONS EXERCISING SENIOR MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM

6.1. Obligation to report Transactions in Securities

6.1.1. Persons bound by reporting requirements

⁹ AMF position-recommendation 2016-08: Guide to ongoing information and the management of inside information p. 38.

¹⁰ AMF position-recommendation No. 2016-08, Guide to permanent information and management of inside information, p. 26.

Senior Managers and persons closely associated with them (“**Closely Associated Persons**”) are bound by the reporting requirements set out below.

Closely Associated Persons are¹¹:

1. a spouse not judicially separated or a partner under a civil partnership;
2. children in respect of whom they exercise parental authority, or who usually or alternately reside with them, or for whom they are effectively and permanently responsible;
3. parents or relatives who have been residing in the Senior Manager’s home for at least one year on the date of the transaction concerned;
4. a legal entity, trust or partnership:
 - whose managerial responsibilities are exercised by a Senior Manager or by a closely associated person referred to in points 1, 2, 3,
 - or which is directly or indirectly controlled by such a person,
 - or which has been set up for the benefit of such a person,
 - or the economic interests of which are substantially equivalent to those of such a person.

The Ethics Officer establishes and keeps up to date the list of Senior Managers and Closely Associated Persons¹².

The Ethics Officer shall issue written notification to Senior Managers of their obligations relating to blackout periods, reporting requirements concerning Transactions in Securities and the notification of Closely Associated Persons.

Senior Managers undertake in turn to notify in writing Closely Associated Persons of their obligations to report Transactions in Securities¹³ and to obtain their signature confirming their agreement. Senior Managers send a copy of this notification signed by the Closely Associated Persons to the Ethics Officer.

6.1.2. Reporting procedures and transactions to be reported

Senior Managers and Closely Associated Persons are required to report to the Ethics Officer and the AMF¹⁴ all Transactions in Securities they have performed, without delay and at the latest within 3 business days¹⁵ (i.e., Monday to Friday) after the date of the Transaction in Securities.

Since the applicable regulations allow transactions to be reported by a third party on behalf of the persons bound by reporting requirements, the Ethics Officer reports Transactions in Securities on behalf of the Senior Managers or Closely Associated Persons, electronically, via the AMF’s “ONDE” extranet.

To this end, the Senior Managers and Closely Associated Persons undertake to forward to the Ethics Officer the corresponding bank statement and the following information:

- the identity (last name, first name) of the declaring person,
- the link with the person exercising senior managerial responsibilities and the identity (last name, first name) of the person exercising senior managerial responsibilities with whom the person concerned is closely associated,
- the description of the Securities concerned,

¹¹ Article 19 and Article 3(1)(26) of MAR

¹² Article 19(5) of MAR

¹³ Article 19(5) of MAR

¹⁴ Using the AMF’s ONDE system for filing issuer information (amf-france.org)

¹⁵ Article 19(1) of MAR

- the nature of the Transaction in Securities (purchase, sale, subscription, exchange, exercise of share subscription or share purchase options, derivative transaction, etc.),
- the date and place of the Transaction in Securities,
- the amount of the Transaction in Securities:
 - Detailed information of each Transaction in Securities:
 - unit price (= unit price of each security)
 - volume (= number of securities)
 - Aggregated information (refers to transactions of the same nature performed on the same day in the same transaction location and in the same security)¹⁶:
 - unit price (= volume-weighted average price)
 - number of aggregated securities.

6.1.3. Minimum reporting threshold

The aforementioned reporting requirement applies only from the time the total amount of transactions during the calendar year exceeds €20,000. Once the cumulative amount of transactions performed is greater than €20,000, the person concerned is then required to report all subsequent transactions he/she performs.

That amount is calculated by aggregating the transactions carried out by the Senior Manager concerned and those carried out on behalf of that Executive's Closely Associated Persons.

6.1.4. Disclosure requirements

It is also recalled and specified that Senior Managers are bound:

- to give the Ethics Officer prior notice of any Transaction in Securities amounting to more than €20,000;
- to inform the AMF every month of the number of Legrand Securities sold to Legrand¹⁷;
- during a public offer for Legrand, or a public exchange offer initiated by Legrand, to report each day to the AMF, after the trading session, purchase or sale transactions performed on Legrand Securities or on the securities of the company targeted by the offer where Legrand is the offeror, as well as any transaction that may have the effect of transferring ownership in Legrand Securities (or the securities of the company targeted by the offer where Legrand is the offeror) or voting rights¹⁸.

6.2. Prohibited transactions

It is strictly forbidden for any Staff Member of the Company to perform:

- any purchase or short selling of Legrand Securities;
- any standard activity of short-term buying/selling of Legrand Securities, i.e., buy/sell operations over a period of less than 20 trading sessions (with the exception of the sale of shares following the exercise of share purchase or subscription options).

¹⁶ When one single transaction is declared: the information provided in the "**detailed information**" section must be reproduced identically in the "**aggregate information**" section.

¹⁷ Article 241-5 of the AMF's general regulation.

¹⁸ Article 231-46 of the AMF's general regulation.

In addition, Senior Managers who have been awarded bonus shares undertake not to engage in the hedging of the Securities they hold and in particular of bonus shares until the end of the lock-up period set by Board of Directors.

* * *

APPENDIX 1

Non-exhaustive list of Transactions referred to in article 4 and article 6

Transactions concerned European regulations provide a non-exhaustive list of operations on shares, on the issuer's debt securities or on financial derivative instruments or other related instruments.

Article 10 of the delegated Regulation No. 2016-522 of December 17, 2015, specifies that the transactions to be notified include:

- acquisition, disposal, short sale, subscription or exchange;
- acceptance or exercise of a stock option, including of a stock option granted to managers or employees as part of their remuneration package, and the disposal of shares stemming from the exercise of a stock option;
- entering into or exercise of equity swaps;
- transactions in or related to derivatives, including cash-settled transactions;
- entering into a contract for difference on a financial instrument of the concerned issuer or on emission allowances or auction products based thereon;
- acquisition, disposal or exercise of rights, including put and call options, and warrants;
- subscription to a capital increase or the issue of debt securities;
- transactions in derivatives and financial instruments linked to a debt instrument of the issuer concerned, including credit default swaps;
- transactions contingent on the occurrence of the conditions and actual execution of transactions;
- automatic or non-automatic conversion of a financial instrument into another financial instrument, including the exchange of convertible bonds to shares;
- gifts and donations made or received, and inheritance received;
- transactions in index-related products, baskets and derivatives, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- transactions in shares or units of investment funds, including alternative investment funds (AIFs) referred to in Article 1 of Directive 2011/61/EU of the European Parliament and of the Council, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- transactions by the manager of an AIF in which the person discharging managerial responsibilities or a person closely associated with such a person has invested, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- transactions by a third party under an individual portfolio or asset management mandate on behalf or for the benefit of a person discharging managerial responsibilities or a person closely associated with such a person;
- borrowing or lending of the issuer's shares or debt instruments or of derivatives or other financial instruments linked thereto.

Article 19.7 of Regulation No. 596/2014 on market abuse also specifies that the transactions to be notified include:

- the pledging or lending of financial instruments by or on behalf of a person discharging managerial responsibilities or a person closely associated with such a person, as referred to in paragraph 1;
- transactions undertaken by persons professionally arranging or executing transactions or by another person on behalf of a person discharging managerial responsibilities or a person closely associated with such a person, including where discretion is exercised (however, transactions concerning an issuer's shares or debt securities, or derivative instruments or other related financial instruments, undertaken by the managers of a collective investment fund in which the person discharging managerial responsibilities or a person closely associated with such a person

has invested are not subject to an obligation to notify if the collective investment fund manager maintains complete discretion, thereby excluding the possibility for the fund manager to receive instructions or suggestions as to the portfolio's composition, whether directly or indirectly, from the investors in said collective investment fund);

- transactions made under a life insurance policy, defined in accordance with Directive 2009/138/EC of the European Parliament and of the Council, where:
 - the policyholder is a person discharging managerial responsibilities or a person closely associated with such a person, as referred to in paragraph 1; EN 12.6.2014 Official Journal of the European Union L 173/39;
 - the investment risk is borne by the policyholder; and
 - the policyholder has the power or discretion to make investment decisions regarding specific instruments in that life insurance policy or to execute transactions regarding specific instruments for that life insurance policy.

The obligation to notify does not apply to transactions in financial instruments linked to the issuer's shares or debt securities where, at the time of the transaction, one of the following conditions is met (Regulation No. 2016-1011 of June 8, 2016):

- the financial instrument is a unit or share in a collective investment undertaking in which the exposure to the issuer's shares or debt instruments does not exceed 20% of the assets held by the collective investment undertaking;
- the financial instrument provides exposure to a portfolio of assets in which the exposure to the issuer's shares or debt instruments does not exceed 20% of the portfolio's assets;
- the financial instrument is a unit or share in a collective investment undertaking or provides exposure to a portfolio of assets and the person discharging managerial responsibilities or person closely associated with such a person does not know, and could not know, the investment composition or exposure of such collective investment undertaking or portfolio of assets in relation to the issuer's shares or debt instruments, and furthermore there is no reason for that person to believe that the issuer's shares or debt instruments exceed the thresholds in the preceding points.

Finally, the following transactions do not need to be reported¹⁹:

- transactions carried out within a credit institution or investment service provider, on behalf of third parties, where the credit institution, service provider or one of its managers is a corporate officer of a listed company;
- transactions undertaken by corporate officers who are natural persons, when acting on behalf of third parties;
- a pledge, or a similar security interest, of financial instruments in connection with the depositing of the financial instruments in a custody account does not need to be notified, unless and until such pledge or other security interest is intended to secure a specific credit facility²⁰.

¹⁹ Article 19(7) of MAR

APPENDIX 2

Sanctions applicable to insider dealing and the unlawful disclosure of Inside Information

In the event of market abuse (insider dealing, unlawful disclosure of Inside Information or market manipulation), the applicable regulations provide for the application of criminal sanctions (insider dealing) or administrative penalties (failure to satisfy insider obligations) depending on the type of proceedings initiated, if necessary after implementing a procedure involving discussions between the financial prosecutor's office and the AMF.

- Criminal penalties incurred (Articles L. 465-1 to L. 465-3 of the French Monetary and Financial Code)

Insider dealing and unlawful disclosure of Inside Information (or attempts at committing these offenses) are liable to five years' imprisonment and a €100 million fine; this amount may be increased up to ten times the amount of the benefit obtained from the offense, whereas the fine may not be less than the benefit.

- Administrative penalties incurred (Article L. 621-15 of the French Monetary and Financial Code)

Failure to comply with insider obligations and the unlawful disclosure of Inside Information also expose perpetrators to a fine imposed by the AMF Enforcement Committee of up to €100 million or ten times the amount of the profits achieved as a result of the offense.

APPENDIX 3

Insider List template

Insider List: section related to [name of the deal-specific or event-based inside information]

Date and time (when this section of the insider list was created, i.e., when the inside information was identified): [yyyy-mm-dd; hh:mm UTC (Coordinated Universal Time)]

Date and time (of the last update): [yyyy-mm-dd; hh:mm UTC (Coordinated Universal Time)]

Date of submission to the competent authority: [yyyy-mm-dd]

| First name(s) of the insider | Last name(s) of the insider | Last name(s) of the insider at birth [if different] | Business phone number(s) [direct landline and cell phone] | Name and address of the company | Role and reason why the person has insider status | Start of access (date and time at which the person obtained access to the inside information) | End of access (date and time at which the person ceased to have access to the inside information) | Date of birth | Personal phone numbers (landline and cell phone) | Full personal address (name and number of street, town/city, postcode, country) |
|-------------------------------------|------------------------------------|--|---|--|---|--|--|----------------------|--|--|
| [text] | [text] | [text] | [numbers (without spaces)] | [addresses] | [Text describing the person's role and function and the reason why the person is on the list] | [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)] | [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)] | [yyyy-mm-dd] | [numbers (without spaces)] | [Text: full personal address of the insider (name and number of street, town/city, postcode, country)] |