



EUROPEAN GROUP AGREEMENT ON STRATEGIC WORKFORCE PLANNING (GPEC)

FOREWORD

SUEZ considers Strategic Workforce Planning (GPEC) to be a key component both in supporting the Group's strategic objectives and in the coordination of human resources policies aimed at diversifying careers and enhancing the employability of Group employees. This is why discussions with the Employee Representative Bodies about the Group's strategy and policies are so essential for ensuring a clear understanding of the business and HR challenges faced by the Group. In this regard, the signatories have agreed that access to training throughout an employee's career should be viewed as a key means of ensuring employability and job retention. Regarding longer careers, trade union organisations are also committed to the management of the second half of employee's careers and to individualised career paths.

SUEZ is undergoing many changes, related in particular to:

- * Regulatory changes which strongly promote new approaches to environmental management,
- * New customer behaviour, resulting in particular from an awareness of resource scarcity,
- * Increased competition in our business segments,
- * The transformation of its business model.

Faced with these changes, the Group's strategic objectives must help to accelerate our growth and consolidate our major macroeconomic equilibria, in particular by:

- * Favouring optimised and sustainable management of resources and developing the production of new resources to anticipate demand,
- * Firmly establishing SUEZ as a key player in the management of natural resources (protecting water resources, processing and recycling waste and supporting our customers in defining innovative solutions etc.),
- * Making innovation a driver of industrial excellence (encouraging the implementation of new solutions to design alternative water resources, turning waste into secondary raw materials and creating new sources of energy),
- * Supporting our stakeholders to optimise their resources in order to meet the new challenges of resource management.

In this changing context, we must develop the following 4 capacities:

- * Anticipating changes to business activities,
- * Integrating, maintaining, and developing the skills needed for current and future business activities,
- * Promoting the tools that can help employees to evolve throughout their professional life,
- * Reinforcing the employability of employees.

These guidelines can only be implemented successfully if we invest in the talents of the men and women who make up the Group.



In this respect, the approach adopted has a dual dimension that is both collective and individual. It involves integrating human resources as an element of the Group's development in its own right, by strengthening the systems required for developing employees' individual careers.

ARTICLE 1 - Purpose of the agreement

Strategic Workforce Planning (GPEC), in accordance with the company's strategy and the economic environment, enables us to continuously plan for and organise the fit between the skills required by the company and the skills that employees have to offer. As such, the GPEC agreement should result, in particular, in a dynamic and realistic training policy whose challenges are shared with the local Employee Representative Bodies.

In addition, the signatories of this agreement believe it is important to establish a European Business Activity Observatory, the principle roles of which will be to consider and discuss in advance the major changes inherent to our activity sectors. It is the opinion of the signatories that this Observatory will contribute to effective strategic workforce planning.

The purpose of this Agreement is to:

- * Implement a process for predicting the evolution of business activities, and anticipating the development of organisations in order to develop/adapt employees' skills and their versatility so as to enhance their employability within the Group
- * Support the transformations necessary for the development/growth of the company, all while promoting the development and adaptation of the skills of those employees affected by these changes. Given the significant transformation of activities, special attention should be paid to the least qualified employees
- * Collectively: facilitating/encouraging voluntary intra-Group functional and/or geographical mobility
- * Individually: firstly, facilitating/encouraging employees' career plans by strengthening Human Resources services (skills assessments, training, etc.). And secondly, supporting employees with the redeployment process and/or management of career changes (transfers, the second half of their careers, developments, etc.).

The principles of strategic workforce planning should not only be applied to difficult economic situations, but should also be incorporated into Human Resources policies. On this basis, and in the case of unusual events and decisions that would significantly affect organisations (major operations such as relocations, disposals, mergers, closures of companies or establishments, mass redundancies, voluntary redundancy plans etc.), the local Employee Representative Bodies already present in the relevant entity (either at a local or national level depending on the structure of labour relations in the country) will be involved in the implementation of collective Human Resources defensive initiatives in advance.

ARTICLE 2 - Scope of the agreement

All of the clauses in this agreement apply to Suez and its European subsidiaries, fully consolidated into the



Suez scope or in which a majority interest of over 50% is held subject to compliance with the criterion of dominant influence.

ARTICLE 3 - Anticipating changes to business activities

The Group's business activities have been undergoing profound transformation for several years now, due in particular to the increased environmental awareness of our customers and users.

Furthermore:

- * Macro-economic changes (globalisation, consumption, sustainable development, performance etc.) change the game in terms of competition and socio-economic adjustment,
- * There is a continued tightening of regulatory requirements in relation to the environment and sustainable development,
- * The rapid behavioural changes of our stakeholders related to environmental resource management call for a renewed and scalable customer relationship,
- * SUEZ aims to remain a key player in the management of resources,
- * Innovations (technical, technological and commercial, in particular) and the changes to our core business require an appropriation of technical expertise and change management on the part of our employees.

In the context, this multi-faceted reality must be taken into account in our Human Resources systems.

3.1. Mapping of business activities

Mapping our major business activities helps us to identify the Group's needs in relation to recruitment (profiles, internal mobility, volume, etc.), in relation to training (skills to be developed, to be enhanced etc.), and as a result enables us to adapt to changes in our industry.

Skills mapping can be broken down into three main stages:

1. The identification of changes in job families, the key business activities related thereto - and the associated personnel,
2. Subsequent to this identification of changes to each job family, is the identification of the skills we need to develop and acquire so that employees can adapt to meet the needs of the company, future regulatory, environmental and societal requirements and provide a commercial service offer adapted to the expectations of our clients,
3. Identification of changes to the workforce, depending on the changes to each job family (technological, commercial, etc.).

This mapping approach enables us to identify the following trends/areas:

- * Business activities with significant quantitative change,
- * Strategic business activities: business activities for which the company must guarantee the continuation of its expertise and skills with regard to its customers and suppliers,

- * Business activities suffering from a skills shortage: business activities where the supply of manpower on the market is reduced and business activities requiring a long period of apprenticeship,
- * Business activities that are vulnerable because of structural, economic or technological changes, potentially generating significant risks of job cuts,
- * Business activities where there are significant changes to skills, requiring a significant collective action plan,
- * Business activities whose working conditions can compromise a full career in these areas (atypical hours, exhausting activities etc.)

This information will be reported and analysed at local level (by business activity and HR) and will be consolidated by the Group and forwarded to the European Business Activity Observatory for examination and consideration. Following the meeting of the European Business Activity Observatory, an executive summary outlining the key elements identified by the committee will be forwarded to the Jobs & Training Working Group and examined during a special dedicated meeting. The summary will also be sent to the monitoring committee for this agreement.

3.2. European Business Activity Observatory

3.2.1. Role and operation of the European Business Activity Observatory

The European Business Activity Observatory meets once a year and is charged with carrying out:

- * Regulatory monitoring of our business activities with an analysis of any possible consequences on employment and skills,
- * Monitoring of changes to commercial trends (changing demands of customers-tenders),
- * Monitoring of changes to the technologies specific to our business activities and an analysis of any possible consequences on employment and skills,
- * An analysis of the requirements for qualifications and skills,
- * Consideration of the macroeconomic and societal issues by analysing the Group's strategy as well as the possible consequences for human resource policies by activity sector.

The Observatory's conclusions and/or recommendations are sent to the Employment and Training Working Group and the monitoring committee for this agreement.

This Observatory will be set up in the year after the agreement has been signed.

3.2.2. Composition of the Business Activity Observatory

The Business Activity Observatory consists of:

- * Eight members of the Group Human Resources Department, (Spain 1, Zone News 1, UK 1, France 2, Corporate 1, Labour Relations 2)
- * Nine representatives from the EWC designated by geographical zone (France 2, Spain 2, UK 1, Zone News 2, Zone Scandinavia 1, Italy / Czech Republic / Poland 1).
- * Nine deputies for pre-defined geographical zones to replace full members when they are absent. These designations will take place during the EWC plenary meeting following the signing of this agreement.



- * Possible external or internal guests, experts in their field (water, waste, Strategy, Institutional Relations, European Expertise “ETUI” etc.) and in connection with our activities, depending on the topics covered.

3.2.3. Operation of the Business Activity Observatory

The Observatory examines:

- * The diagnoses and analyses of changes to business activities,
- * The analysis of requirements in terms of qualifications, skills, recruitment and age pyramids,
- * For each family of business activities, the estimated needs in qualitative terms (nature of skills required) and the expected natural and quantitative development of our resources (volumetric estimate).

Companies are informed of the Observatory's work. They incorporate this data into their HR policy, so as to take the appropriate measures for the strategic planning of their jobs.

ARTICLE 4 - Strategic planning indicators

Strategy is not simply a set of actions laid out once and for all. It is made up of movements, adjustments, and even questions. It is based on a changing internal and external context involving numerous stakeholders (customers, authorities, competitors etc.) who influence the strategic objectives of the Group through their actions.

Given this, it is impossible to commit to a precise and quantified employment situation over several years, but it is possible to establish a trend forecast for employment on a yearly basis.

To this end, annual indicators describe the situation of the business activities, employment and skills within the Group.

Using these indicators and information presented in advance by the Group, a job analysis will be carried out and shared, including qualifications, skills, recruitment needs and the age pyramid. This analysis should help us to estimate the adjustments required when it comes to human resources (in terms of jobs and skills) and to anticipate measures for training, mobility, recruitment and more.

It also allows the identification of adjustment measures that promise to help bridge the gap between needs and resources: once these gaps have been ascertained, it is important to identify possible corrective actions.

ARTICLE 5 - Measures for anticipating skills

Employee training and skills development are key tools that help everyone to achieve the level of professionalism required to secure their employability, their career development, and the achievement of the Group's strategic objectives. As well as this adaptation of skills, training must also define and anticipate any support that may be needed for the acquisition of new knowledge, related to technological innovation, and sectoral and organisational developments. Furthermore, through the multiplicity of experiences it provides,



professional mobility gives each employee the ability to enrich their career and to seize new career opportunities.

Career management should enable us to:

- * Provide a response to significant changes in business activities requiring adaptation of employment
- * Offer employees career opportunities that promote the development of their skills and their careers
- * Give priority to Group employees over external recruitment in the case of conversion or redeployment, to fill vacant positions, with appropriate training where possible.

5.1. Recruitment

The applicable recruitment criteria are based exclusively on the skills and suitability of a candidate for the vacancy in the Group, in order to guard against discrimination and guarantee equal opportunities for candidates.

In particular, the Group will:

- * Improve the integration of young people and the acquisition of new skills through a targeted recruitment policy, and especially through work-based learning,
- * Improve employment and conditions for over-55s and continue to provide employment for people whose jobs are classified as exhausting according to the legislation in force,
- * Successfully complete the integration of employees, from within or external to the Group, through monitoring actions (e.g. mentoring, providing a reference person for new recruits) involving both the direct manager and the Human Resources Department in the welcome and induction phases,
- * Organise the transfer of expertise through internal or external training actions or mentoring, by relying on the expertise of more experienced staff,
- * In the event of a mobility, insofar as possible, plan a handover period with the person who currently holds the position.

5.2. Mobility

5.2.1. Voluntary mobility

Voluntary mobility opens up career prospects within the various Group companies. By capitalising on experiences and enhancing careers, it significantly contributes to building the employability expected by employers and employees.

Professional mobility is open to all employees. It takes place within the framework of the Group's Mobility Charter (available on B'twin: <https://btwin.suez-env.com/group/move-up/the-mobility-brochure>), with the support of the Human Resources function and managers. The HR division commits to regularly providing extensive information on the available mobility tools.

The professional mobility process is governed by five rules and principles common to all Group entities. To promote equal opportunities, the Group commits to the following:

1. Transparency in the internal job market



2. Priority given to company employees
3. Right to confidentiality
4. Mutual commitment
5. Clarity of transfer conditions

5.2.2. Mobility at the company's initiative

In the context of an individual mobility at the company's initiative, the Group BUs will use all means inherent to local regulations and agreements to enable the repositioning of the employees concerned.

In the context of collective mobility at the company's initiative, the BUs will follow the information/consultation and cooperation procedure with the staff representatives as per national legislation.

5.2.3. Taleo

In order to ensure a dynamic approach to voluntary mobility, employees have access to relevant information available on Taleo (intranet link: <https://gdfsuez.taleo.net/careersection/10000/moresearch.ftl>). This tool provides direct real-time access to information, enabling all employees to play an active role in their mobility. Anyone interested in a job offer on Taleo can access, from their entity managers or the Human Resources Department, detailed information on the vacancy and its working environment before applying.

5.2.4. Move'Up

Internal job offers are not always easy to access for those employees who do not have a workstation or an office job. So the Group has developed Move 'Up, the Group's mobility platform, accessible via the intranet (<https://btwin.suez-env.com/group/move-up>), which will also eventually be available via internet.

As well as access to internal job offers, Move 'Up provides:

- * For employees, all relevant information and the means and tools to support and boost their mobility plans
- * For Human Resources, shared tools that help to better support employees with their mobility plans and career development

5.3. Career development

5.3.1. Training

The training policy fully supports the Group's ambitions in terms of developing both individual and collective skills for:

- * Supporting the strategic objectives defined in the preamble,
- * Contributing to employability and job retention,
- * Providing support for employees' career plans.

In a context of the SUEZ Group's rapid adaptation to its SUEZ socio-economic environment, the training policy involves:



- * Strategic objectives allowing Group employees, within their business activity, to develop the skills required to contribute to their employability and strengthen their individual and collective efficiency. The BUs will enter into discussions on the establishment of multi-annual training programmes incorporating the trends identified by the European Business Activity Observatory.
- * Additional initiatives for supporting employees as part of providing support for their career plans, which can be implemented in accordance with national regulations.

5.3.2. Appraisals

SUEZ emphasises that the process is based on:

- * Firstly, employees' desire to discuss the development of their careers
- * And secondly, the initiative of the company to offer opportunities for career development, or reorientation if necessary, or redeployment in the event of a vulnerable business activity, as identified in article 3.1 of this agreement.

Employees' training needs and mobility aspirations are established during a specific appraisal, in accordance with national and local regulations (collective agreements, corporate agreement, etc.). During this interview, the following points will be discussed:

- * Review of employees' skills,
- * Update on any training preferences and/or needs,
- * Discussion of the employee's career plans,
- * Discussion of mobility aspirations.

ARTICLE 6 - Monitoring the Agreement

In order to monitor the application of this Agreement, a Monitoring Committee has been created. This committee consists of representatives of the Group's Human Resources Department, members of the EWC (1 member per signatory country, designated by the EWC during the plenary meeting following this agreement), and representatives of the European federations that have signed this agreement. The committee will meet once a year. Any information available to the Group on the key topics covered in this agreement is sent to the Monitoring Committee.

ARTICLE 7 - Non-regression clause

Under no circumstances may the clauses of this agreement be used as a means of alleviating obligations on the topic of strategic workforce planning already stipulated by national, European legislation and/or local labour collective agreements/conventions.



ARTICLE 8 - Interpretation and revision

This Agreement will be translated into several languages. However, only the original version drafted in French (the signed version) is binding for the signatories. Questions relating to the interpretation of this agreement are the sole prerogative of the Special Negotiating Body and the European federations in the absence of a decision from the Working Group specialising in GPEC. In the absence of consensus on a question of interpretation within the Working Group, an ad hoc committee made up of the signatories of the Agreement will be formed to mediate disputes.

In compliance with article L2222-5 of the French Labour Code, this Agreement can be revised at the request of Management or of one or more of the trade union organisations that have signed this Agreement, or that have subsequently adhered to it, in accordance with the provisions of Articles L.2261-7 *et seq* of the French Labour Code. The Agreement can be terminated at any time by the signatories according to Articles L.2222-6 and L.2261-9 *et seq* of the French Labour Code. Such a termination would take effect following a 3 month notice period. Its originator must notify the other signatories of the agreement.

The Agreement may be revised in accordance with the applicable provisions of the French Labour Code.

ARTICLE 9 - Entry into force and duration of the agreement

The Agreement shall enter into force on the day following its filing with the Nanterre Regional Directorate for business, competition, consumption, work and employment (the DIRECCTE) and the registry of the Nanterre "Conseil de Prud'hommes" (Industrial Tribunal). The Agreement is for an initial fixed five-year term. The parties will meet in six months before the end of the Agreement to check the achievement of overall objectives. Following this evaluation, it may be renewed or revised by agreement between the parties.

ARTICLE 10 - Filing the agreement and any other formalities

In accordance with the provisions of the French Labour Code, the Agreement shall be filed at the Nanterre DIRECCTE and the registry of the Nanterre "Conseil de Prud'hommes".

In Paris, on 1st June 2016

For SUEZ and its subsidiaries that fulfil the conditions defined in Article 2 of the agreement:

Mr Jean-Louis Chaussade
CEO

Mr Denys Neymon
Director of Human Resources



For the European trade union federations:

EPSU
Christine Jakob

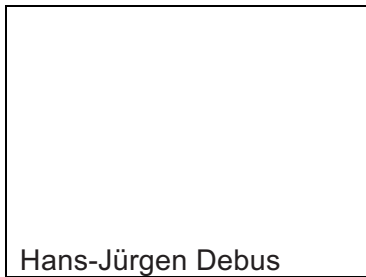
INDUSTRIALL
Ulrich Eckelmann

For France:

For the C.F.D.T. ,	For the C.F.E.- C.G.C. ,	For the C.F.E.- C.G.C. ,	For the C.G.T. ,	For the C.G.T. ,
Cédric Tassin	Fabrice Amathieu	Fernando Aladro		
For the C.F.T.C. ,	For F.O. ,			
Philippe Jacq	Jean-Luc Vignon			

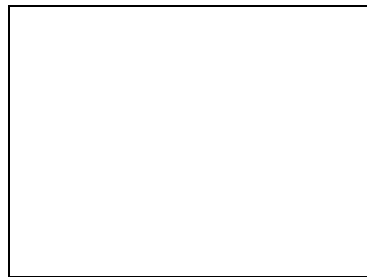


For Germany:

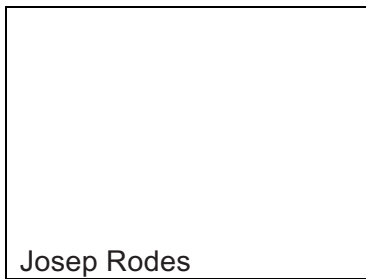


Hans-Jürgen Debus

For Belgium:

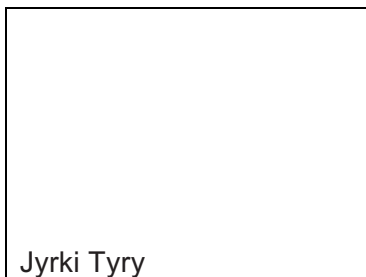


For Spain:



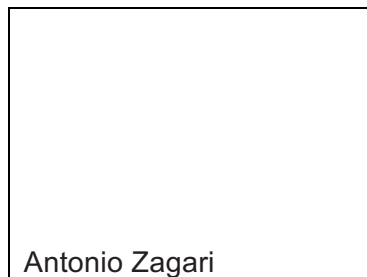
Josep Rodes

For Finland:



Jyrki Tyry

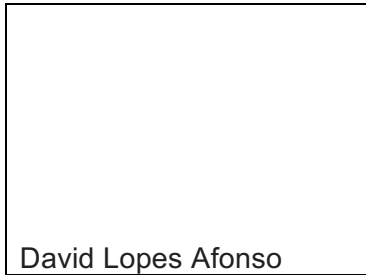
For Italy:



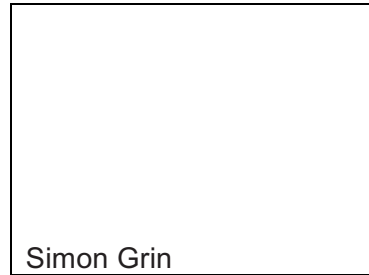
Antonio Zagari



For Luxembourg:



For the Netherlands:



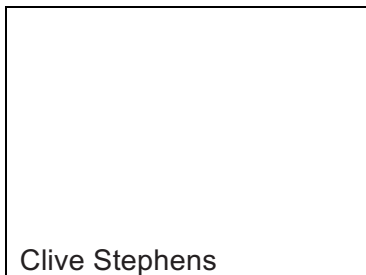
For Poland:



For the Czech Republic:



For the United Kingdom:



For Sweden:

