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**DECISION OF THE PRESIDENT OF THE EUROPEAN COMMISSION**

**Relating to the implementation of the commitments of Commissioner Breton to withdraw from files relating to his previous employer and to prevent and address potential conflicts of interest**

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### **Relating to the implementation of the commitments of Commissioner Breton to withdraw from files relating to his previous employer and to prevent and address potential conflicts of interest**

THE PRESIDENT OF THE EUROPEAN COMMISSION,

Having regard to the Treaty on European Union,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to the Treaty establishing the European Atomic Energy Community,

Having regard to the Commission Decision of 31 January 2018 (C(2018) 700 final) on a Code of Conduct for the Members of the European Commission, and in particular Article 4(4) thereof,

Considering that:

- 1) According to Article 17(1) and (3) of the Treaty on European Union, the Commission shall promote the general interest of the Union and be completely independent in carrying out its responsibilities. The Members of the Commission shall neither seek nor take instructions from any Government or other institution, body, office or entity. They shall refrain from any action incompatible with their duties or the performance of their tasks.
- 2) According to Article 245(2) of the Treaty on the Functioning of the European Union, the Members of the Commission, when entering upon their duties, shall give a solemn undertaking that, both during and after their term of office, they will respect the obligations arising therefrom.
- 3) According to Article 2(2) of the Code of Conduct for the Members of the Commission, Members shall behave and perform their duties with complete independence, integrity, dignity, with loyalty and discretion in compliance with the rules laid down in the Treaties and as spelled out in the Code of Conduct. They shall observe the highest standards of ethical conduct.
- 4) According to Article 2(6) of the Code of Conduct, Members shall avoid any situation which may give rise to a conflict of interest or which may reasonably be perceived as such. A conflict of interest arises where a personal interest may influence the independent performance of their duties. Personal interests include, but are not limited to, any potential benefit or advantage to Members themselves, their spouses, partners or direct family members.
- 5) According to Article 4(1) of the Code of Conduct, Members shall recuse themselves from any decision or instruction of a file and from any participation in a discussion, debate or vote in relation to a matter that falls under Article 2(6). Article 4(3) provides

that Members shall inform the President of any situation that falls under Article 2(6) as soon as they become aware of it. In addition, Article 4(4) provides that the President shall take any measure he considers appropriate, in the light of the information referred to in paragraph 3 or other available information, if necessary after consultation of the Independent Ethical Committee, such as: (a) the reallocation of a file to another Member or to the responsible Vice-President. The President shall inform the President of the European Parliament in due time of any such reallocation; and (b) the request for the sale or placing in a blind trust of the financial interests referred to in Article 3(4)(a) where these give rise to a conflict of interest in the area of the Member's portfolio responsibilities.

- 6) In section I.3 of his declaration of 7 November 2019, and in addition to the steps Commissioner Breton committed to in section III of his declaration, Commissioner Breton committed to recusing himself automatically from any financial management, contractual or similar decision which would directly concern Atos or one of its entities.
- 7) Moreover, he committed to applying with utmost strictness the Code of Conduct for the Members of the Commission, in particular Article 2(6) concerning the obligation to avoid any situation which may give rise to a conflict of interest or which may reasonably be perceived as such, and the procedure set out in Article 4 of the Code in case of potential conflicts of interest.
- 8) At his hearing before the Committees on Internal Market and Consumer Protection (IMCO) and Industry, Research and Energy (ITRE) of the European Parliament, on 14 November, Commissioner Breton confirmed the intentions formulated in his declaration.
- 9) The President has taken note of the far reaching measures taken by Commissioner Breton to avoid any situation which may give rise to a conflict of interest or which may reasonably be perceived as such.
- 10) Given Commissioner Breton's commitment to recuse himself automatically from any financial management, contractual or similar decision which would directly concern Atos or one of its entities, measures need to be put in place to ensure the exercise of his institutional duties by another Member of the Commission in such a situation.
- 11) The Directorates-General for Internal Market, Industry, Entrepreneurship and SMEs, for Defence Industry and Space and for Communications Networks, Content and Technology should establish internal arrangements ensuring an early identification of the decisions or discussions which could be affected by the Commissioner's commitment.
- 12) If the Commissioner had to participate, in the framework of his College responsibilities, in decisions or discussions concerning a particular matter which relates to factual circumstances involving one of the entities listed in section I.3 of his declaration of 7 November 2019 during the time that he served as Chairman, Chief Executive Officer, Director or member of an advisory or strategy committee for these entities, he should recuse himself from this matter. In such situations, a conflict of interest would stem from the fact that the Commissioner would be called upon to take

a position on matters which he was directly or indirectly responsible for or associated with in the interests of the undertakings.

- 13) Should any other situation falling under Article 2(6) of the Code of Conduct arise, the Commissioner should inform the President in line with Article 4(3) of the Code of Conduct.

HAS DECIDED AS FOLLOWS:

*Article 1*

Commissioner Breton shall inform the President when he recuses himself, in line with his commitment made as Commissioner-designate, from a financial management, contractual or similar decision which would directly concern Atos or one of its entities. In such event, the responsibility for a decision shall be exercised by the Executive Vice-President in charge of ‘A Europe Fit for the Digital Age’.

*Article 2*

Commissioner Breton shall not participate, in the framework of his College responsibilities, in decisions or discussions concerning a particular matter which relates to factual circumstances involving one of the entities listed in section I.3 of his declaration of 7 November 2019 during the time that he served as Chairman, Chief Executive Officer, Director or member of an advisory or strategy committee for these entities. The relevant entities and periods are listed in the annex to this decision.

*Article 3*

These measures are without prejudice to the general obligations of a Member of the Commission under the Treaties and the Code of Conduct as regards the obligation to avoid any situation which may give rise to a conflict of interest or which may reasonably be perceived as such, notably Article 2(6) and Article 4.

*Article 4*

The present decision and measures apply also to the Cabinet of Commissioner Breton.

Done at Brussels, on 8 January 2020.

*The President*  
*Ursula von der Leyen*

## **Annex:**

- Atos Origin SA, then Atos SE  
(Chairman of the executive board until the company's statute changed on 10 February 2009, then chief executive officer)  
16 November 2008 – 31 October 2019
- Worldline SA  
(Chairman of the board of directors; non-remunerated)  
May 2014 – 24 October 2019
- Bull  
(Chairman of the board of directors; non-remunerated)  
August 2014 – March 2017
- Association Nationale de la Recherche et de la Technologie (ANRT)  
(Chairman; non-remunerated)  
March 2015 – 24 October 2019
- Carrefour SA  
(Director; Chair of the remuneration committee from 21 June 2011 to 24 October 2019)  
July 2008 – 24 October 2019
- Bank of America  
(Member of the Global Advisory Council)  
January 2013 – 24 October 2019
- SATS Limited  
(Director)  
2013 – April 2018
- Bolloré  
(Member of Strategy Committee)  
1 January 2012 – 31 December 2012
- Sonatel  
(Director)  
2015 – 24 October 2019
- Bank of America Securitites Europe SA  
(Director of the French subsidiary)  
January 2019 – 24 October 2019