



| THALES INDIA (IND)

MISSION AND ORGANISATION

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1. DOCUMENT OVERVIEW

1.1 PURPOSE

This document describes the missions and organisation of Thales in India. The purpose of the organisation and operating principles defined herein is to explain how Thales India develop, manage and supervise business within India in liaison with Global Business Units, Business Lines and the Functions. This document sets out the main operating principles and responsibilities of Thales in India in accordance with the Thales Group Governance and Organisation memorandum [1] and [2], which shall be consulted for further details.

It details in particular Thales India's:

- Business activities and main geographic locations,
- Organisational structure, (irrespective of different legal entities)
- Missions and responsibilities of the entities,
- Relationship with the GBUs (Global Business Units) / BLs (Business Lines) and Functions.
- Interactions with the Going Global India (G.G.I.) Task Force

1.2 APPLICABLE DOCUMENTS

The reference documents are:

- Document [1]: Thales– General Organisation (87206430-GOV-GRP-EN)
- Document [2]: Thales – Group Operating Principles (87206431-GOV-GRP-EN)
- Document [3]: Thales - Business Governance Rules (87206844-GOV-GRP-EN)
- Document [4]: MRBOA: Main Rules for Bids Organisation and Approval (87206412-GOV-GRP-EN)
- Document [5]: MRPS: Main Rules for Project Supervision (87206413-GOV-GRP-EN)
- Document [6]: IGTR: Intra-Group Trading Rules for Bids and Projects (87206414-GOV-GRP-EN)
- Document [7]: Instruction for qualifying, selecting and managing KIPs (87201204-GOV-GRP-EN)
- Document [8]: Instruction for appointing and managing BAs (87201205-GOV-GRP-EN)
- Document [9]: International Development Department (DGDI) (87206421-GOV-GRP-EN)
- Document [10]: Thales India - Delegation of Authority (83680003 –GOV-IND-EN)
- Document [11]: Project Management Office-Missions & Organization- (83680009–GOV-IND-EN)
- Document [12]: Going Global India Mission and organisation Memo (DGDI) (dated 20th June 2016)

1.3 ACRONYMS

The following acronyms are in addition to the list of Global Business Units and associated Business Lines in Appendix 2:

- BEL: Bharat Electronics Limited
- BOR: Business Operations Review
- BTSL: BEL Thales Systems Limited
- Business Segments: Business Segment is a sub-set of a BL
- Business Sector: Sector is the projection of Business Segments in a Country.
- CC: Competence Center
- CD: Country Director
- COO: Chief Operating Officer
- CFO: Chief Finance Officer
- DGDI: Central Directorate, International Development
- DGFI: Central Directorate, Finance and Information System
- DGOP: Central Directorate, Operations and Performance
- DIS: Digital, Identity & Security
- DRDO: Defence Research & Development Organisation
- DSRT: Central Directorate, Strategy, Research and Technology
- EMG: Engineering Management Group
- GEMALTO India: includes following entities Gemplus India Private Limited, Cinterion Wireless Modules India Private Limited, Gemalto Digital Security Private Limited, Gemalto Smart Card Private Limited, Safenet India Private Limited and Safenet Infotech Private Limited
- GGI: Going Global India
- GUAVUS India: Guavus Network Systems Private Limited
- HAL: Hindustan Aeronautics Limited
- HSE: Health, Safety & Environment
- IAF: Indian Air Force
- IS&T: Information Services & Technology
- ISRO: Indian Space Research Organisation
- JV: Joint Venture
- KAE: Key Account Executive

- KAM: Key Account Manager
- MYB: Multi Year Budget
- MOD: Ministry of Defence
- MOI: Ministry of Interiors (Ministry of Home Affairs)
- NTRO: National Terrorist Research Organisation
- RAF – CS India: RAF-CS India Private Limited
- RCS: Revenue Collection System
- STAL: Samtel Thales Avionics Limited
- THALES INDIA stands for the consolidation of THALES activities in INDIA including diverse legal entities: TIPL, RAF-CS India, GUAVUS India, and GEMALTO INDIA.
- TIPL: Thales India Private Limited
- TRDS: Thales Reliance Defence Systems

2. GENERAL PRESENTATION OF THALES INDIA

2.1 SCOPE OF ACTIVITIES

Thales India represents the Group in India, particularly with respect to decision makers, institutional partners, government agencies, elected representatives etc. with the aim to earn and retain the confidence of national administrations, policy-makers and other institutional stakeholders. Thales India actively seeks the agreement and support of the national government on all matters, including development of Thales footprint in the country, manage supply chain for the Business Sectors operating in the country and exporting to other countries.

2.2 MISSION AND RESPONSIBILITIES

In accordance with Thales Group documents [1] and [2], the following responsibilities are assigned to Thales India:

Group policies

- Implement the Group policies within India
- Ensure compliance with the laws and regulations of the Country.

Strategy & Marketing

- Propose a country strategy plan (CSP) to DGD and to the Group COMEX, consistent with the SBPs of the relevant GBUs, active in the Country,
- Contribute to the definition of the relevant GBUs strategy SBP, by providing inputs related to the local context and markets, and via asking a set of Key Questions directly to them,
- Implement the agreed strategy for Thales in India. Especially, share completely the Thales group strategy of “Going Global India”, as defined in Going Global India Mission and Organization Memo [12] and fully contribute to this objective in close collaboration with Going Global India Task Force located in Thales Headquarters.
- Develop Marketing activities such as Economic Intelligence, Market studies, Product line development, and value proposals associated with major business opportunities in the Country.

People

- Implement a human resource policy in line with DGD global organization,
- Develop continuously the skill base and the maturity of the organization in India,
- Develop people individually and motivate the teamwork, in order to have the right skills and competency, to build the future growth.

Sales & Business development

- Actively contribute to the SITCOM process by sharing the relevant commercial information for the country and take part in all the decisions that are made within this process. As such, share completely the responsibility with the GBUs for the THALES SITCOM in India.

For Domestic Customers

- Manage relationships with local customers and partners. KAMs appointment are made by mutual agreement with the relevant GBUs,
- Ensure customer satisfaction all along the business life cycle,
- Achieve the order intake objectives for contracts booked by the country companies (legal entities in Country Of Origin), in accordance with the rules defined in the instructions [4], [6] and [3],
- Ensure all “import” order intake, in full alignment with relevant GBU / BL, with India as Country of Destination, from all Thales Group entities across the world.

For Export customers

- Contribute to the development of the export business from India, in accordance with the governance and allocation of responsibilities established by DGDI and the GBUs.

Operations, Procurement, Bids & projects management:

- Manage bids and projects according to the rules defined in documents [4] to [3],
- Manage procurement activities (buy, supply chain management, and supplier performance management) in India, either for Indian derived programs, or for the Group International Operations, especially to satisfy offsets obligations in the Country.
- Contribute to the product policy of the relevant GBUs/BLs, and implement the decisions made by these GBUs/BLs, in association with the Country,
- Organize all activities within India in accordance with the Group Management System (Chorus 2.0) and the laws and regulations of the Country, delivering efficiently the local part of those projects.

Engineering

- Animate and develop Engineering competence centers (respectively for the DIS GBU, and also all other GBUs / BLs) to grow the Thales footprint in the Country; support the Indian operations and also the Group international operations by tapping into the fantastic pool of available engineering competences in India.

Financial performances

- Establish the budget for the country according to the guidance provided by the relevant GBUs and Corporate Functions and have it approved by DGDI and by the relevant Group Authorities (DGFI, DGOP),
- Organize and monitor the budget execution and report through regular BORs (Business Operation Reviews) to DGDI, and to the relevant GBUs/BLs and to the Group Authorities,

- Supervise the Business sectors for local bids and projects and provide full support to the GBUs for the non-local part of GBU/BLs bids and projects,
- Optimize local structures (resources shared across Business Sectors, Competence Centers, rationalization of sites, etc.) in order to create the best possible conditions for the Business Sectors operating in the country to generate profit and cash,
- Stimulate the performance of the Business Sectors operating in the country and allocate country corporate costs between them.

2.2.1 GENERAL MANAGEMENT

Thales India is managed by a VP Country Director (CD). The Country Director reports to the Senior VP, DGGI for Middle East, Africa and India. The Country Director ensures the implementation of all aspects of Group policies within his geographic area of responsibility and manages relationships with local customers and partners.

The Country Director has the following responsibilities:

- Defines and proposes a Country Strategy (CSP: Country Strategic Plan) to DGGI and the Global Business Units concerned. Once agreed upon, implements that defined strategy, with the support of the GBU concerned, and of DGGI and Going Global Task Force. Implements Group policies at local level and ensures compliance with the laws and regulations of the Country.
- Manages high-level relationships with government customers. For private (i.e. non-government) customers or partners in the Defense sector and for civil customers or partners, the Global Business Unit and the Country Director appoint, by mutual agreement, the KAEs and KAMs in charge of high level relationships with these customers or partners.
- Represents the Group in the Country, particularly with respect to decision-makers, institutional partners, government agencies, elected representatives, etc. This high-level representation is key to earning and retaining the confidence of national administrations, policy-makers and other institutional stakeholders
- Ensures customer satisfaction throughout the bid or project life cycle.
- Works with the Global Business Units (GBUs) and Business Lines (BLs) to achieve the order intake objectives for government customers and for private customers.
- Exports are a key objective for the Countries. They are coordinated by the Global Business Units, which define how closely these exports are integrated with their global marketing & sales policy.
- Contributes to the SITCOM (Situation Commercial) process with respect to relevant commercial data for his/her Country, attend the SITCOM spring & autumn reviews and takes part in the decisions that are made within this process.
- Participates in establishing the budget for his/her Country and monitoring implementation. Therefore to this end, the Country Director has joint responsibility for the accounts of the

Domains / Business Sectors operating in his/her Country and full responsibility for the accounts of companies under his/her leadership.

- Supervises Domain Directors and/or Business Sectors for local bids and projects, and provides full support to the Global Business Units for non-local bids and projects.
- Optimizes local structures (resources shared by Global Business Units, Competence Centres, rationalization of sites, etc....) in order to create the best possible conditions for the Domains / Business Sectors operating in the Country to generate profit and cash. More generally, he/she stimulates the performance of the Domains / Business Sectors operating in the Country.
- Distributes Country Corporate costs between the different Global Business Units and/or BLs operating in his/her country as objectively as possible.
- Actively seeks the agreement and support of the national government when relevant, including military exports to third countries.
- Ensures commitment to conducting business ethically and with integrity, which includes compliance with applicable laws and regulations against bribery, corruption and influence peddling (French Loi Sapin II, US FCPA, UK UKBA, etc.)
- Implements and maintains Zero-tolerance policy concerning corruption and influence peddling and more generally any wrongdoing that could impair Thales reputation.
- Ensures compliance for identification, selection, appointment and management of the Business Advisors and Industrial Partners as defined in document [8]

To fulfil all the missions described above the Country Director is supported by the Country Functions and Domains / Business Sectors as explained next in 2.3.1 Organisation Structure.

2.3 ORGANISATIONAL STRUCTURE

2.3.1 STRUCTURE

Thales India is organised as a full fledge Country organization, with Engineering Competence centres (ECC), Operations including various Business Sectors and JV operations, Procurement, and Corporate functions. The VP Country Director reports to the SVP, Middle East, Africa and India, DGGI

Engineering Competence centres report both to the VP Group Engineering, and to the Country Director; Domains/Business Sectors report both to a GBU / BL and to the Thales India VP-Operations, by delegation from the Country Director.

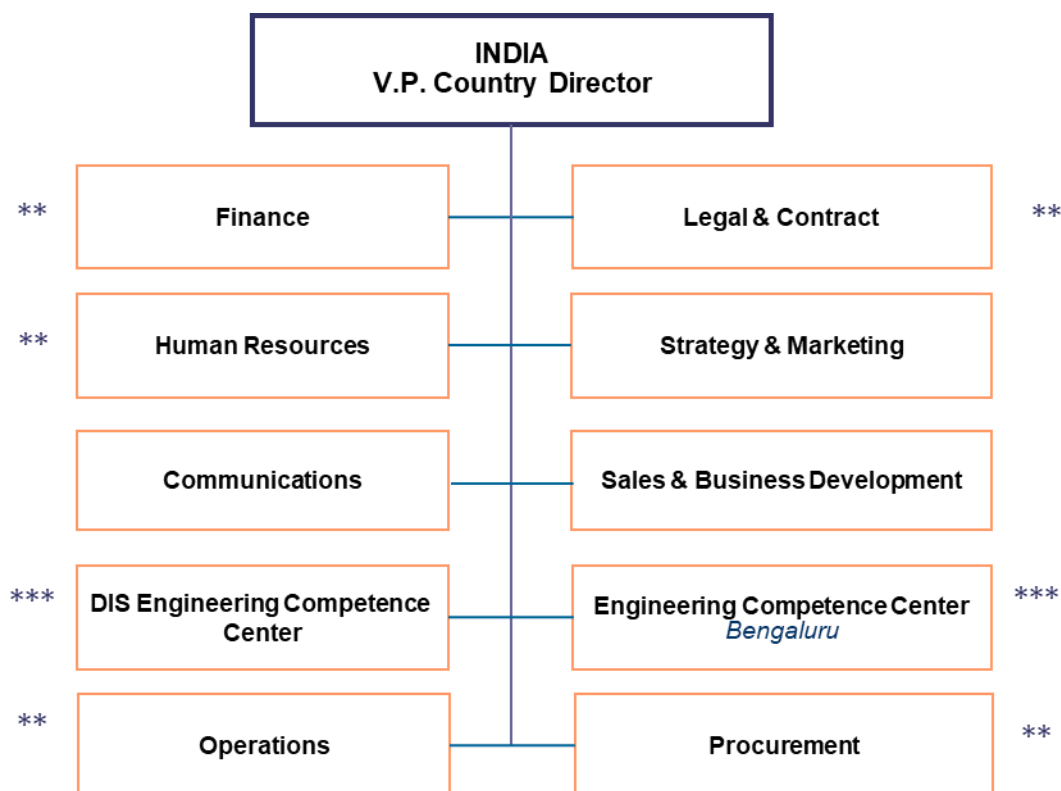
Country Functions heads report to the Country Director and the DGGI Functions Head for Finance, Human Resources, Legal and Contracts and Operations, and to the VP Group Procurement for procurement function in India. They coordinate with GBUs functions whenever needed. Other functions (Sales & Business Development, Strategy and Marketing, Communications) report to the Country Director and coordinate with DGGI and/or Group function heads (or their International representative).

As part of the Sales & Business Development, THALES India is jointly responsible for the growth of the 5 Business Lines of the GBU DIS in India (Global Business Lines model). There is regular coordination with the Sales and Business Development representatives of those 5 BLs, which can be based in India, or overseas.

As part of the operations, there are three Business segments in Thales India, and 3 active Joint Ventures, respectively in Avionics (STAL), Defence (BTSL), and Electronic Combat System (TRDS). A Business Segment refers to the projection of BL's operations in the Country. Within their scope of activity, those Business Segments / JVs exercise the following responsibilities:

- Manage bids, projects and the local implementation of the GBU / BL product policy,
- Ensure customer satisfaction for its scope of activity,
- Deliver the expected objectives (Order Intake, Income from Operations, Operating Cash Flow) for its scope of activity,

2.3.2 ORGANISATION CHART



PS: Mention of double reporting to function head for support functions with ** and BL head for Competence Centers with ***

2.4 LEGAL ENTITIES AND SITES

Thales India is now consolidating various legal entities, resulting from the history of Thales activities in the Country, essentially via mergers and acquisitions, represented respectively by Thales India Private

Limited, RAF-CS India Private Limited, Guavus India Private Limited, Gemalto India and its other legal entities and the JV Companies listed here-below, and finally project offices/ Permanent Establishments (PEs), as listed below.

2.4.1 THALES INDIA PRIVATE LIMITED.

Thales India Private Limited (TIPL) is 100% owned company by Thales Group with registered offices in New Delhi and branches in Kochi, Vishakhapatnam, Hyderabad, Gwalior, Bangalore and Mumbai.

2.4.2 RAF – CS INDIA PRIVATE LIMITED

RAF-CS India Private Limited (RAF-CS India) is 100% owned company by Thales Group with registered offices in New Delhi. This entity manages the ticketing business (RCS BL).

2.4.3 GUAVUS NETWORK SYSTEMS PRIVATE LIMITED

Guavus Network Systems Private Limited (Guavus India) is 100% owned company by Thales Group with registered offices in New Delhi and corporate office Gurgaon. This entity manages the real time Big Data analytics business (DIS GBU).

2.4.4 GEMALTO INDIA

GEMALTO India includes the following legal entities: Gemplus India Private Limited, Cinterion Wireless Modules India Private Limited, Gemalto Digital Security Private Limited, Gemalto Smart Card Private Limited, Safenet India Private Limited and Safenet Infotech Private Limited. GEMALTO India is fully integrated within THALES India, following the closing of the acquisition of GEMALTO by THALES on the 28th of March 2019.

2.4.5 JOINT VENTURE COMPANY (JVC)

- Samtel Thales Avionics Limited (STAL): 74% Samtel, 26% Thales (20% Thales AVS France SAS and 6%TIPL).
- BEL Thales Systems Limited (BTSL): 74% BEL, 26% Thales (21% TIPL and 5% Thales LAS France SAS).
- ROLTA Thales Limited (RTL): 49% Thales (4% TIPL and 19% Thales NSEA PTE Ltd and 26% Thales Six France SAS , 51% ROLTA
- Thales Reliance Defence Systems Limited (TRDS): 51% RELIANCE, 49% Thales (though TIPL)

2.4.6 PROJECT OFFICES

In addition to the JVs as mentioned above, Thales presence in India takes the form of a limited number of ad-hoc Project Offices, created for delivering on shore portion of specific projects. Project Offices do not constitute “legal entity” per se, but qualify as permanent establishments under Indian regulations. As such, they have accounting, fiscal and social obligations within the country. Thales India will progressively develop synergies with these Project Offices/ Permanent Establishments (PEs) to optimize cost and resources, improve project management and customer satisfaction and to mitigate fiscal risk.

3. MISSIONS AND RESPONSIBILITIES

3.1 COUNTRY FUNCTIONS

Country heads of Finance, Operations, Human Resources and Legal & Contracts function are in double reporting to the Country Director and to their respective DGD function head (or his/her delegate). Country head for procurement is in double reporting to the Country Director, and to the VP Group Procurement.

For all those functions, the DGD function head (or his/her delegate) / Group VP Procurement participates in the objectives setting and the appraisal of the Country Function VP / Director in association with the VP - Country Director.

3.1.1 SALES & BUSINESS DEVELOPMENT

In Thales India, the Sales & Business development function is primarily responsible for the achievement and the growth of THALES sales in India (be it through Thales India, or via the JVs in India, or via direct Import from the THALES Group in India) by motivating the Sales / KAMs team under their direct leadership, and by providing adequate support to and pulling the GBUs sales team to India.

Main roles and responsibilities include:

- Consolidation of the country SITCOM (Situation Commerciale) including Thales in India and Thales India portions with respect to relevant commercial data, and takes part in the decisions that are made within this process,
- Business development activities, in coordination with relevant KAM,
- Chairmanship of the COCOM (Coordination Commerciale) meeting with all relevant KAMs, and BLs representatives, under direct authority or not (case for "Global BLs")
- Relationships with "go to market" and key partners in order to assess locally the best commercial data and contribute, with the GBUs / BLs, to the right commercial approach,
- Regular monitoring of the commercial situation with respect to achieving the Order Intake (OIT) / Gross Margin on Order Intake (GMOI) yearly objectives, and reporting to the Country Director,
- Consolidation of the C5 report to the GBUs / BLs, in capitalising especially the reports from the KAM network, and the Business Advisers (BA)
- Consolidation of all contribution to, and final production of Thales India proposals.
- Support in negotiation for all contracts for THALES in India, and direct involvement for negotiation of contracts where Thales India is Prime or Co-contractor

Sales & Business development function in Thales India is managed by the Head- Sales & Business development, who reports to the Thales India Country Director. In order to achieve those above listed missions, this function involves KAM (s), Sales, Business Development and Sales Operations. KAM Organization is primarily responsible for customer relationship management and business development for the benefit of both Thales in India, Thales India, and the JVs. All the Key Account Managers (KAMs) have single reporting to the Head - Sales & Business Development. The Sales & Business development function exercises its responsibilities in close cooperation with the GBUs/ BLs (specifically all the DIS BLs that have a footprint in the country) and ensures consistency with International Organisations Department (DGD). Head – Sales & Business development is also supported by Senior Advisors, who provide the necessary expertise and insights into the market, the regulatory environment and the customer organization.

3.1.2 STRATEGY AND MARKETING

The Strategy, Merger & Acquisition (M&A) and Marketing Department is responsible for:

Strategy and M&A:

- Draw up the multi-year Country Strategic Plan (CSP) for the India Region, in conjunction with DGD Strategy Department, the GBUs.
- Implement the agreed strategy for Thales in India. Especially, share completely the Thales group strategy of “Going Global India”, as defined in Going Global India Mission and Organization Memo [12] and fully contribute to this objective in close collaboration with Going Global India Task Force located in Thales Headquarters.
- Organise and manage the preparation of merger/ acquisition projects presented by the Country and assist with the preparation of projects presented by the GBUs in India in accordance with the Group governance
- Contribute to the business intelligence network. Centralises and coordinates economic and strategic intelligence on the Indian markets, customers, pricing and competitors, with a view to analysing the strategic development of its business environment.
- Contribute to India Innovation strategy and initiatives.

Marketing:

The Marketing department in India manages its market qualitatively and quantitatively, the articulation of market insights and advises the various BLs in the development of the corresponding products, offers and marketing plans, adapted to the Indian Market.

The India Head Strategy and Marketing reports to Thales India VP Country Director.

3.1.3 FINANCE

In Thales India, Finance is managed by the Head of Finance. The Head of Finance reports to both the Country Director and to the DGD Finance.

The Country Finance Function ensures that all Finance missions are correctly applied at the level of the Country, in accordance with the general principles of the GBU / Country matrix organization, and in line with the missions described in the DGFI organizational memo.

Headed by the Head of Finance, the Country finance function is responsible to:

- Manage and Coordinate the Finance family of the country,
- Ensure the financial performance of the country (P&L, Cash),
- Lead the Multi Year Budget (MYB) and Business Operational Review (BOR) processes within the country and conduct financial reporting, in the frame of the Group related processes,
- Ensure that Group Finance rules and procedures are applied by each company reporting to the Country and validate the main associated accounting options with the concerned GBU,
- Actively identify and contribute, in close coordination with the Operations Function, to actions dedicated to improve financial performance and oversee their implementation and effectiveness,
- Ensure that financial factors are taken into account in resource allocation decisions,
- Actively contribute to risk/opportunities management processes in the bids and projects reviews according to the MRBOA /MRPS and related delegations [4],
- Support the implementation of IGTR rules [6] in conjunction with the Finance Directors of the GBUs and countries / companies concerned,
- Ensure the production of accounts in accordance with the Group standards and local regulation and more broadly, is responsible within the finance field for: Controlling, Accounting, Treasury, Financial Engineering, Tax, Financial governance.
- Support to organization effectiveness, identification, development and retention of the resources required to deliver business strategy and plans, implementation of Group HR policy, initiatives and process locally,
- Support financial management of JV companies where THALES has financial controlling through shareholder's / other agreement.

3.1.4 HUMAN RESOURCES

Human Resources Function acts for all human resources of THALES India, (consolidation of all legal entities of Thales India or JVs in which THALES has a share. HR Function is managed by the Head of Human Resources who reports to both the Country Director and to the DGDI – Human Resources.

Human Resources work closely with Group and GBUs Human Resources and are responsible for:

- Human Resource services in the country:
- HR business partnership to Competence centers, Domains / Business Sectors and support Functions:
- Local HR policy, systems, processes and projects:
- Competency management with the GBUs and Functions:
- Career development & talent management, with the GBUs and Functions:
- Support to strategic business decision
- Develop the Sourcing Hub dedicated to support Thales businesses.

3.1.5 LEGAL & CONTRACTS

In Thales India, the Legal & Contracts function is managed by the Head Legal and Contracts who reports to both, the Country Director and the VP, Legal & Contracts, DGDI. In conformity with Group processes and organization, the country Legal & Contracts function operates in a coordinated and integrated manner with DGDI, Corporate and GBU'S Legal and Contracts Departments.

Primary responsibilities include:

- Identifying and mitigating major risks and optimizing opportunities from a legal contractual perspective,
- Advising on, preparing and implementing legal structures and solutions,
- Drafting and negotiating contracts and agreements; protecting and enforcing Thales rights in accordance with their terms and conditions from bid preparation to contract completion; this shall include:
 - Ensuring contractual commitments on bids and projects are respected,
 - Management of claims,
 - Ensuring flow down of contractual obligation to sub-contractors
- Supporting the countries businesses with contract management services during the project Implementation phase,
- Ensuring the organization's compliance with the Group's directives as well as with applicable Laws and regulations, including export control compliance,
- Serving as "secretary" for the Board(s) of Directors and of any other corporate body of the Company/ companies included in its scope of activity,
- Managing and controlling delegations of authority/signature.
- As Compliance Officers of legal entities incorporated in India, support DGDI implementation and adherence to Compliance Program in the four areas:
 - Corruption and influence peddling and related areas also involving integrity, such as fraud, conflict of interest etc.
 - Trade compliance (export control and compliance with embargoes and economic sanctions)
 - Antitrust
 - Personal data protection.

3.1.6 COMMUNICATIONS

Communications function is led by the Head - Communications, who is in charge of defining and implementing a yearly communication plan for domestic audiences, developed on the basis of an approved Thales Group communication plan. It includes key corporate communication goals as well as organizational, management, business or project-related issues and is generally effective both externally and internally.

The national communication plan is intended to promote Thales's image amongst national key stakeholders as well as to promote domestic contracts and support GBU exports.

The Head - Communications cooperates closely with Internal Communications team and DGD I Communications Director and reports to the Country Director. All Country communication activities are carefully coordinated with the relevant Communication teams - GBU/ BL Communications Directors, media relations, events & exhibitions, Thales Foundation, digital communications and the relevant DGD I and DEOI teams.

3.1.7 OPERATIONS

The operations department is led by the Head-Operations, who reports both to the Country Director and the VP, Operations, DGD I.

The Head -Operations is responsible for:

- Leading and supporting the definition of the industrial strategy for the country, which includes industrial development of Thales India and the development of the Group industrial footprint. As such, he/she is one of the principal coordinators within THALES India for the implementation of the Going Global India initiatives;
- Contributing to the GBUs / Group MTIP preparation and achieving its deployment in the Country;
- Deploying the Group and GBUs instructions, orientations and policies related to all operations matter, controlling their implementation and the achievement of the associated objectives,
- Facilitating and supporting all the structures / legal entities of the country, to develop synergies, mutualisation and experience sharing,
- Managing the Operations functions, in coordination with the respective Corporate function Head: Bids & Projects, Procurement for all Indian related operations, Customer Support Services, Industrial development, IS IT (Information Systems Information Technology), Real Estate, Quality & Customer Satisfaction, HSE, Project Management Office [11] and Security,
- Contributing to the bids validation process and projects control, with the aim to maximize efficiency and reduce risks,
- Contributing to the elaboration of the budget, and to its execution.
- Requesting support from corporate teams whenever needed
- Supervising the Domains / Business Sectors / JVs operations of the related Global Business Unit in the Country,
- Consolidating the objectives and achievements (Profit & Loss, Operating Cash Flow ...) of the Domains / Business Sectors / JVs that report to it,
- Optimizing the structure and of the operating modes (mutualisation...) of the Domains / Business Sectors / JVs that report to it.
- Managing local projects within the Domains / Business Sectors / JVs.
- Leading transformation initiatives for the country e.g. Ambition Boost
- Leads DIS integration for Thales India

3.1.8 PROCUREMENT, OFFSETS & SUPPLY CHAIN

In Thales India, Procurement function is managed by the Head Procurement, Offsets & Supply Chain, who reports to the Group VP-Procurement, and to the VP-Country Director; incidentally, the Head Procurement India has also a Group function, being the global procurement head for sourcing Engineering services for the Thales Group.

In India, this function covers the following responsibilities:

- Lead procurement mission in bids and projects: analyse purchasing need, define and implement the bid/project procurement plan,
- Contribute to the policy definition for group families purchasing and implement this policy,
- Bring performance services and competitiveness to Business entities,
- Negotiate and manage supplier contracts, and manage supplier performance,

Offsets Management, as part also of this function, is responsible for growing the Indian based supply base in India (via the IPO: International purchasing office), its contribution to the global procurement from the Group, and the provision of high-level expertise in the field of Offset obligation and regulations in India. He is nominated as the Offset Manager for India. In this mission, he is a member of the Group Offset Committee and coordinates with Group and DGD I Offset Directors.

The main mission of Offset Management is to act as a support for sales and bids through early involvement in the Bid process. They analyse the requirements in terms of direct offsets and/or local content, prepare the related proposals, support selling it to the institutional Customer and manage delivery throughout execution of the Project, support availability of all documents with suppliers for preparing such offset proposals and publish and manage the quarterly submission of fulfilment report. They also represent Thales interest at various governing organization forums at the country level.

3.1.9 ENGINEERING COMPETENCE CENTRE (ECC)

Thales India includes two major Engineering competences centres, one specialized in Digital, Identity & Security technologies (DIS GBU), based in Noida / Gurgaon, and another one specialized in all other Thales related technologies (DMS, LAS, SIX, AVS, TAS, GTS) based in Bengaluru. Both of them are managed respectively by a Head ECC, reporting on one hand to the VP Country Director, and on the other hand, respectively to the DIS Engineering Director, and to the VP Corporate Engineering at Group level.

3.1.9.1 Engineering competence CENTRE in Bengaluru (ECC Bengaluru)

The ECC in Bengaluru consolidates all engineering activities in India belonging to the Thales Group, apart from the DIS GBU (located in the Delhi Area). It is a unique combination of Hardware and Software engineering services, for civil and defense activities. It is aimed at tapping within the best talents in India to serve the Group expansion in India, and in the world.

The head of the Bengaluru Engineering Competence Center has the following missions:

- Manage processes, practices and tools tailoring and deployment within his/her Competence Centre
- Contribute to the budgetary processes in India
- Apply performance and competitive objectives within his/her perimeter
- Propose possible synergies & optimization within his/her perimeter
- Review the engineering skills of employees, defines and tracks development actions.
- Manage the Competence Center workload in line with BL needs
- Ensure delivery of the committed work packages in time, quality and budget.
- Manage the Competence Center Engineering management Group (EMG) department.

3.1.9.2 DIS Engineering competence CENTRE (DIS ECC)

This ECC is consolidating all engineering activities belonging to DIS GBU, as created after integration of GEMALTO within THALES. It is based in Noida on one hand (previous “Gemalto” engineering center) and in Gurgaon (Guavus AI application center) on another hand. This engineering Competence Center covers multi-BL engineering departments in India.

The head of DIS Engineering Competence Center:

- Manages processes, practices and tools tailoring and deployment within his/her CC
- Deploys the strategy and policies defined by the GBU DIS Technical and Engineering Department
- Contributes to the budgetary processes
- Applies performance and competitive objectives within his/her perimeter
- Proposes possible synergies & optimization within his/her perimeter
- Reviews the engineering skills of employees, defines and tracks development actions.
- Ensure delivery of the committed work packages in time, quality and budget.
- Manages the Competence Center workload in line with BL needs
- Manages the Competence Center EMG department.

3.2 MANAGEMENT TEAM

Within the mandate and delegations from Thales Group and relevant Functions, Thales India is governed by the Executive Management Committee (EXCOM), whose members are:

- VP and Country Director
- Head -Operations
- Head - Sales & Business development
- Head - Strategy & Marketing
- Head - ECC Bengaluru
- Head - ECC DIS
- Head - Human Resources
- Head - Finance
- Head - Legal& Contracts
- Head - Procurement, Offset & Supply Chain
- Head - Communications

The system of governance of Thales India is described in the Thales India - Delegation of Authority document [10].

3.3 MANAGEMENT MEETINGS

The main periodical meetings to manage and govern Thales India activities are described in the following table. It belongs to each Thales India function to set up regular and ad-hoc coordination meetings (COCOM, COMOPS, etc...) in order to monitor actively and efficiently the nominal progress of the activities under their respective authority, and achieve the Company objectives in India, and for the Thales Group in India.

Meeting	Attendees	Periodicity	Purpose
Executive Committee (EXCOM)	EXCOM permanent members,	Monthly 4 hours, with lunch	General Management,
CSP Seminar	Executive Committee Members + invitees	Bi - Yearly	Sharing of CSP, MTIP, Management objectives and implementation
Ambition Boost Management Review	Executive Committee Members + Business Challenge Owners	Quarterly	Review of Ambition Boost Business Challenges (BCs) and Performance Initiatives (PIs)
Board of Directors of each Legal Entity	Members of Board + Invitees	Quarterly	Fulfil Statutory obligations and empower MD to act
Project Review	VP- Operations / Head of Projects + all relevant managers	Monthly *	Review of all major projects. (Small projects < 1M € are reviewed quarterly)
Gate Review of Opportunities (Prior to Gate1)	CD + Sales + CFO + Operations+ Bid Manager	AD hoc	Approval of Gate reviews Decision on Bid / No Bid

Above mentioned meetings are the main periodical meetings to manage and govern the Indian entities. Additional meetings can be organized as per CD / Department / Function Head requirements to improve Performance of country or to address specific topics

APPENDIX A – BUSINESS ACTIVITY IN INDIA

Global Business Unit	Business Lines	Activity in India	Business Segment in India
DIS	AIS: Analytics & IoT Solutions	X	
	BPS: Banking & Payment Services	X	
	CPL: Cloud Protection & Licensing	X	
	IBS: Identity & Biometric Solutions (IBS)	X	
	MCS: Mobile Connectivity Solutions	X	
SIX	RCP: Radio Communication Products	X	
	NIS: Network & Infrastructure Systems	X	
	PRS: Protection Systems	X	
	CIC: Critical Information Systems and Cyber security	X	
LAS	SRA - Surface Radar	X	BTSL – JV
	AOW - Air Operations and Weapon Systems	X	
		X	
	VTS - Vehicles & Tactical Systems	X	
	ATM - Air Traffic Management	X	
	OME - Optronics & Missile Electronics	X	
DMS	ECS: Electronic Combat Systems	X	TRDS - JV
	ISR: Intelligence, Surveillance, Reconnaissance	X	BTSL – JV
	UWS: Under Water Systems	X	BTSL – JV
	AWS: Above Water Systems	X	

AVS	FLX: FLIGHT AVIONICS		
	CLA: Commercial Avionics	X	
	MAV: Military Avionics	(JV)	STAL – JV
	HEA: Helicopter Avionics	(JV)	STAL – JV
	IFE: In-Flight Entertainment	X	
	ELS: Electrical Systems	--	
	TTS: Training and Simulation	X	
	MIS: Microwave& Imaging Sub-Systems	X	
TAS	TLC: Telecommunication	X	
	OEN: Observation, Exploration and Navigation	X	--
GTS	MLS: Rail Signalling for Main Lines	X	GTS -IND
	URS: Rail Signalling for Urban Rail	X	GTS -IND
	ICS: Integrated Communication and	X	
	RCS: Revenue Collection System	X	

X – Main opportunity but no current reportable activity

LOG OF CHANGES

Revision	Date	Author	Modification
002	21-Jul-2014	Eric LENSEIGNE	Substantial update to align with Group template and current Organisational Structure
003	22-May-2017	Emmanuel de ROQUEFEUIL	Revised to update the modified Sales and Marketing organisation, added Supply Chain to Purchasing, removed CBU - GTS and aligned to latest organisational changes and to include Going Global India responsibilities
004	9-Jul-2019	Emmanuel de ROQUEFEUIL	Integration of GEMALTO & GUAVUS within THALES INDIA

APPROVAL

	Name	Title	Date	Signature
Owner	Emmanuel de ROQUEFEUIL	Country Director	9th July 2019	
Validation	Eveline SAUDE	International Quality & Customer Satisfaction Director	10.7.2019	
Approval	Jean-Marc BUDIN	SVP Middle East Africa and India	12.7.2019	

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All comments and proposals for changing the content of this document should be addressed to:

Thales India
Quality & Customer Satisfaction Department