



Group Policy & Procedure – Supplier Code of Conduct



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Group Policy	Code	Issue Date	Version No./Date	Document Classification	Owner	Approver	Authoriser	Page Number
Supplier Code of Conduct	SCOC	10 May 22	01	Public	VPG	CEO	Audit Committee	2 of 6

Table of Contents

Table of Contents	3
1. Supplier Code of Conduct	4
2. Labour & Working Conditions	4
2.1 Labour and Human Rights.....	4
2.2 Fair Treatment.....	4
2.3 Employment Practices.....	4
2.4 Health & Safety.....	4
2.5 Prevention of Involuntary Labour and Combating Modern Slavery.....	4
2.6 Prevention of Child Labour.....	5
3. Environmental & Social	5
3.1 Resource Efficiency.....	5
3.2 Pollution Prevention.....	5
3.3 Community.....	5
4. Integrity	5
4.1 Anti-bribery & Corruption.....	5
4.2 Business Courtesies.....	5
4.3 Responsible Supply Chain.....	5
4.4 Anti-trust & Competition.....	5
4.5 Anti-Money Laundering and Counter-Terrorist Financing.....	5
5. Transparency & Confidentiality	6
5.1 Conflicts of Interest.....	6
5.2 Documents & Records.....	6
5.3 Confidential Information.....	6
5.4 Audits & Cooperation.....	6
How to Contact Us	6

1. Supplier Code of Conduct

Averda¹ is committed to conducting its business with integrity and in full compliance with laws and regulations. We care for our planet, so we aspire to only work with Suppliers² who share the same standard of ethical values and integrity.

Averda requires its Suppliers to operate, at minimum, in accordance with the principles and requirements, in the Averda Supplier Code of Conduct (“Code”), and in full compliance with all applicable laws and regulations. The principles set out in this Code must also apply to any contractor or subcontractor engaged or employed by a Supplier to perform work for or on behalf of Averda. Contracts between Averda and a Supplier may include additional provisions regarding the same issues raised in this Code. This Code does not supersede such provisions in a particular contract.

Suppliers are expected to be alert to any potential violations of applicable laws, regulations and/or this Code with regards to your business dealings with Averda. Suppliers are expected to cooperate fully with Averda to resolve any concern that may arise with regards to their business dealings with Averda or could negatively impact the business relationship. Averda strictly prohibits retaliation against anyone who raises a concern in good faith and expects Suppliers to follow the same standard.

By acknowledging this Code and commencing business relationships with Averda, you are considered to have read and agreed to comply with the Code. Noncompliance with these standards could impact your relationship with Averda.

Concerns with the conduct of Averda, Averda employees or other Suppliers should be reported to Averda’s Ethics & Compliance Function. Concerns can be raised anonymously or otherwise through:

Email: speakup@averda.com

2. Labour & Working Conditions

2.1 Labour and Human Rights

Suppliers must treat their workers with the utmost dignity and respect and uphold the highest standards of human rights. Suppliers must comply with applicable national and international human rights laws and principles.

2.2 Fair Treatment

Suppliers must treat their workers fairly and with integrity. Suppliers must not, discriminate, harass (including any form of sexual harassment), intimidate, threaten, humiliate, or abuse their workers or third parties in any way, either in the workplace

¹ **Averda** means Averda Holdings International Limited, its subsidiaries and joint ventures.

or otherwise. Where applicable, Suppliers must ensure that migrant workers are engaged on substantially equivalent terms and conditions to non-migrant workers carrying out similar work.

2.3 Employment Practices

Suppliers must comply with all applicable laws and regulations regarding employment practices. Suppliers should have in place human resources policies and procedures consistent with such legal requirements. Suppliers must provide workers with documented information that is clear and understandable, regarding their rights under applicable labour and employment laws and any applicable collective agreements, including their rights related to hours of work, wages, overtime, compensation, and benefits upon beginning the working relationship and when any material changes occur.

Suppliers are expected at minimum to pay fair wages and observe safe and reasonable working hours and working conditions. Workers will be permitted to associate freely, bargain collectively, and seek representation in accordance with applicable local laws. Where applicable, Suppliers must ensure negotiations are fairly executed and aligned with any formal unions their employees are associated with. Where Suppliers are party to collective bargaining agreement with a workers’ organization, such agreement will be respected.

Suppliers must provide their workers with a grievance mechanism to raise workplace concerns, anonymously if preferred, and ensure concerns are addressed in a timely manner. The grievance mechanism must be accessible and communicated to workers.

2.4 Health & Safety

Suppliers must provide their workers with safe and healthy workplaces and prevent injury and ill health to their workers by identifying, evaluating, and managing health and safety hazards through a process of hazard elimination, preventative and protective measures, training, and be capable to identify, assess and respond to potential emergency situations. Suppliers must comply with all applicable health and safety laws and regulations. Supplier shall obtain, keep current, and comply with, all required health and safety permits.

Suppliers must ensure their workers have the right to refuse unsafe work and report unsafe or unhealthy working practices. Where Suppliers provide accommodation for their workers, the facilities must be maintained in line with the standards set under applicable laws and regulations.

2.5 Prevention of Involuntary Labour and Combating Modern Slavery

All work carried out must be voluntary and workers should be free to terminate their employment in accordance with applicable labour laws. Suppliers will not use or permit any form of forced, bonded, or indentured labour. Suppliers must

² **Supplier** means any third party who supplies goods or services to Averda. Including manpower providers, subcontractors, agents, distributors, and consultants.

Group Policy	Code	Issue Date	Version No./Date	Document Classification	Owner	Approver	Authoriser	Page Number
Supplier Code of Conduct	SCOC	10 May 22	01	Public	VPG	CEO	Audit Committee	4 of 6

not withhold workers' identification and travel documents for longer than reasonably necessary for administrative purposes. Suppliers must not unreasonably restrict workers' freedom to move into, out of, or at, working or accommodation facilities.

2.6 Prevention of Child Labour

Suppliers must not use child labour. Suppliers must comply with applicable laws and regulations regarding working age and not look to exploit or seek in anyway child labour.

3. Environmental & Social

Sustainable business practices and environmental responsibility is at the core of Averda's business philosophy. Suppliers must implement and maintain environmentally responsible business practices and comply with all applicable environmental laws and regulations.

3.1 Resource Efficiency

Suppliers must have measures in place to improve efficiency in its consumption of energy, water, material inputs, and other resources.

Suppliers should identify, responsibly control, and reduce where possible, greenhouse gas emissions from its operations. Suppliers must consider technically and financially feasible and cost-effective options to reduce its emissions of greenhouse gases through conservation, use of clean energy, or other measures.

3.2 Pollution Prevention

Suppliers must identify, responsibly control, and reduce where possible, air emissions emanating from its operations that pose a hazard to the environment.

Suppliers must avoid the generation of hazardous and non-hazardous waste materials. Supplier must have a systematic approach to identify, manage, reduce, and responsibly dispose of, or recycle, non-hazardous waste and must avoid/minimize and control the release of hazardous materials.

Suppliers are expected to avoid or minimize their operations having a negative impact on biodiversity and ecosystem services.

3.3 Community

Suppliers must have a systematic process in place to identify, measure and mitigate any risk to the health and safety or security of the communities in which they operate.

Suppliers must respect the rights of indigenous people, local communities, and the cultural heritage in all places in which they operate. Where applicable, Suppliers must minimize adverse social and economic impacts from land acquisition or restrictions on land use and comply with all laws and regulations around displacement and land acquisition.

4. Integrity

4.1 Anti-bribery & Corruption

Averda has zero tolerance for any form of bribery and corruption. Suppliers must not offer or accept any form of bribery, corruption, embezzlement, or extortion, and must not make illegal payments directly or indirectly. Suppliers must comply with applicable anti-bribery and anti-corruption laws including but not limited to the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.

4.2 Business Courtesies

Suppliers should avoid the exchange of gifts and entertainment in their dealings with Averda. Gift or entertainment giving and accepting during a time when any business decisions are being made is strictly prohibited. Gifts include items such as cash or cash equivalents including entertainment, gift cards, product discounts, and non-business activities. Suppliers should contact Averda's Ethics & Compliance Function directly in case of any doubt. Suppliers should not provide any gifts or entertainment on behalf of Averda to any third party without explicit prewritten approval from Averda's Ethics & Compliance Function.

4.3 Responsible Supply Chain

Suppliers should ensure an effective due diligence process is in place to review, select, and monitor third parties. Suppliers should at minimum gather, analyse, manage, and monitor information to ensure that any third parties that you use have a shared commitment to compliance with applicable laws and regulations and the principles in this Code. Suppliers should understand their supply chains and origins of source material to assess whether materials are being sourced from regions with risk of human rights violations, conflict, conflict minerals, forced or child labour, and other high-risk activities. Suppliers should select third parties based on merit and competitiveness and in full compliance with any applicable sanctions regulations.

4.4 Anti-trust & Competition

Suppliers must comply with applicable anti-trust and competition laws in any jurisdiction you operate. Suppliers shall not enter into any agreement that might restrain trade such as coordinating with other third parties in a way that improperly restricts competition. You must not discuss confidential or material non-public information, such as prices, discounts, pricing policy, market share, production levels, customers, or sales territories with a competitor, particularly concerning work performed for Averda.

4.5 Anti-Money Laundering and Counter-Terrorist Financing

Suppliers must not engage in or facilitate any form of money launder or terrorist financing. Suppliers must comply with all applicable laws and regulations regarding anti-money laundering and counter terrorist financing and have sufficient processes in place to prevent and/or detect such activities.

Group Policy	Code	Issue Date	Version No./Date	Document Classification	Owner	Approver	Authoriser	Page Number
Supplier Code of Conduct	SCOC	10 May 22	01	Public	VPG	CEO	Audit Committee	5 of 6

5. Transparency & Confidentiality

5.1 Conflicts of Interest

Suppliers must avoid any activity that creates a conflict of interest, or the appearance of a conflict of interest, that brings into question your relationship with Averda. This includes conflicts of interest that may result from financial interests, employment, outside directorships, share ownership, family or friend relationships, and sponsorships. Suppliers must immediately disclose to Averda any known actual or perceived conflict of interest.

5.2 Documents & Records

Suppliers should ensure they keep accurate and transparent books, documents, and records at all times and comply with any applicable law or regulation regarding records.

5.3 Confidential Information

Suppliers must safeguard Averda's confidential and proprietary information and follow applicable data protection, privacy, and information security laws and regulations. Averda's confidential information must be kept secure and accessible only to those with a legitimate need to access it. Suppliers must not discuss, disclose, transfer, release, or share any confidential information or personal data concerning Averda without prior written consent.

5.4 Audits & Cooperation

Suppliers are expected to have a process in place for the timely correction of any deficiencies or violations identified by an internal or external audit, assessment, inspection, investigation, or review. Suppliers must notify Averda of any ethics and compliance concerns you have with respect to any dealings you have with Averda or Averda employees and are expected to cooperate fully with Averda in the event of such concerns. Furthermore, Averda or an external representative designated by Averda, reserves the right to inspect and audit your books, records, and accounts to assess compliance with this Code relating to work done for or on behalf of Averda,

How to Contact Us

Send any enquiries regarding the Code to Averda's Ethics & Compliance Function: compliance@averda.com

Direct any reports of violations of the Code through Averda's Speak Up platform: speakup@averda.com

General Procurement questions should be directed to the Averda Procurement team.