

# SUPPLIER CODE OF CONDUCT

As part of the Sonepar Group (“Sonepar”), we strive to conduct business worldwide in a socially responsible manner. We believe it is essential to set a high standard for corporate social responsibility in the areas of ethics, environment and society, as set out in this Code of Conduct. We expect our suppliers to impose this Code of Conduct on its own suppliers and, in doing so, implement the principles of this Code of Conduct in the supply chain.

Suppliers must comply with this Suppliers Code of Conduct, as well as Sonepar's Code of Conduct, the relevant legislation and regulations and any other contractual obligations.

## COMPLIANCE WITH LEGISLATION

Suppliers must ensure that their production, products, services and the production location are in accordance with all the relevant (local) legislation and regulations.

## HUMAN RIGHTS

Suppliers must respect the human rights and privacy of everyone. Suppliers are expected to treat people with respect and dignity. They are also required to stimulate and promote equal opportunities for every person and to encourage an inclusive, committed and ethical culture.

### Child labour

Suppliers are prohibited from engaging in child labour or doing business with business partners who engage in child labour. A ‘child’ is defined as a person younger than the local statutory minimum age as it applies to employees performing work, provided that minimum age is in accordance with the minimum working age as defined by the International Labour Organization (ILO), which forms part of the United Nations (UN).

### Human trafficking

Suppliers do not engage in the recruitment, transportation, transfer, accommodation or receipt of persons by way of violence, fraud or coercion, for the purposes of exploitation. Suppliers refrain from using the supply of labour or services that have been obtained illegally and particularly by way of illegal immigrant smuggling or human trafficking.

### Forced labour

Suppliers are not, under any circumstances, permitted to employ people against their will, to have them perform work or conduct business with business partners who engage in and/or promote such practices.

## ENTREPRENEURSHIP

Suppliers must prevent intimidation and ensure that employees can work in an environment free from physical, psychological and other forms of abuse.

Suppliers must respect human rights and comply with all the relevant legislation and regulations as they apply in the country or countries in which they operate. This includes all rights and minimum requirements relating to salaries, remuneration and working conditions.

Suppliers must comply with the applicable statutory regulations in respect of employee remuneration and working hours.

Supplier must respect employees’ right to freedom of association and their right to openly discuss working conditions with the management without fear of intimidation, penalties, interference or sanctions of any form.

## SAFETY, HEALTH AND ENVIRONMENT

Suppliers must respect the environment and carry out their production, products and services in such a manner that any negative environmental effects related to these activities are kept to a minimum. They must aim to achieve an energy consumption that is as efficient as possible and promote the use of renewable energy.

Suppliers must guarantee the safety, health and well-being of employees, visitors and other parties involved in the business operations.

They must also comply with all relevant legislation and regulations and do their utmost to comply with safety and health procedures.

## CORRUPTION

### Compliance with Anti-Corruption Legislation

Suppliers are not permitted to tolerate or engage in any form of corruption or influencing, nor to directly or indirectly make available, offer or promise anything of value to, or request this from, a government official or an employee working in the private sector for the purpose of persuading that official or employee to influence activities or to receive an inappropriate benefit, including facilitating payments.

Suppliers are expected to conduct a reasonable due diligence investigation for the purpose of preventing or bringing to light any corruption and influencing in all business agreements, including collaborations, joint ventures and when using intermediaries such as agents and advisers.

### **Gifts and entertainment**

The exchange of gifts or entertainment for the purpose of gaining a dishonest competitive advantage is not permitted. Suppliers must make sure in all business relations that the offering or receiving of gifts, invitations, entertainment or corporate gifts is permitted by law or on the basis of regulations, is given for a legitimate purpose and is reasonable and not given for the purpose of exerting influence, that this exchange does not violate the rules and standards of the recipient's organisation and that this exchange is in accordance with reasonable market practices.

When giving gifts or entertainment (this includes making promotional products available to employees of Sonepar), the supplier must comply with the following rules:

- Money or gift vouchers are not permitted.
- Gifts exceeding a value of EUR 50 must be reported to the manager of the employee in question.
- Invitations for work-related events must be reported to the manager of the employee in question.
- Gifts given too often, or which are disproportionate or violate the local legislation and regulations are not permitted.
- Gifts or entertainment that can harm the reputation of Sonepar are not permitted.

### **COMPETITION**

Suppliers must comply with all relevant legislation with regard to the formation of cartels, competition and trade practices. In doing so, they must refrain from practices, such as the inappropriate exchange of information and data, price agreements with competitors, manipulation of tendering procedures, unlawful division of customers or regions or other practices limiting competition in a manner that is not permitted.

### **CONFLICT OF INTEREST**

Suppliers must avoid all forms of conflict of interest and situations that appear to involve a conflict of interest in their (business) contacts with Sonepar. Situations between the suppliers and Sonepar that could possibly result in a conflict of interest must be discussed with Sonepar in advance.

### **CONFIDENTIAL INFORMATION**

Suppliers must take every necessary precaution to protect sensitive information and data of Sonepar, including, but not limited to, confidential, proprietary, company-specific, personal and private data. Information and data cannot be used for purposes that are not included in the usual scope of the business relations with Sonepar, unless Sonepar has given its written permission thereto in advance.

### **INTELLECTUAL PROPERTY**

Suppliers must respect intellectual property rights and must always refrain from violating intellectual property rights of third parties when developing, producing or supplying products or providing services to Sonepar.

Suppliers are not permitted to violate these rights in any way or supply imitation products.

### **PERSONAL DATA**

Suppliers must comply with all legislation and regulations for the protection of personal data.

### **INTERNATIONAL TRADE COMPLIANCE**

#### **Export and import control measures**

Suppliers must ensure that they comply with all relevant legislation and regulations as they apply to the import and export of goods supplied by or via them or to the services rendered through them.

Suppliers must, in particular, take measures to prevent their actions from resulting in any violation of the applicable sanctions legislation imposed or upheld by any national or international authority.

#### **Hazardous substances**

Suppliers must comply with all relevant legislation with regard to hazardous substances and conflict minerals.

### **CONFLICT MINERALS**

Suppliers take measures to ensure whether or not their products contain conflict minerals. Conflict minerals are substances such as tin, tantalum, gold and tungsten, which originate directly or indirectly in areas of conflict or neighbouring countries and are traded internationally by violent groups. If this appears to be the case, suppliers are required to conduct a thorough investigation into the origin of the relevant minerals and take the necessary measures in order to ensure that the products supplied to Sonepar do not contain such conflict minerals.

### **ACCURATE ACCOUNTS**

Suppliers are expected to keep accurate accounts. Suppliers are not permitted to change the accounts for the purposes of hiding or distorting certain matters. All documentation that, regardless of its size, has been drawn up or received as proof of a business transaction must provide a full and correct reflection of the transaction or event. The accounts must be kept in accordance with the applicable statutory and contractual regulations and periods.

### **NOTIFYING SUSPECTED ABUSE/WHISTLE-BLOWERS' PROCEDURE**

Suppliers must provide their employees with a suitable means for reporting any (threat of) suspected abuse in good faith, without them having to worry about sanctions in any form. Employees of suppliers can also opt to use Sonepar's Whistle-blowers' procedure as specified on the website of Sonepar, which is accessible to third parties.