



OPTI GROUP 

Supplier Code of Conduct

November 2021

High standards of business ethics and sustainability

OptiGroup's most important assets are its reputation and customer confidence. OptiGroup companies are committed to high standards of business ethics and sustainability, and we expect all our suppliers to adhere to similar standards. This Supplier Code of Conduct defines the basic minimum requirements that apply to all suppliers to OptiGroup companies.

Supplier compliance commitment

By signing the Code of Conduct for suppliers, the executive management of the supplier assures that they and any sub-supplier used in conjunction with products produced for OptiGroup companies, comply with the content of this document.

Requirements

Legal compliance

Suppliers shall operate in full compliance with all applicable laws, rules and regulations relevant to the content of this Code. If the local laws and regulations provide a stronger protection than the requirements in the Code, the local laws or regulations shall prevail.

Freedom of association and collective bargaining

Supplier must adhere to the ILO Conventions 87 and 98, and is expected to recognise and respect the rights of employees to form and join trade unions as well as the right to collective bargaining.

Child labour

The use of child labour is strictly prohibited, in line with the ILO Convention 138 on the Minimum Age, the Convention 182 on the Elimination of the Worst Forms of Child Labour and UN Convention on the Rights of the Child Article 32. The ILO Convention 138 indicates that no child below the age of 15 (or 14 in certain countries) is allowed to work unless subject to exceptions allowed by the ILO or national law. If the Supplier employs young workers, it must demonstrate that the employment of young people does not expose them to undue physical risks that can harm physical, mental or emotional development.

Forced labour

The Supplier shall under no circumstances use, or in any other way benefit from, forced labour in line with the ILO Convention No. 29 on Forced Labour and the ILO Convention No. 105 on Abolition of Forced Labour. This entails that the Supplier shall not use physical punishment, confinement or threats of violence as a disciplinary measure, or retain employees' identification, passports, work permits or deposits as a condition of employment.

Discrimination

Suppliers shall not discriminate when hiring or in any other employment practices in line with the ILO Convention No. 100 on Equal Remuneration and the ILO Convention No. 111 on Discrimination. This includes, for example promotion, benefits and access to training on the grounds of race, ethnic background, gender, disability, sexual orientation, religion, political opinion, maternity, social origin or similar characteristics.

Harassment

Suppliers must treat their employees with dignity and respect and shall not tolerate any physical, psychological, sexual or verbal harassment including harsh or inhuman treatment, coercion, detention or unwanted sexual advances.

Health and safety

Suppliers shall provide a healthy and safe working environment. This includes, at a minimum, to provide potable drinking water and adequate lighting, temperature, ventilation, sanitation, and personal protective equipment for workers. Suppliers shall ensure that fire alarms, firefighting equipment and emergency exits are in place and maintained. Fire and evacuation drills must be carried out regularly.

Working hours

Suppliers must divide working hours into normal and overtime hours and record all working hours accurately. Overtime shall not exceed the number of hours governed by the applicable legislation.

Compensation

The Supplier's employees must be provided with wages and benefits that, at a minimum, comply with national laws or industry standards whichever is higher. Wages must be paid regularly and directly to the employees at agreed time.

Environment

Suppliers must comply with all applicable legal environmental requirements and strive for continuous improvement of their environmental performance.

Corruption and unfair competition

Suppliers shall act in accordance with the UN Convention on Corruption and not engage in any form of corrupt practices including bribery, conflicts of interest, fraud, embezzlement, unlawful kickbacks, extortion and nepotism/cronyism. This means that the Supplier must never, directly or through intermediaries, offer or promise any personal or improper advantage in order to obtain or retain a business or other advantage from a third Party, whether public or private. Price-fixing, market sharing and similar anti-competitive practices are prohibited, and Suppliers must comply with applicable legislation regarding procurement, competition, taxes and social security charges.

Intellectual property

Suppliers must respect intellectual property rights, including patents, trademarks, copyrights and process designs, and safeguards OptiGroup companies confidential and proprietary information. Any transfer or sharing of technology or know-how must be done in a manner that protects intellectual property rights.

Money laundering

Suppliers shall not accept, support or facilitate money laundering and are strictly forbidden to knowingly engage in transactions that facilitate money laundering or otherwise result in unlawful diversion of assets.



Monitoring

All business relations between OptiGroup companies and their suppliers must be based on honesty, trust and cooperation. By signing the Code of Conduct for suppliers, the supplier commits to working proactively to meet these requirements within its own operations and supply chain. OptiGroup companies reserve the right to monitor and audit each supplier’s compliance with our Code of Conduct for suppliers. OptiGroup companies request their suppliers to provide the relevant information that they ask for, and make employees accessible when OptiGroup companies conduct an audit. Suppliers are required to evaluate their own sub-suppliers to ensure

compliance with this Code of Conduct for suppliers, and to monitor and conduct audits of their sub-suppliers when requested by OptiGroup companies. Any non-compliance by the supplier or its sub-suppliers must be effectively remediated both in a timely manner and at no additional cost to OptiGroup companies.

Violation of the Supplier Code of Conduct may adversely affect business relationships with OptiGroup companies, as OptiGroup shall retain the right to terminate the contract if the supplier violates the Code and do not remedy.

Compliance declaration

We, the undersigned hereby confirm:

- That we have received and taken due note of the OptiGroup Supplier Code of Conduct commit ourselves to fully comply with its principles and requirements.
- That we agree that OptiGroup or a third party appointed by OptiGroup may carry out inspections/audits to verify our compliance with the Code, respecting existing agreements with other partners upon our request.
- That we effectively communicate the contents of the Code to our employees, agents, subcontractors, suppliers and sub-suppliers with whom we work with in the delivery of goods and services to OptiGroup.

Name:

Function:

Company name:

Company address:

Place, date:

Signature:

About OptiGroup

OptiGroup is a leading European distribution Group offering customised supply solutions to B2B customers. We acquire and develop companies specialising in providing customers, primarily within Facility Management, hotel & restaurant, healthcare, manufacturing & industry and the graphical sector, with products and services that enhance efficiency and contribute to a more successful business.