



# Supplier Code of Conduct

## **Contents**

|   |                                   |   |
|---|-----------------------------------|---|
| 1 | Definitions                       | 3 |
| 2 | Introduction                      | 3 |
| 3 | Document Requirements             | 3 |
| 4 | Ethics and Legal Requirements     | 4 |
| 5 | Human Rights and Labour Standards | 5 |
| 6 | Compliance                        | 6 |

# 1 Definitions

'The Company' refers to all RSE and associated group companies.

# 2 Introduction

The Company requires all our employees along with those working on our behalf, to comply with all laws and to act ethically and with integrity at all times. Our intent, is to only work with companies who understand and share our commitment to the principles outlined below. Working together we will build a sustainable business relationship that will enable us all to be successful. We require our supply chain partners to adhere to these principles and to reflect these same principles upon their suppliers.

# 3 Document Requirements

Quality, Health, Safety, Environment, Sustainability & Security (QHSES&S)

## Supply chain partners must:

- Comply with all applicable HSES&S laws, regulations, and industry requirements.
- Support and where applicable contribute to The Company's target contribution towards the UN Sustainable Development Goals and 'Net Zero' target.
- Manage their operations so any potential negative impact to the environment or community is prevented or minimised where unavoidable.
- Be certified to the following standards ISO 9001, 14001, 27001 & 45001 or work to The Company's management system in the absence of the relevant ISO certification.
- Provide traceability for all applicable products.
- Promote water efficiency and have documented policies for approach to water sourcing consumption and efficiency, if they have significant water consumption in their Supply Chain.
- Promote reduce, reuse and recycle, before sending waste to landfill.
- Utilise a Circular Economy, where practicable.
- Develop preventative measures to reduce dust, fumes and noise pollution from activities.
- Protect wildlife and habitats, on site, and comply with ecological and arboriculture requirements.
- Source all timber products from legal and sustainable sources, with evidence documented.
- Provide a safe and healthy work environment for their employees and must provide adequate training, work procedures, and appropriate personal protective equipment. Where transport is provided this must be both clean and safe.
- Provide a workplace that has suitable temperature, ventilation, lighting, and washing and sanitation areas appropriate for both genders. Consideration should be given to physical and mental health and well-being.
- Where accommodation / housing is provided they must be safe, sanitary, and meet the basic needs of the workers with regard to space, temperature, lighting, ventilation, food, water, privacy, affordability, and they must meet or exceed host country housing standards.

- Comply with and promote the Building Responsibly Principles which aspire to be the leading standard on worker welfare
- Ensure that all procured goods, services, and works meet required quality standards, specifications, and align with operational needs and customer satisfaction. Compliance with international, national, and industry-specific quality standards, such as ISO certifications, is mandatory, and all procured items must meet the technical specifications outlined in procurement documents.
- Adhere to GDPR and data protection measures. Where the Supplier has access, processes, stores, communicates or supplies infrastructure for the Organisation's information, Cybersecurity certifications such as ISO 27001 should be maintained.
- Support a culture of innovation to help improve QHSES&S ambitions.
- Establish and maintain a management program that drives continual improvement in QHSES&S performance and transparent reporting regarding health and safety incidents.

## 4 Ethics and Legal Requirements

### Supply chain partners must:

- Disclose in advance any relationship with The Company director or employee, or any other person or entity working with The Company that represents or might appear to represent a conflict of interest.
- Conduct business honestly, fairly, and free from any bribery or corruption. Comply with all applicable anti-trust, competition laws and the anti-corruption laws including the UK Bribery Act 2010, the Criminal Finances Act 2017 & Economic Crime and Corporate Transparency Act 2023 . Supply chain partners must also have in place adequate policies and procedures designed to effectively prevent bribery, corruption, and facilitation of tax fraud. The highest standards of integrity are expected in all transactions.
- Keep complete, accurate, and reliable records of all matters related to their business with The Company and provide copies of relevant records on request.
- Protect The Company confidential information and personal data and prevent its disclosure, theft, damage, or unauthorised use.
- Notify The Company without undue delay after becoming aware of a personal data breach under the General Data Protection Regulation or other applicable local legislation.
- Only engage with employees, contractors, commercial intermediaries, suppliers, contractors and other business representatives and partners who act in a way consistent with our shared commitment to ethical business practices and compliance with laws.
- Only offer appropriate gifts or hospitality in an open and transparent way.
- Comply with all applicable export and trade laws and regulations.
- Promote a Whistleblowing culture that does not tolerate retaliation.

### Supply chain partners must not:

- Develop any relationship with The Company director, employee, or those working for The Company, whether financial or otherwise, which might conflict, or appear to conflict, with such person's obligation to act in the best interest of The Company.

- Encourage or allow others to engage in any form of bribery, including the small payments often known as facilitation payments intended to improperly influence someone.
- Engage in tax evasion or facilitate the evasion of tax by any other party.
- Offer any incentive to The Company Director, employee, or such person's family or friends in order to obtain, retain, or influence The Company business.
- Source or Supply any goods or services for The Company from any entity listed on the applicable denied or restricted party list The UK Sanctions List - GOV.UK.
- Offer gifts or hospitality which is lavish or inappropriate or which is meant to influence The Company, or which could be seen as intending to influence business decisions.
- Offer or supply a third party's confidential information to The Company unless authorised or entitled to do so.

## 5 Human Rights and Labour Standards

### Supply chain partners must:

- Comply with all applicable labour laws including the Modern Slavery Act 2015 of the United Kingdom & Human trafficking and Exploitation (Scotland) Act 2015.
- Set working hours, wages, and overtime pay in compliance with all applicable laws. Workers shall be paid at least the legal minimum wage or a wage that meets local industry standards, whichever is greater. All wages and benefits should be paid in a regular, timely manner in accordance with Working Time Directive.
- Ensure all workers are provided with recruitment agreements and employment contracts in writing as required by applicable laws.
- Ensure the work relationship between their workers and their suppliers is freely chosen and free from threats and that all workers are free to have time off, or to leave their employment or work after giving reasonable notice in compliance with all applicable laws.
- Ensure workers always have access to passports and personal documentation. Workers shall also have freedom of movement out with normal working hours unless there are legitimate security or health and safety reasons that threaten the safety or the wellbeing of the worker.
- Comply with all applicable laws regarding harassment and abuse of employees.
- Employ workers on the basis of their ability to perform the job, not on the basis of their personal characteristics or beliefs (including race, colour, gender, ethnicity, nationality, religion, sexual orientation, age, disability, maternity or marital status).
- Respect freedom of association and the right to collective bargaining. Where the right to freedom of association and collective bargaining is restricted under law, the employer must not hinder the development of parallel means for independent and free association and bargaining.
- Have adequate policies and reliable systems in place to prevent the use of illegally or unethically sourced materials & Services, in particular policies and systems to prevent improper procurement of conflict minerals also known as tantalum, tin, tungsten, and gold. Supply chain partners must make every reasonable effort to ensure that their sources are conflict free and be able to provide adequate verification if requested.

- Use recruiters that uphold and respect the standards contained in this Supply Chain Code of Conduct and reflect best practices for recruiting in respect of human rights and labour standards.
- Conduct due diligence within their own supply chains to ensure transparent and ethical practices are in place.

**Supply chain partners must not:**

- Use any force, bonded, involuntary prison, or child labour.
- Subject their employees to psychological, verbal, sexual or physical harassment or any other form of abuse.
- Use misleading or fraudulent practices during the recruitment of employees or offering of employment, such as failing to disclose or misrepresenting key terms and conditions of employment, including wages and benefits, the location of work, the living conditions, housing and associated costs, and any significant cost to be charged to the employee, and if applicable, the hazardous nature of the work.
- Use recruiters that do not comply with local labour laws.
- Charge employees for recruitment fees.
- Improperly retain workers' identification documentation.
- Use temporary labour arrangements solely for the purpose of avoiding obligations to the employee under labour or social security laws and regulations arising from the regular employment relationship.

## 6 Compliance

The Company reserves the right to assess and monitor suppliers' compliance with this Supply Chain Code of Conduct.

**Supply chain partners must:**

- Comply with the most demanding requirements, whether they are relevant applicable local and national laws and regulations, or the principles set out in this Supply Chain Code of Conduct, in the provision of materials or services to The Company.
- Implement systems and controls to ensure compliance with applicable laws and regulations and the principles set out in this Supply Chain Code of Conduct, including policies, training, monitoring, and auditing mechanisms designed to provide ongoing improvement and assurance of its effectiveness.
- Communicate the principles set out in this Supply Chain Code of Conduct to their suppliers and business partners who may provide goods or services to The Company and mandate compliance as part of their ethical business practices.
- Notify The Company of any alleged potential, suspected or actual breach of the law or the Supply Chain Code of Conduct
- Provide a process for employees to report, without fear of retaliation, activity inconsistent with the content of this Supply Chain Code of Conduct with reference to ethical business conduct, and human and labour rights.

Note: This Supply Chain Code of Conduct contains general requirements applicable to all The Company's supply chain partners. Supply chain contracts may contain more specific provisions addressing some of the same issues. To the extent, if there is any inconsistency between this Supply Chain Code of Conduct and any other provision of a particular contract, supply chain partners must comply with whichever provision is stricter. As a general matter, The Company, expects supply chain partners to act not just in accordance with the specific provisions of this Supply Chain Code of Conduct, but also in accordance with its spirit.