

BSW Group

Supplier Code of Conduct



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1. INTRODUCTION

We believe that we have a responsibility to be a good corporate citizen. Having a significant position in the markets we serve, we believe we can help shape and influence standards wherever we do business.

This Code of Conduct document serves to outline the expected behaviours of BSW Suppliers when engaged in Producing goods or services for or on our behalf. The document applies to and binds all Directors, Managers and employees of the Supplier and serves to confirm the principles on which we engage with our Supplier Community.

2. LEGALITY

BSW expects Suppliers to comply with:

- All applicable UK laws and regulation.
- All applicable European Union laws, directives and regulations (including those governing Public Procurement, where relevant)
- The relevant laws, regulations and so on of other territories in which Supplier operates.
- International laws, treaties and agreements to which the UK government is party
- Note: this includes not only those laws directly applicable to the selling of goods and services - it includes amongst others the laws on:
 - Taxation – BSW will not be a party to the evasion of income, sales, corporate, value-added or other taxes, customs
 - Duties, or other charges
 - Environmental regulations
 - Employment, health and safety
 - Bribery & corruption
- BSW is committed to the fair and effective applications of laws and regulations. There is, therefore, a positive duty on BSW and its Suppliers to report and refer any and all reasonably founded suspicion of illegal activity (for example, attempts at corruption, evidence of anti-competitive or cartel-like activity, breaches of employment or environmental law.)

3. ACCOUNTABILITY AND AUDITABILITY

BSW expects Suppliers to maintain systems, whether manual or electronic, that will, for all purchases, contracts and commitments, records, identify and as appropriate provide records that can be audited at a later date for:

- The purchases order processing creation of a job file
- The materials and source of materials used in production
- The process and quality checks/ logs employed in production
- The cost of production
- The despatch/ delivery log
- The invoice

4. FAIR BUSINESS PRACTICE

BSW conduct its business and activities in a competitive manner and expect its suppliers, subcontractors and agents do the same. Suppliers shall not violate applicable antitrust and anti-competition laws, rules and regulations, which, among other things, generally prohibit price-fixing, dividing territories and bid-rigging.

BSW dealings and transactions with suppliers will be at arms-length. To that end, BSW suppliers and BSW staff must not be in a situation where a conflict of interests exists because of a family relationship, a personal relationship, a business relationship, an investment or due to some other connection or relationship. Any such relationship or investment that could possibly give a rise to a conflict of interest must be promptly disclosed by the supplier.

5. CONFIDENTIAL INFORMATION

BSW expect suppliers to:

- Maintain the same confidence with any confidential information received as they would their own
- Manage any data received under the guidelines of the Data Protection Act 2018 incorporating GDPR principles.
- Not copy or reproduce any information received without prior consent of BSW
- Only disclose information to employees for the purposes of carrying out a requested Business Purpose
- Immediately notify BSW of any breach of confidentiality

6. REPUTATIONAL & REGULATORY RISKS

BSW sources a wide range of products and services from a diverse and global supplier base. A supplier's misconduct could cause serious reputational damage to BSW and BSW's clients. BSW expects supply partners to operate with integrity and responsibility.

BSW expect all suppliers to be committed to the UN guidelines as detailed below:

THE TEN PRINCIPLES OF THE UN GLOBAL COMPACT

Human Rights

Principle 1:

Businesses should support and respect the protection of internationally proclaimed human rights; and

Principle 2:

Make sure that they are not complicit in human rights abuses.

Labour

Principle 3:

Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;

Principle 4:

The elimination of all forms of forced and compulsory labour;

Principle 5:

The effective abolition of child labour; and

Principle 6:

The elimination of discrimination in respect of employment and occupation.

Environment

Principle 7:

Businesses should support a precautionary approach to environmental challenges;

Principle 8:

Undertake initiatives to promote greater environmental responsibility; and

Principle 9:

Encourage the development and diffusion of environmentally friendly technologies.

Anti-Corruption

Principle 10:

Businesses should work against corruption in all its forms, including extortion and bribery.



BSW expects that all supply partners have programmes in place throughout their own activities and that of their supply chain to minimise:

- Employment practice issues
- Human rights abuse
- Modern slavery exploitation
- Discrimination
- Equal opportunity issues
- Environmental issues
- Bribery and corruption
- Conflict minerals use
- Quality issues
- Business continuity implications

7. EMPLOYMENT PRACTICE

BSW expect suppliers within their own factories and their direct supply chain to:

- Comply with all applicable regulations regarding modern slavery and to take measures to identify and eliminate the risk of modern slavery within their own operations and that of its own supply chain
- Provide a safe and healthy environment for employees
- Comply with all laws regarding maximum work hours, vacation time, leave periods, holidays and to provide payment/ benefits for overtime hours
- Only employ workers with valid documentation that proves their right to work
- Respect the rights of employees to freely associate, organise and collectively bargain
- Base all conditions of employment on an individual's ability to do the job and not on personal characteristics or beliefs. Employment decisions should be based on lawful non-discriminatory factors which, depending on the specific employment decision at issue, may include, but are not limited to, some of the following factors: merit, experience, education, demonstrated performance, competency, assessment of performance, business needs, client needs, work levels, job titles, compensation ranges, company policies, practices, and guidelines or other lawful non-discrimination factors applicable to the decision.
- Not discriminate against employees or applicants because of their race, colour, gender, age, national origin, ancestry, religion, handicap, disability, sexual orientation or any other status or characteristic protected under the law
- Treat all employees with respect and dignity and to promote an environment free from harassment and any form of physical pressures.
- Ensure child labour is never used in any operation

8. ENVIRONMENTAL RISK

BSW is committed to reducing the environmental impact not just of BSW activities but throughout the lifecycle of BSW's products and services. This includes identifying the environmental impacts associated with the products and services BSW's supply chain provides.

BSW require that all partners have the following in place:

- Programmes to identify and measure the environmental impacts associated with their activities, products and services
- Programmes to reduce the environmental impacts associated with the production of its products and services

- Willingness to work alongside BSW in mutually beneficial programmes to reduce the environmental impact across the lifecycle of the supply chain activities

9. ANTI-CORRUPTION & BRIBERY

BSW activities are governed by anti-bribery legislation specifically the UK Bribery Act 2010. BSW staff with any form of contact with suppliers are encouraged to avoid situations which may induce a supplier to offer potentially inappropriate gifts or entertainment. To this end, BSW expects that all suppliers:

- Shall not directly or indirectly take part in or condone any form of corruption, including but not limited to bribes, inducements, grease or facilitation payments, kickbacks, fraud, extortion, money- laundering or doing business with prohibited individuals, countries or companies.
- Shall not directly accept, offer or provide any improper inducements to, or attempt to improperly influence any government official, government entity, political party, political candidate, public international organisation, private individual, organisation or company. Suppliers shall be familiar with and comply with the UK Bribery Act and other applicable anti-corruption laws. In addition, they must endure that their own, subcontractors and agents are also compliant.

10. QUALITY MANAGEMENT

BSW expect that all suppliers are manufacturing products to, as a minimum, ISO 9001 standards. This minimum standard is expected to be supplemented where necessary by specific standards relative to the products being produced

11. BUSINESS CONTINUITY / DISASTER RECOVERY

BSW shall ensure that all suppliers with an annual turnover in excess of £10m per annum have in place a business continuity/disaster recovery plan that will be audited by BSW at least once per year. It is expected that part of this audit shall require demonstration/ evidence of testing.