

1. Introduction

“This Code” means this ESG Code of Conduct for a Supplier document.

“ESG” means Environmental, Social and Governance.

“Customer” in this Code means Frequentis UK Limited.

“Supplier” in this Code means any business or other entity that agrees to or does supply any goods, services or facilities to the Customer at any time.

The ESG policy of the Customer is to ensure so far as applicable and reasonably practicable that its operations, activities and conduct, and those of its Suppliers, will be carried out with a commitment to:

- (a) protecting and enhancing the environment by minimising negative impact and maximising positive impact on the environment;
- (b) ensuring appropriate conduct towards, positive impact on and good relationships with employees, customers/clients, suppliers and the community in which the Customer and its Suppliers operate; and
- (c) conduct their business with integrity and high standards of business ethics, through appropriate structures, systems, processes and procedures (“ESG Commitment”)

The ESG Commitment is a fundamental principle of the Customer’s business.

2. Customer’s General ESG Principles

In fulfilling the ESG Commitment, the Customer seeks to:

- (i) comply with all applicable local and national laws, rules, regulations and other measures having the force of law that are relevant to any aspects of the ESG Commitment; and
- (ii) where it is practicable and appropriate to do so, establish and meet standards relevant to any aspects of the ESG Commitment which are higher than the standards imposed by law.

3. Suppliers’ Commitment

This Code sets out the minimum standards that must be met by the Supplier and their suppliers and sub-contractors in order to assist the Customer to maximise its ability to meet the ESG Commitment.

Each Supplier is required to:

- comply with this Code;
- adopt and implement policies, standards and processes fully consistent with the Supplier’s commitments set out under the Environmental, Social and Governance headings below;
- ensure that each such confirmation is correct in all respects;
- have systems in place to ensure compliance and to demonstrate that it is compliant;
- permit the Customer to conduct audits to verify the Supplier’s compliance with this Code; and
- sign and return a copy of this Code to the Customer.

4. Environmental

The Supplier will:

- ensure that its operations, the goods that it manufactures and the components that it incorporates into its goods comply with all applicable environmental protection laws and regulations and require its goods and services supply chain to do so;
- operate management procedures to include environmental factors and carry out environmental audits when required;
- continuously improve environmental performance and integrate recognised environmental best practice into business operations;
- measure, and act to reduce, the carbon footprint of business activities;
- where possible, reduce consumption of resources and improve efficiency of those resources

- promote environmentally friendly responsible purchasing within the Supplier and its goods and services supply chain;
- have in place a suitable environmental management system for identifying and managing environmental risks and hazards and require its goods and services supply chain to do so;
- manage and dispose of all waste in a responsible manner in ways that show concern for the environment;
- use packaging materials that comply with all applicable environmental laws and regulations and require its goods and services supply chain to do so;
- recycle all packaging materials and require its goods and services supply chain to do so;
- ensure that it safely handles and transports all hazardous or toxic materials and products and require its goods and services supply chain to do so; and
- provide advice to the Customer and others as appropriate on safe handling, transportation, storage and final disposal of the Supplier's products and require its goods and services supply chain to do so.

5. Social

The Supplier will:

- comply with and require its goods and services supply chain to comply with, all applicable anti-slavery and human trafficking laws, statutes, regulations and codes, including the Modern Slavery Act 2015 and other laws etc. prohibiting forced or compulsory labour, child labour, bonded labour, prison labour);
- not infringe, and will prohibit its goods and services supply chain from infringing, any internationally recognized human rights, including those recognised in the International Bill of Human Rights and the ILO Declaration on Fundamental Principles and Rights at Work;
- provide and maintain and require its goods and services supply chain to provide and maintain a working environment free from all forms of discrimination, harassment and bullying, (e.g. union membership or political affiliation, gender, gender identity or expression, gender reassignment, sexual preference, race, colour, caste, creed, religion, nationality or national origin, ethnicity or ethnic origin, ancestry, age, marital or pregnancy status, civil partnership or disability);
- promote and require its goods and services supply chain to promote, diversity and inclusion amongst its and their workforce;
- comply with, and require its goods and services supply chain to comply with, workplace health and safety laws and standards, and will take steps and require its goods and services supply chain to take steps to mitigate risks to health and safety in the workplace, prevent workplace hazards and work-related accidents and injuries; and
- provide, and require its goods and services supply chain to provide, fair remuneration (including overtime premiums), benefits, working hours, attendance, leave and sick leave policies, ensuring as a minimum that remuneration is sufficient to cover basic living requirements and that working hours do not exceed the maximum permitted by applicable laws and industry standards

6. Governance

The Supplier will:

- ensure that it and require its goods and services supply chain to ensure that it complies with all applicable local and national laws and regulations, relevant standards and codes of practice relating both generally and in particular to transparency and corporate governance;
- ensure that it has clear and effective governance for ESG;
- promote strong oversight and transparency at all levels of its organization;
- establish and maintain high standards of business ethics conduct, and promote a culture of integrity, honesty, ethical and responsible conduct in its business activities and behaviours comply with all applicable laws relating to bribery and corruption (including the Bribery Act 2010) prohibit any bribery or corruption of, or by, any of its officers or employees [and require its goods and services supply chain similarly to comply with such laws and to prohibit their officers and employees from engaging in any bribery or corruption;
- prohibit any money laundering by any of its officers or employees and require its goods and services supply chain similarly to prohibit their officers and employees;
- maintain and implement policies covering anti-bribery and corruption, code/s of conduct,

- conflicts of interest, privacy and human resources, as part of the governance structure of the Supplier and require its goods and services supply chain to do so;
- comply with all applicable employment laws and requirements in the countries in which the Supplier is active;
 - comply with all applicable data protection laws and requirements (including the UK GDPR) when processing any personal data on behalf of the Customer, and maintain appropriate privacy and data security measures to protect the integrity and confidentiality of information held on its systems (including information supplied by the Customer and information of employees goods and services supply chain, and ensure that there is no unauthorised access to any such information by third parties including its goods and services supply chain;
 - ensure that its products and services meet all relevant standards of safety and quality for the benefit of its and the Customer's customers; and
 - not offer Supplier staff or their families gifts, invitations, gratuitous services, preferential treatment or other benefits, whether or not these are of a pecuniary nature, which could influence or limit the incorruptibility, free judgment or objectivity of the aforesaid staff member in his or her business relationship with the Supplier.

7. Viewing and updating this Code

The Customer will periodically review and update this Code as necessary.

On each occasion that this Code is updated, the Customer will notify Suppliers by email that it has been updated and will provide them with a copy of the updated Code attached to that email, and the updated version of this Code will be effective twenty days after that notification.

8. Breach of this Code

In the event the Supplier is unable to comply with one or more terms of this Code it must notify Customer in order to mutually agree corrective measures. Any failure by the Supplier to comply with the principles defined in this Code is a breach of its contractual obligations and may result in termination of any related contract or purchase order, without prejudice to any other rights or remedies of the Customer.

Name of Supplier:

Name of signatory for Supplier

Position:

Signature:

Dated:

A copy of the Code, signed and dated on behalf of the Supplier, should be returned to the Customer.