



## SUPPLY CHAIN CODE OF CONDUCT

We are committed to carrying out procurement activities in an environmentally, socially, ethically and economically responsible manner and to entering into agreements and contracts with suppliers that share our values and adhere to this vision.

To demonstrate this commitment; all of our current and potential suppliers are asked to agree to comply with the principles set out within Xewli's Supply Chain Code of Conduct with respect to their organisation and their wider supply chain (reference to 'Suppliers' in this code means Suppliers and their supply chains).

These principles outline a set of best practice expectations and are not intended to conflict with, or modify, the terms and conditions of any supplier contracts with Xewli. If a contract, legal or regulatory requirement addresses the same areas as those covered within the Supply Chain Code of Conduct, suppliers must prioritise compliance with those requirements.

Responsible behaviour is vitally important to the way in which we conduct business, and our suppliers are a central part of that effort.

### WORKPLACE/EMPLOYEES

#### Human rights

We expect our suppliers to uphold and protect human rights by complying and adhering to all applicable Human Rights Legislation and by developing and fostering an inclusive working environment where individuals are treated at all times with dignity and respect. Suppliers are expected to promote fair employment practices, provide fair and competitive wages and prohibit harassment, bullying, discrimination, retaliation, modern slavery and human trafficking. Suppliers must ensure they undertake appropriate due diligence, and have the systems and processes in place to minimise the risk of such abuses occurring.

## **Modern Slavery including human trafficking, forced, involuntary or underage labour**

We expect our suppliers to be actively adhering to the requirements of any anti-slavery/modern slavery legislation in any country that they operate in. This includes complying with any voluntary and/or mandatory publication schemes in place to provide transparency of how our suppliers approach these issues. Our suppliers must not engage in any way with human trafficking, or support or work with organisations that engage in any kind of human trafficking activity, and must not use any forced, bonded or involuntary prison labour.

Suppliers must ensure that all work is provided willingly on the part of the employee, and allow employees to freely choose to work or leave their employment on reasonable notice without the supplier holding any financial deposit or personal items of the employee.

We expect our suppliers to provide their employees with a written contract of employment or offer letter (depending on the jurisdiction of employment) in their local language clearly indicating the employer's obligations to the employee as well as the employee's rights and responsibilities with regard to wages, working hours, benefits and other working conditions and where legally required, register that contract of employment.

Our suppliers must not employ any person under the minimum legal age for employment in the jurisdiction where the work is performed, and must comply with all applicable child labour laws and must not support any form of child labour.

## **Diversity, inclusion and fair treatment**

We expect all of our suppliers to not discriminate or unfairly treat any worker for any reason including education, social class, nationality, trade union membership, age, disability, gender reassignment, marital status, pregnancy and maternity, race, religion or belief, sex, or sexual orientation.

Suppliers should allow workers it employs the freedom of association to join (but not be forced to join), or be represented by, a trade union or similar representative organisation of their choice, and be free to leave such organisations at any time of their own free will. Representatives of workers must be elected by the relevant workers, not appointed by management.

Suppliers shall endeavour to ensure they provide equality of opportunity and that it remunerates all workers equally in accordance with their respective employment grade, regardless of any characteristics listed above, unless statutory conditions require otherwise. Effective worker engagement practices must be in place, to the extent all workers understand their duties and their employment rights under local and international laws.

## **Employee terms**

We expect our suppliers to grant their employees at least statutory minimum wage (or, if no statutory minimum wage is enforced in the jurisdiction in which the supplier conducts business; a realistic living wage).

All non-statutory deductions from wages must be lawful, reasonable and made with the knowledge of the worker. Working hours must be regulated, with daily and weekly rest periods, and annual leave in accordance with applicable laws and regulations.

## **Harassment and bullying**

We do not tolerate any form of harassment or bullying in any circumstances. We expect our suppliers to provide a workplace similarly free from discrimination, harassment, violence or victimisation, ensuring all workers are treated fairly and with respect and dignity.

## **Health and safety**

We expect all our suppliers to ensure a safe, hygienic and secure working environment, complying with all applicable health and safety laws, regulations and standards to minimise risks and threats to employees' health and safety from all identifiable hazards that may arise in connection with their work. Suppliers should provide ongoing and suitably frequent mandatory health and safety training to all workers as well as ensuring effective processes and policies are in place to ensure the safe operation of all equipment and tools. Personal protective equipment necessary to ensure the health and safety of workers carrying out tasks should be of suitable quality and condition and provided to employees free of charge.

## **Help & Guidance**

Our suppliers are expected to provide employees and third parties with access to adequate reporting channels to seek advice or raise legal or ethical concerns without fear of retaliation, including opportunities for anonymous reporting.

## BUSINESS PRACTICES

### Code of conduct and compliance

As well as agreeing to comply with our supplier code of conduct, we expect our suppliers to implement and adhere to their own similar written code of conduct, and as a minimum, to comply with all laws, regulations and financial/tax legal requirements of the countries they are working in, manufacturing in or trading with, as applicable.

### Anti-corruption

We expect our suppliers to comply with all relevant laws and regulations regarding anti-corruption including, where applicable, the US Foreign Corrupt Practices Act 1977 and the UK Bribery Act 2010 or equivalent standards. We do not tolerate any form of bribery or corruption in any circumstances. Accordingly, our suppliers must not be involved in any way with acts of corruption or bribery, participate in anti-competition practices/cartels, limit supply, control markets, or otherwise improperly restrict or impact competition or support acts of violence or terrorism or abuse of individual people or communities. Suppliers must not offer, give, or receive any payment, inducement, benefit or gift that may be construed as a bribe, for any business purpose whether directly or through a third party.

We expect our suppliers to be similarly intolerant of corrupt activity and to have appropriate and adequate procedures to prevent such activity from taking place.

### Gifts and hospitality

We expect our suppliers to ensure that the offer, provision, request for or receipt of any gift or hospitality is as permitted by law and regulation and does not violate the rules and standards of either the donor or recipient's organisation, and is consistent with all reasonable market terms and conditions. Gifts and hospitality must never be provided in cash or cash equivalents, and suppliers should have in place and adhere to a gifts and hospitality policy including the maintenance of a central register of gifts and hospitality offered to it and the basis on which any gift or hospitality is accepted or rejected.

### Antitrust and competition

We expect our suppliers to conduct business in accordance with all applicable competition and antitrust laws and regulations. We expect our suppliers not to enter into any form of

anti-competitive arrangements that (for example) fix prices, rig or unduly influence bids, limit supply, control markets, or otherwise improperly restrict or impact competition.

### **Trade controls & sanction**

We expect our suppliers to conduct business in compliance with all applicable laws and regulations concerning: export, re-export, import of products, technical data, software and services.

We expect our suppliers to screen third parties with whom they intend to do business and to be fully compliant with all relevant financial sanctions, trade embargoes and other restrictive measures imposed from time to time by any applicable government authority.

### **Sustainable and fair contract terms**

Suppliers must not force unsustainable or unfair contract terms on their own suppliers, or throughout their extended supply chain, nor allow unfair exploitation of a dominant market or customer position. Suppliers are expected to support and promote fair trade conditions for producers wherever possible.

### **Identification and Management of risk**

We encourage our suppliers to proactively identify, manage and mitigate risk in their supply chain by undertaking due diligence of the impacts caused by their activities, and actively seek out ways in which to minimise such negative impacts.

### **Timely Payment**

We expect our suppliers to pay their suppliers on time in accordance with agreed contractual payment terms.

### **Accurate Record Keeping**

We expect our suppliers to accurately and securely capture, store, and retain, as appropriate, business records and ensure that all requirements of data protection legislation are adhered to.

## **Conflicts of interest**

Suppliers should seek to identify and avoid actual conflicts of interest, or situations giving the appearance of a potential conflict of interest. Where conflicts of interest do arise, suppliers should ensure that such conflicts are disclosed in a timely manner to Xewli and all other affected parties.

## **Personal, confidential and proprietary information**

We expect our suppliers to protect all sensitive information, including confidential, proprietary and protected personal information. Information should not be used for any purpose other than for the purpose for which it was provided without prior authorisation.

Where such information is held or transferred electronically, suppliers must have implemented appropriate IT Cyber Security, using Cyber Essentials as a baseline level of protection. Suppliers must immediately notify us where there are any suspected or actual data breaches.

## **Information security**

We expect our suppliers to implement a holistic approach to information security, by following the 10 Steps to Cyber Security, and/or complying to ISO27001 (or similar), in order to protect against a wider range of potential cyber attacks. Suppliers must also ensure they have appropriate personnel, physical and procedural controls to protect against fraud, theft, and insider threats.

All staff working on a contract should be screened, following the principles outlined by the Cabinet Office Baseline Protective Security Standard (BPSS), and additional checks (such as financial checks) added as required.

In addition, staff who are employed where there is a requirement to access Government protectively marked information at above OFFICIAL-SENSITIVE must be vetted by the Disclosure and Barring Service, National Security Vetting or other appropriate Government Vetting Agency.

We expect our suppliers to address any security issues proactively and to notify and support us in responding to and remedying any security breaches.

## **Intellectual Property**

We expect our suppliers to comply with all applicable laws and regulations governing intellectual property, as well as all contractual obligations.

## Quality Management

Our suppliers must implement and clearly demonstrate that they have quality assurance and risk management policies and processes in place, and where possible, that they align to ISO9001 quality standards.

## ENVIRONMENTAL SUSTAINABILITY

We believe that protecting the environment by minimising our environmental impact will help to secure the long term future of our business. We expect environmental protection to be a similar priority for our suppliers in all significant aspects of their activities.

### Climate Emergency

We expect all our suppliers to have acknowledged the Global Climate Emergency.

Suppliers should have clear plans and actions to address this for areas of their responsibility and influence in place (across their operations and in their wider supply chains), with defined incremental steps to work towards their climate emissions being net zero by 2050 or earlier.

### Environmental Compliance

We expect our suppliers to comply with all local and national environmental laws, regulations and directives of the countries they are working in, manufacturing in or trading with, as applicable.

Suppliers should actively avoid causing environmental damage and/or negative environmental impact through raw material source, manufacturing processes, supply of the goods or services and disposal of supply chain waste.

We expect our suppliers to implement their own plans to minimise their environmental impact year on year, and to ensure they have measures in place to effectively reduce identified environmental impacts (e.g. recycling, single use packaging, general plastic usage, energy efficiency measures).

We expect our suppliers to have a strong focus on actively pushing to develop/innovate more environmentally friendly products/service solutions and take manufacture, use and disposal into consideration, including the possibility of circular supply chains.

## Social Impact

We want to make a positive social and economic contribution to the communities in which we live and work by contributing to activities and organisations that align with our business and having as diverse a Supply Chain as possible. We expect our suppliers to support and promote these efforts.

## RAISING CONCERNS

Suppliers who have a serious concern regarding any issue which may breach this Code should raise the matter with the Xewli's Operations Manager at [ops@xewli.com](mailto:ops@xewli.com)

## SUPPLIER COMMITMENT

We expect all our suppliers to adhere to Xewli's Supply Chain Code of Conduct, and ensure that their own supply chain adheres to the Code in order to enforce and promote sound social, ethical, environmental and economic practices.