

UNIVERS SUPPLIER CODE OF CONDUCT

Univers is committed to conducting our business with the highest level of integrity and in compliance with all applicable laws and regulations. Additionally, as a member of the United Nations Global Compact¹, we are committed to advance sustainability, equality and human rights.

We view our suppliers and all third party intermediaries who act on our behalf (“Suppliers”) as our business partners in furthering our strategic goals. We are committed to doing business with reputable and suitably qualified third parties who share these commitments.

This Supplier Code of Conduct supplements the Univers Code of Conduct and sets out the basic obligations that you, as our Supplier, are expected to adhere to.

Compliance with Laws

You must comply with all applicable laws and regulations, by which we mean all laws and regulations and orders, notices, rules and directions made by governmental or regulatory bodies having the force of law as may apply to the provision to Univers of the goods and/or services in your country of origin and/or the place where your goods and/or services are delivered.

Human Rights and Employment Practices

To the extent permitted by local laws, you must respect all internationally proclaimed human rights and avoid causing or being complicit in any human rights violations. In particular, you should:-

- take active measures to ensure the protection of vulnerable groups of people such as women, children, migrant workers or indigenous peoples;
- not be involved , whether directly or indirectly, in modern slavery, human trafficking, bonded, forced or compulsory labour (including debt bondage and non-voluntary human labour), coercion or exploitation;
- not employ children under the age of 15 years unless your business is registered in a developing country and the exception under Article 138 of the International Labour Convention applies;
- ensure that job candidates and employees are not subject to discriminatory conduct and that only objective criteria based on merit, experience, aptitude and/or qualifications are the bases of your hiring and employee management decisions;
- treat your employees with dignity and respect. Mental cruelty and harassment (including sexual harassment) such as gestures, language, and physical contact that are sexual, coercive, intimidating, violent, racist, abusive or exploitative should not be tolerated;
- recognize your employees’ rights to form or join existing trade unions and to engage in collective bargaining or to refuse to do so (unless otherwise prohibited by local laws and regulations);
- pay your employees fair wages if no minimum wages are mandated under the applicable laws and regulations in the country where you are registered or where your products and/or services are delivered to us or on our behalf;
- ensure that you have clearly written contracts in a language that your employees understand and your employees’ original personal certificates and identifications should not be taken and/or withheld from them as a condition of employment with you (unless mandated by applicable laws and regulations); and
- If you provide us with contract staff, you must not have required the staff to pay you recruitment fees or other similar fees to gain employment with you. You must also ensure that that your own labour suppliers do not impose such fees on the staff that they provide to you.

¹ [About the UN Global Compact | UN Global Compact](#)



Workplace Health and Safety

You must provide all your employees with a safe and healthy working environment in accordance with applicable laws and regulations and industry, national and international standards regarding occupational health and safety and provide safe working conditions.

You must also establish a reasonable occupational health and safety management system which should include appropriate employee training relating to health and safety.

Your employees should be given the right to refuse to work in unsafe or unhealthy working and living conditions (if you provide accommodation and food to your employees) and they should have access to a mechanism to report unsafe or unhealthy working conditions without fear of retaliation against them or their family members.

You should also ensure that if any of your employees is pregnant or nursing, they are not required to undertake tasks that are not appropriate to their condition.

Environmental Protection

You must adhere to all applicable laws and regulations relating to the environment.

You should ensure the safe handling, movement, storage, use, disposal, recycling, reuse and management of chemicals, waste, air emissions and wastewater discharge.

You should always strive to conserve and use natural resources responsibly (e.g. sources of energy, water, raw materials), and reduce or eliminate waste of all types, including water and energy in your operations and products and services you provide. You should implement appropriate measures to increase energy efficiency, use renewable energy, reduce water consumption and recycling, re-using or substituting materials to the greatest extent possible. You should also use reasonable efforts to adopt reusable, recyclable or otherwise environmentally-friendly packaging as appropriate, and encourage the application of sustainability standards and certifications within your operations and supply chain.

If you are a manufacturing supplier, you are expected to implement and maintain a valid Environmental Management System (EMS) certified to international standards, ISO 14001, throughout the duration of your engagement with us.

You should endeavour to quantify your greenhouse gas emissions and adopt ambitious emissions reduction targets towards carbon neutrality and ultimately Net-Zero, taking a science-based approach.

Anti-Bribery and Corruption

We do not condone any form of bribery or corruption. Accordingly, you must comply with all applicable laws and regulations relating to bribery and corruption, including the U.S. Foreign Corrupt Practices Act. We therefore require you to avoid any and all engagements, whether directly or indirectly, which involves or which create the perception that you are engaged in, any form of bribery, corruption, extortion and embezzlement. When doing business with or on our behalf, you must not offer, promise, authorise, give, demand or accept any gift, loan, fee, reward or other advantage to or from any person as an inducement; to do something which is dishonest, illegal or a breach of trust; to obtain, retain or direct business; or to secure any other improper advantage. This include offers, promises, authorizations or payments of anything of value to expedite routine government actions (commonly known as “facilitation” or “grease” payments) such as for getting customs clearance or registering an intellectual property.



In particular, you must not give or accept gifts or hospitality, to or from a counterparty in the private sector or to a government official² to influence official action or obtain an improper advantage for or on our behalf. Gifts or hospitality that you provide should be modest, infrequent and occur in the normal course of business. You must not pay expenses for travel, lodging, gifts, hospitality, entertainment, or charitable contributions for government officials on our behalf.

You are responsible for implementing appropriate measures to ensure your employees and third party suppliers comply with applicable anti-corruption laws and regulations.

Antitrust and Anti-Competition Laws

You must comply with domestic and international antitrust and anti-competition laws and regulations. You must not participate in price fixing, market or customer allocation, market sharing, bid rigging or any other form of collusion with your competitors.

Fraud and Deception

You and your directors, officers and employees must not attempt to gain any kind of benefit or advantage by acting fraudulently, deceiving people, making false claims or allowing anyone else who acts for or on your behalf to do so. Fraud, stealing and any kind of misappropriation of property or information is strictly prohibited.

Intellectual Property and Confidential Information

You shall respect our intellectual property rights and those of third parties. All transfers of technology and know-how should be carried out in a manner which protects intellectual property rights. If you have access to any confidential information, you must safeguard and treat such information with no less than the degree of care and safeguards that you would use on to protect your own confidential information of like importance.

Conflicts of Interest

You must avoid all conflicts of interest or situations that would create the appearance of a conflict of interest. You shall notify us without undue delay if you become aware of conflicts of interest that may influence our business relationship, including situations where our business interests conflict with the personal interests of your directors, officers, employees or their close relatives, friends or associates.

Insider trading

You and your employees must not use any material or non-publicly disclosed information obtained in the course of your business relationship with us to trade or enable others to trade in any company's stock or securities.

Anti-Money Laundering, Anti-Terrorism Financing

You must not be involved in or facilitate, directly or indirectly, money laundering or terrorism financing.

Data Privacy and Security

You must comply with all applicable data privacy laws and regulations. You must process personal data confidentially and responsibly, respect an individual's right to privacy and ensure that personal data is effectively protected and used strictly in accordance with the basis/bases for which they have been obtained.

² A "government official" refers to any employee of a government entity or subdivision, including elected officials; any private person acting on behalf of a government entity (even if just temporarily); officers and employees of companies that are owned or controlled by the government; candidates for political office; political party officials; and officers, employees and representatives of public international organizations, such as the World Bank and the United Nations.



You must maintain a security program in accordance with our security requirements. If you become aware of any incident involving data belonging to us or our customer, you should notify us as soon as possible.

Sanctions and Export Controls

You must comply with all applicable export, import, customs, and foreign trade laws and regulations (including those of the US, EU and the UN) such as legislation relating to sanctions and embargoes.

If any goods, component, technical data or services provided by you are restricted under any such laws or regulations, you must notify us of the same without undue delay, by providing us with true and accurate export control classification and information. You must also obtain export control licences and/or authorisations and communicate any declarations to us as may be necessary.

Critical Raw Materials and Conflict Minerals

You must take reasonable measures to avoid using critical raw materials³(such as bauxite, cobalt, titanium and lithium) and conflict minerals (such as tin, tungsten, tantalum and gold sourced from conflict-prone regions) in your products, packaging and production processes.

Transparency and Record-Keeping

You must retain information and documents relating to your labour, health and safety, environmental practices, business activities, structure, financial situation and business performance. These records should be complete and should not conceal or misrepresent the underlying transactions or events documented by them, and should be disclosed in accordance with applicable laws and regulations and this Supplier Code of Conduct.

Whistleblowing

You should implement a process that allows your employees and suppliers to raise concerns about illegal and/or unethical conduct without fear of retaliation. The confidentiality, anonymity and protection of the employees/whistleblowers should be assured in accordance with applicable laws and regulations.

Your employees and contract staff should also be made aware of and must be permitted to report any legal or ethical concern to our whistleblowing channel at www.speakup/univers.com.

Your Supply Chain

You must use reasonable efforts, based on a risk-based approach, to ensure that your suppliers comply with the principles of the Univers Supplier Code of Conduct and regularly monitor their compliance.

You should apply the principle of non-discrimination when engaging and managing your suppliers.

Verification of Your Compliance with this Supplier Code of Conduct

We may request certain information and documents from you in relation to your compliance with the Univers Supplier Code of Conduct as may be necessary to fulfil our obligations to monitor, report and verify our supply chain. You are expected to provide us timely and reasonable cooperation to us when we make such request to you in writing.

Non-Compliance

³ Critical raw materials are raw materials that are economically and strategically important for the EU economy but have a high risk relating to their supply due to the very high dependence on these materials for key sectors of the European economy such as consumer electronics, environment-related technologies, defence, health and steel industries, and there is a lack of viable substitutes for these materials. A full list of materials currently listed as being critical can be found at https://single-market-economy.ec.europa.eu/sectors/raw-materials/areas-specific-interest/critical-raw-materials_en



If we have reasonable grounds to believe that you have not complied with the Univers Supplier Code of Conduct in a material way, you must take necessary corrective actions in a timely manner, as directed by us. If you fail to do so, we reserve all rights to take the necessary action against you, including the exercise at our discretion of the right to suspend or terminate our business relationship with you, and/or refer the matter to the relevant regulator or law enforcement body. If permitted by applicable law, we will inform you about our concerns to give you a reasonable opportunity to respond prior to us taking any of these actions.

SUPPLIER COMMITMENT

Acknowledgement of the Univers Supplier Code of Conduct is a prerequisite in our supplier selection process. We will evaluate your compliance with the Univers Supplier Code of Conduct during evaluation, selection and/or at any other time during your relationship with us.

You confirm that you agree to comply with the principles of the Univers Supplier Code of Conduct either by applying the Univers Supplier Code of Conduct or by ensuring that your own Code of Conduct and current sustainability practices relating to your supply chain are consistent with or exceed the principles set out in this document.

To the extent applicable, you agree to flow down the principles set out in the Univers Supplier Code of Conduct to your affiliates, subsidiaries and contractors who may be involved in doing business with us.