

Global Policy

Supplier Code of Conduct

Policy No.: 1.08 (Version 1.0)
Issue Date: 01.10.2022
Last Update: --
Applies to (Region): All
Applies to (Department): Procurement
Contact Person: Erik Dam, Chief Procurement Officer
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Envu Supplier Code of Conduct

Envu's activities have broad global reach across a wide range of industries. Envu promotes innovation and strives for economic, social, and environmental sustainability to ensure the long-term success of our company and its stakeholders.

Envu is committed to compliance with the law, sustainability and applying the highest ethical standards to its business activities. In support of this goal, Envu expects strict adherence to our principles for labour, environment, health, and safety as outlined in this Supplier Code of Conduct (the "Supplier Code").

Envu follows the Principles of the United Nations Global Compact as well as the International Labour Organization (ILO) Forced Labour Standards, the Foreign Corrupt Practices Act, the UK Bribery Act, and all anti-bribery and anti-trust laws of other countries.

Envu is dedicated to conducting its business considering these principles. In this document Envu has set forth principles that reflect its commitment to integrity and compliance within its supply chain and are instrumental for dealings with suppliers and specifies applicable standards.

Envu expects all its suppliers to strictly observe and comply with all the principles expressed herein, in all their activities and sites worldwide and to ensure that these standards are met within their supply chains.

The principles expressed in this Supplier Code comprise an important component of supplier selection, evaluation and is an important element in making sourcing decisions. Moreover, we expect our suppliers to replicate these standards further down the supply chain. Envu may visit (and/or have external monitors visit) supplier facilities, with or without notice, to assess compliance with the Supplier Code.

If a supplier is in breach of these principles and cannot agree on an improvement plan or does not implement it, Envu reserves the right to redetermine the continuation of the commercial relationship and possible legal action.

This Supplier Code is therefore made available to our suppliers with the goal of strengthening our mutual understanding of how these principles should be practiced in day-to-day business including the advancement of efforts to contribute to the better health of people, animals, and plants.

1. Principles

- a. All dealings by Envu with its business partners are executed on the basis of competitive prices, highest suitability and required quality. Suppliers with certifications such as ISO 9001 or similar and with a comparable sustainability commitment to Envu shall be preferred.
- b. Envu requires that its suppliers' business behaviour must be in compliance with all applicable international, national, and local laws and contractual terms, as well as with generally accepted standards in relation to forced labour, child labour, safety, and anti-bribery. Envu requires its suppliers to act in a socially responsible and ethical manner.
- c. The principles of this Supplier Code shall also apply to third parties (subcontractors) if suppliers have outsourced parts of their contractual obligations.

2. Ethics

Suppliers will conduct their business in an ethical manner and act with integrity:

a. Fair Competition

Suppliers shall conduct their business using fair business practices, consistent with fair competition and in compliance with all applicable laws, rules, and regulations.

b. Anti-Corruption and Anti-Bribery

Suppliers will be committed to working against corruption, including extortion and bribery.

Suppliers shall not give or offer anything of value, directly or indirectly, to any government official or any commercial party for the purpose of im- properly obtaining or retaining a business ad- vantage. “Anything of value” includes cash, gifts to family members, forgiveness of a debt, loans, personal favours, entertainment, meals and travel, political and charitable contributions, business opportunities and medical care, among other items. Similarly, suppliers shall not solicit or accept such payments. Suppliers must at all times conduct their activities in full compliance with all applicable anti-corruption laws, including the UK Bribery Act and the U.S. Foreign Corrupt Practices Act.

c. International Trade Controls and Trade Sanctions

Suppliers shall comply with all applicable trade or import / export control laws and regulations adopted by the United Nations Security Council, the European Union, the USA and other numerous countries.

Suppliers shall therefore not engage in any unauthorized activity with; nor shall they facilitate unauthorized transactions with third parties that involve:

- embargoed or targeted sanctions countries, in particular the US embargoed countries
- sanctioned individuals or entities
- prohibited imports related to forced labor

Suppliers shall also comply with all applicable national and international customs laws. We expect the suppliers to provide accurate and truthful trade compliance information on supplied goods (i.e. customs tariff codes, country of origin, export control classification).

d. Business Integrity

Suppliers shall not practice or tolerate any form of corruption, extortion, embezzlement, or money laundering. Suppliers shall not offer or accept bribes or other unlawful incentives (e.g., ‘facilitation payments’) to or from their business partners or government officials. Suppliers shall not offer Envu employees any kind of gifts or personal benefit which could be perceived as a bribe. In all cases, gifts or entertainment shall not be offered to improperly influence a business relationship and must not violate applicable laws or ethical standards.

e. Conflicts of Interest

Suppliers shall avoid all conflicts of interest or circumstances which give the appearance of a conflict of interest. Conflict of interest typically occurs when personal interests interfere with suppliers’ ability to perform their work without bias. Suppliers shall notify Envu immediately of any actual or perceived conflicts of interest.



f. Identification of Concerns

Suppliers shall encourage their workers to report concerns or illegal activities within their workplace without threat of reprisal, intimidation, or harassment. Any report should be treated in a confidential manner. Suppliers shall investigate and take corrective action where needed. All reported cases will be officially recorded by suppliers. Suppliers shall notify Envu of legal actions, administrative investigations or prosecutions that may affect their performance of Envu business or that could potentially adversely affect a supplier's and Envu's reputation.

g. Data Privacy and Data Protection

Suppliers shall secure and use properly any confidential information made available by Envu to ensure that the privacy rights of the company, its employees, and its customers are protected.

Suppliers' information systems that contain Envu's confidential information or data shall be appropriately managed and protected against unauthorized access, use, disclosure, modification, or destruction. Suppliers shall collect personal information only for legitimate business purposes, use it in a legal, transparent, and secure manner, share it only with those who are allowed access, protect it in accordance with security policies, retain it only for as long as necessary, and obligate third parties with access to personal information to protect it.

Suppliers shall commit to protecting their Information Technology (IT) systems and Operational Technology (OT) systems to avoid unauthorized access to and disruption of their systems and shall otherwise safeguard their assets so as to protect the interests of their customers, employees, consumers and suppliers.

h. Privacy and Intellectual Property

Suppliers shall safeguard and make only appropriate use of confidential information and ensure that all employees' and business partners' privacy and valid intellectual property rights are protected. Suppliers shall not use Envu's name or marks or that of our affiliates or products in publicity or advertising without Envu's prior written consent.

Suppliers shall respect intellectual property rights and safeguard proprietary information. Transfer of technology and know-how shall be done in a manner that protects intellectual property rights.

i. Books and Records

Suppliers are expected to create and maintain accurate books and records, and not alter any record entry to conceal or misrepresent the underlying transaction represented by it. All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented. When a record is no longer needed to conduct current business, records should still be retained based on applicable legal retention requirements

3. Labour

Suppliers shall conduct their business adhering to human rights standards, applicable labour law and committed to responsible labour practices.

a. Forced Labour and Human Trafficking



Suppliers shall not use or benefit from any form of human trafficking or forced or involuntary labour or labour that otherwise violates the ILO Standards on Forced Labour, whether bonded, indentured, or involuntary prison. This includes the recruitment, transportation or harbouring of any persons by means of violence, coercion, deception, abduction, or fraud.

Suppliers will ensure that there is no slavery, servitude, forced or compulsory human labour, human trafficking, child labour, debt bondage and deceptive recruiting for labour (collectively known as “Modern Slavery”) in any part of its business and supply chain.

b. Child Labour and Young Workers

We do not tolerate child labour in our supply chain. Suppliers must avoid any sort of child labour in their business operations consistent with the International Labour Organization’s (ILO)2 core labour standards and the United Nations Global Compact principles. If local minimum age law stipulates a higher age for work or mandatory schooling, the higher age applies.

c. Working Time, Wages, and benefits

Work hours, minimum wages and overtime hours paid to employees as well as the fringe benefits must follow the applicable regulations. Working time for suppliers’ employees shall not exceed the maximum set by the applicable national law and by ILO standards. Suppliers must notify their employees of the method used to calculate wages. Compensation shall be paid to employees regularly, in a timely manner and in full according to applicable laws and must comply with applicable national wage laws. Unless otherwise provided by local laws, deductions from basic wages as a disciplinary measure shall not be permitted (this does not exclude the entitlement of damages on a contractual or legal basis).

d. Child labour Avoidance

We do not tolerate child labour in our supply chain. Suppliers must avoid any sort of child labour in their business operations consistent with the International Labour Organization’s (ILO)2 core labour standards and the United Nations Global Compact principles. If local minimum age law stipulates a higher age for work or mandatory schooling, the higher age applies.

e. Freedom of Association

Suppliers should encourage their employees to communicate freely with their superiors concerning working conditions, compensation. etc., without fear of reprisals, intimidation, or harassment. Employees should be free to join any trade union of their choice, to seek representation, and join workers’ councils.

f. Diversity, Equity, and Inclusion

Envu encourages suppliers to provide an inclusive and supportive working environment by exercising diversity practices when it comes to their employees.

Equal treatment of all employees must be a fundamental principle of the supplier’s corporate policy. Suppliers shall ensure that all employees are not subjected to discrimination, harassment, or retaliation. Typical discriminatory treatment takes into consideration – consciously or unconsciously – irrelevant characteristics of an employee such as age, disability, ethnicity, family status, gender, gender expression, gender identity, genetic information, national origin, physical characteristics, political affiliation, pregnancy, religion,

social origin, sexual orientation, union membership or any unlawful criterion under applicable law.

g. Fair Treatment

Suppliers must provide their employees with a workplace free of harsh and inhumane treatment, without any sexual harassment, sexual abuse, physical punishment, or torture, mental or physical coercion or verbal abuse of employees, or the threat of any such treatment.

Furthermore, suppliers are expected not to unfairly terminate any employment contract or without clear evidence specify that the termination of an employment contract, in relation to the working performance of an employee, as permitted by law.

Employees may leave the employer freely provided they comply with advance notice specified by law. They shall be paid on time and in full for the work they have done prior to leaving according to applicable laws.

Any discrimination in hiring, training, promotion, compensation, etc. based on race, colour, gender, age, sexual orientation, religion, political affiliation, union membership, marital status or any additional illegally discriminatory characteristic is not acceptable.

4. Health and Safety

Suppliers must provide a safe and healthy working environment and shall provide records demonstrating the HSE management system performance. Suppliers should have a health & safety organization to define, implement, and follow up on policies and management systems that include compliance with local and national regulations. The health and safety elements should include:

a. Occupational Health and Protection

Suppliers shall protect their employees against chemical, biological and physical hazards. Physically demanding tasks and conditions in the workplace as well as risks associated with infrastructures used must be adequately managed to protect their employees.

Suppliers shall provide appropriate controls, safe work procedures, adequate maintenance, and necessary technical protective measures to mitigate health and safety risks in the workplace and to prevent accidents and occupational illnesses. In addition, suppliers shall provide employees with appropriate personal protective equipment.

Safety information relating to any identified workplace risk or hazardous materials – including compounds in intermediate materials – shall be available to educate, train and protect workers from hazards. A safe and healthy working environment shall include as a minimum the provision of potable drinking water, adequate lighting, temperature, ventilation, and sanitation and, if applicable, safe, and healthy company living quarters.

b. Maintenance, Emergency Preparedness and Response

Suppliers shall have programs in place to operate and maintain all operations in the safest manner possible. Suppliers shall identify and assess relevant risks and emergency situations in the workplace, public neighbourhood, and company-provided living quarters. Their potential impact shall be minimized by implementing appropriate fire protection, effective emergency plans, regular drills, and response procedures.

c. Process Safety

Suppliers shall have safety programs in place for managing and maintaining all their production processes in accordance with the applicable safety standards. Programs shall be appropriate to facility and process risks. Suppliers shall appropriately communicate, disclose, and manage hazards inherent in their processes and products to ensure that affected or potentially affected third parties are protected. Likewise, major incidents shall be analysed and communicated in a timely fashion. For hazardous installations and processes, the supplier shall regularly conduct specific risk assessments and implement measures that prevent the occurrence of incidents such as chemical releases, fires, or explosions.

d. Product Safety

Suppliers must comply with product safety regulations, label products properly and communicate product-handling requirements. They shall provide to relevant parties the applicable documentation containing all necessary safety-relevant information for all hazardous substances in case of a legitimate need. This includes product information, safety data sheets, notification, or registration confirmations, uses and exposure scenarios. Suppliers proactively and transparently share information about the health, safety, and environmental aspects of their products with all relevant parties.

e. Hazard Information and Training

Suppliers shall make safety information on identified workplace risks to employees and contractors available. They shall be correspondingly trained to ensure they are adequately protected at all times. This includes safety information about hazardous substances used: chemicals, pharmaceuticals, intermediate products, etc.

5. Environment

a. Suppliers should ensure that their activities have a minimal impact to the environment. Suppliers must operate as environmentally responsibly and efficiently as possible. Suppliers are encouraged to use their best efforts to reduce or eliminate emissions generated by their activities, to preserve natural resources, to avoid or minimize the use of hazardous substances, and when possible, to promote waste recycling or reuse. Additionally, and where applicable, suppliers shall have deforestation prevention policies and requirements as well as agro-forestry requirements where it has been determined to be beneficial to the agricultural ecosystem.

b. Environmental Authorizations

Suppliers shall ensure compliance with all applicable regulations and recommendations relating to environmental protection in force within the countries where they carry out activities. All required environmental permits, licenses, registrations, etc., shall be obtained and their operational/reporting requirements followed.

c. Waste and Emissions

Suppliers shall ensure the safe and compliant handling, storage, movement, transportation, disposal, recycling, reuse and management of waste, air emissions and wastewater discharges. Any activity that has the potential to adversely impact human or environmental health shall be appropriately managed, measured and controlled. The release of hazardous



substances shall be minimized. Special attention shall be given to active ingredients. Suppliers shall prevent or mitigate accidental spills and fugitive emissions of hazardous materials. Waste should be reused or recycled where possible.

d. Spills and Releases

Suppliers need to have systems in place to prevent and mitigate accidental spills and releases into the environment. Emergency procedures and personnel should be in place to treat any accidental event presenting an environmental risk.

e. Natural Resource Conservation and Climate Protection

Suppliers shall use natural resources (e.g., water, sources of energy, raw materials) in an economical way and preserve them. To ensure the conservation of renewable natural resources, suppliers shall promote the application of broadly recognized sustainability standards and certifications that have been developed by multiple stakeholders. Negative impacts on the environment and climate caused by the suppliers or in their supply chain shall be minimized or eliminated at their source.

Practices are encouraged to be in line with circular economy principles such as material reduction, substitution, collection, sharing, maintenance, reuse, redistribution, refurbishment, remanufacturing and recycling.

Suppliers shall engage in the development and use of environmentally and climate-friendly products, processes, and technologies. Suppliers shall ensure and demonstrate continuous environmental improvements, including a reduction in raw materials, energy, emissions, discharges, noise, waste, hazardous substances, and reliance on natural resources, by means of clear targets and improvement policies.

6. Quality

Suppliers shall provide high-quality, safe, and effective goods and services that are in full compliance with applicable laws and regulations. This comprises the following aspects:

a. Quality Requirements

Suppliers shall meet generally recognized quality standards or contractually agreed quality and registration requirements and standards, to provide goods and services that consistently meet Envu's and its customers' needs, perform as warranted and are safe for their intended use. Suppliers shall immediately address all critical issues that have the potential to negatively affect the quality of goods and services. Suppliers must inform Envu about changes of the manufacturing or supply process that have the potential to impact the specification of goods and services provided.

b. Security and Anti-Counterfeiting Measures

Suppliers shall have good security practices across their supply chains. Suppliers shall assure the integrity of each shipment to Envu from its origin through to its destination.

Suppliers shall implement the necessary and appropriate measures in their area of responsibility to ensure that Envu products, their workable components, or raw materials as well as the corresponding know-how do not end up in the hands of counterfeiters, smugglers, thieves or other unauthorized third parties and do not leave the legitimate supply chain.



Suppliers shall promptly analyse the relationship with a third party if they obtain or are provided with evidence that they are inadvertently involved in the manufacturing or selling of counterfeit products via the actions of the third party, including products destined for export that are considered counterfeit products in their country of destination. Envu expects suppliers to support the investigation and prosecution of any activities connected with counterfeit products.

7. Governance & Management Systems

Suppliers shall implement effective management systems and a governance structure to facilitate compliance with all applicable laws and promote continuous improvement with respect to the expectations set forth in this Supplier Code. This includes the following aspects:

a. Legal and Other Requirements

Suppliers shall identify and comply with all applicable international, national, and local laws and regulations, contractual agreements, and internationally recognized standards. Suppliers shall also conform their practices to generally accepted industry standards, shall obtain, maintain, and keep up to date all applicable permits, certificates, licenses, and registrations, and shall operate in accordance with permit limitations and requirements at all times.

b. Commitment and Accountability

Suppliers shall fulfil the principles set forth in this Supplier Code by allocating appropriate resources and incorporating all applicable aspects into policies and procedures.

c. Communication of Sustainability Criteria in the Supply Chain

Suppliers shall replicate the sustainability principles set forth in this Supplier Code further down the supply chain.

d. Systems, Documentation and Evaluation

Suppliers shall develop, implement, use, and maintain management systems and controls related to the content of this Supplier Code. Suppliers shall maintain documentation necessary to demonstrate conformance with the principles outlined in this Supplier Code.

Suppliers should possess internal measuring procedures, tools, and indicators required to guarantee adherence to the principles mentioned in this policy. On occasion, Envu may request the results of such internal reviews, request its suppliers undertake a review and provide such results to Envu, or for any other information necessary to support Envu's compliance with applicable laws. Envu also expects its suppliers to provide these guidelines or similar guidelines to their suppliers, including the internal measuring procedures, as well as include contractual requirements to follow such guidelines in their contracts with their suppliers.

e. Risk Management

Suppliers shall implement mechanisms to regularly identify, evaluate and manage risks in all areas addressed by this Supplier Code and with respect to all applicable legal requirements.

f. Business Continuity

Suppliers are encouraged to implement appropriate business continuity plans for operations supporting Envu's business.

g. Continuous Improvement



Suppliers shall demonstrate their commitment to continuous improvement by setting performance objectives, executing implementation plans and taking necessary corrective actions for deficiencies identified by internal or external assessments, inspections, and management reviews.

h. Training and Competency

Suppliers will develop, implement, and maintain appropriate training measures to allow their managers and employees to gain an appropriate level of knowledge and understanding of the applicable principles of this Supplier Code, the applicable laws and regulations and generally recognized standards.

i. Transparency and Disclosure

Suppliers are encouraged to report externally about their economic, social, and environmental impact in line with the principles set forth in this Supplier Code.

j. Right to Evaluation

Suppliers shall grant Envu the right to evaluate their performance upon reasonable prior notice to determine supplier's conformance with principles outlines in this Supplier Code. The evaluation shall be executed directly by Envu or by a qualified third party in the form of e.g., an assessment or an audit.

8. Information

False information must not be given to Envu, including without limitation during Envu supplier screening and assessment and commercial negotiation.

9. Report to Envu

Suppliers shall make all reasonable efforts to report any violations of ethics and compliance by Envu employees and by other suppliers to Envu. Suppliers can report any potential ethical violations by sending an e-mail to supplier.compliance@envu.com or through the compliance hotline.

10. Termination of Agreement

In the event that Envu becomes aware of any actions or conditions not in compliance with this Supplier Code, Envu reserves the right to request corrective actions and the right to terminate any agreement with any suppliers who do not comply or violate this Supplier Code unless our supplier agreement provides otherwise, as well as possible legal action.

11. Envu

Envu is the external company brand. The legal entity is Environmental Science U.S. Inc. which is used on official documents and contracts.

12. Glossary



Employees - When referring to employees, Envu includes any staff or personnel engaged or employed by a supplier.

Hazardous Materials - As defined by the Globally Harmonized System of Classification and Labelling of Chemicals (GHS), as prepared by the UN Economic Commission for Europe (UNECE) Human Trafficking // Human trafficking involves recruitment, harbouring or transporting people into a situation of exploitation through the use of violence, deception or coercion and forcing them to work against their will.

International Labour Organization (ILO) - The UN agency ILO brings together governments, employers, and workers of 187 UN member states to set labour standards, develop policies and devise programs promoting decent work for all employees. [URL: www.ilo.org]

Personal Information - Personal information is any information about an identified or identifiable natural person.

Suppliers - Suppliers include any third party that provides goods and services to Bayer and such third party's agents or subcontractors.

Sustainability - Sustainability covers the areas of ethics, human rights (i.e., people and labour topics) as well as health, safety, and environment.

Sustainability Standards and Certifications - Voluntary, usually third party-assessed, norms and standards relating to environmental, social, ethical and safety issues, adopted by companies to demonstrate the performance of their organizations or products in specific areas, e.g., Forest Stewardship Council, Roundtable on Sustainable Palm Oil, Responsible Minerals Initiative, Rainforest Alliance

United Nations Global Compact (UNGC) - Driven by the United Nations (UN), a voluntary initiative based on CEO commitments to implement universal sustainability principles (also known as "The Ten Principles of the UN Global Compact") and to take steps to support UN goals such as the Sustainable Development Goals. [URL: www.unglobalcompact.org]