

Supplier Code of Conduct



Introduction

As Ishida Europe Ltd. (hereinafter Ishida) continually strives to deliver high performance for our clients, our customers, our company and our stakeholders, we remain committed to upholding the highest ethical and professional standards consistent with our Governing Principles and our Code of Conduct.

Corporate integrity, responsible sourcing, environmental sustainability and the safety and wellbeing of workers in the countries where we do business are of paramount importance to Ishida.

These core principles are reflected in this Supplier Code of Conduct ('Code'), which establishes the minimum standards that must be met by any entity that supplies products or services to Ishida, regardless of location.

Ishida suppliers must therefore also operate in full compliance with all applicable laws and regulations of the countries in which they operate.

When selecting suppliers, Ishida diligently chooses reputable business partners who share our commitment to ethical standards and business practices.

This Code formalises Ishida's practices and makes clear that in recognising differences in cultures and legal requirements, we expect our suppliers, whether producing products or delivering services for us, to also adhere to the high standards that uphold Ishida's reputation.

All suppliers are required to comply with this Code of Conduct and to maintain practices similar to those of Ishida, and Ishida is committed to helping its suppliers comply with these standards. Additionally, Ishida expects its suppliers to further apply these standards when working with other businesses while providing goods and services to Ishida, ensuring thorough due diligence within its own supply chain.

Ishida strongly encourages suppliers to exceed the requirements of this Code and promote best practices and continuous improvement throughout their operations. If there is no local legal requirement, or if a local legal requirement is not as strict as the requirement included in this Code, Ishida suppliers are required to follow this Code as a prerequisite of doing business with us.

Fair Treatment and Equal Opportunity

Ishida are an equal opportunities employer, and we consider Ishida to be a place of mutual trust and respect, which embraces diversity and values everyone for their merits. Ishida also strives to be a place where people's rights are honoured, ensuring fair and consistent treatment for all. We expect our suppliers to do the same.

Ishida suppliers must ensure that employment, (including hiring, payment, compensation, benefits, training, advancement or promotion, termination, retirement or any employment practice) is based on a worker's ability to perform the job and not on beliefs or any other personal characteristics.

This includes discrimination based on sex, race, colour, national or ethnic origin, sexual orientation, gender, gender identity or expression, religion, political beliefs, trade union membership or activity, marital or pregnancy status, caring responsibilities, disability, age or citizenship.



Respectful Workplace

Every Ishida employee has the right to respect and freedom from harassment. Violence at work is unacceptable, regardless of the reason. We have zero tolerance for any form of harassment or violence against our staff members. We equally expect our suppliers to uphold the same commitment.

Ishida suppliers must treat all workers with respect and dignity. No work shall be subject to corporal punishment, physical, sexual, psychological or verbal harassment or abuse, nor should there be any threat of such treatment. In addition, Ishida suppliers will not use monetary fines as a disciplinary measure.

Human Rights

Respect for human rights is a fundamental part of Ishida's business operations, and it is intrinsic to our Governing Principles. We refuse to do business with any individual, company or organisation that violates the standards and principles of basic human rights or has links with oppressive regimes that raise concerns for us.

Ishida recognises the International Bill of Human Rights and the principles concerning fundamental rights set out in the United Nations Universal Declaration of Human Rights and labour standards set by the International Labour Organisation. We expect our suppliers to share this commitment and specifically meet the following:

Child Labour

Ishida does not use child labour and it expects its suppliers to similarly abstain from employing children in any part of their business.

We expect our suppliers to comply with local laws regarding the minimum age of employees. The minimum age for workers shall not be less than the age of completion of compulsory schooling, typically not less than 15 or 14 years, where the local law of the country permits, deferring to the higher age limit where applicable.


Additionally, Ishida suppliers must comply with all legal obligations regarding the employment of authorised young workers, particularly those pertaining to hours of work, wages and safe working conditions.

Furthermore, all young workers must be protected from performing any work that is likely to be hazardous, interfere with their education or that may be harmful to their health, physical, mental, social, spiritual or moral development.

We encourage our suppliers to participate in legitimate workplace apprenticeship programmes that comply with applicable laws and regulations.

Human Trafficked or Forced Labour

We are committed to ensuring that there is no modern slavery or human trafficking in our supply chains or in any part of our business. Our Modern Slavery Policy Statement reflects our commitment to acting ethically and with integrity in all our business relationships, and to implementing and enforcing effective systems and controls to ensure slavery and human trafficking is not taking place anywhere in our supply chains.



In line with our own commitment, Ishida suppliers must comply with all applicable anti-slavery and human trafficking laws, statutes, regulations and codes from time to time in force, including but not limited to the Modern Slavery Act 2015, including at every stage of its supply chain. This includes, but is not limited to, not supporting or engaging or requiring any forced labour, the use of child labour, bonded labour, indentured labour and prison labour.

All employees must be free to terminate their employment in accordance with established laws, regulations, and rules. Similarly, Ishida suppliers should refrain from requiring workers to surrender government-issued identification, passports, or work permits as a condition of employment.

Wage and Benefits

Ishida suppliers must pay workers at least the minimum wage required by local law and provide all legally mandated benefits. In addition to payment for regular hours of work, workers must be paid equally, irrespective of gender, and overtime hours must be remunerated at the legally required premium rate, or at least equal to the regular hourly payment rate in countries where such laws do not exist.

Working Hours

Ishida suppliers must guarantee that, except in exceptional business circumstances, workers are not compelled to work more than 60 hours per week, inclusive of overtime, on a regular basis. Furthermore, suppliers must ensure that all overtime work is voluntary and compensated at the prevailing overtime rates.

Additionally, unless under extraordinary business circumstances, every worker is entitled to at least one day off within every seven-day period.

Freedom of Association and Collective Bargaining

Ishida recognises the importance of open communication and direct engagement between workers and management and expects its suppliers to do the same. Suppliers are to respect the rights of workers to associate freely and communicate openly with management regarding working conditions without fear of harassment, intimidation, penalty, interference, or reprisal.

We also expect our suppliers to recognise and respect any rights of workers to exercise lawful rights of free association, including joining or not joining any association of their choosing. Additionally, Ishida suppliers must respect any legal entitlement of workers to engage in collective bargaining.

Our Business

Ishida is committed to the highest standards of integrity, honesty, openness and professionalism in all its activities wherever they are undertaken. Ishida respects local laws and does not engage in any form of corrupt practices, including but not limited to extortion, fraud, or bribery.

Ishida supports the aims of global bodies such as the Organisation for Economic Co-operation and Development (OECD) to combat bribery and corruption.

We expect our suppliers to demonstrate a similar commitment by understanding and complying with all applicable laws. Our suppliers should inspire trust by taking responsibility, acting ethically and encouraging honest and open debate.

Bribery, Corruption and Facilitation Payments

Bribery is considered to have taken place where there is an act of offering, providing or receiving something of value – including cash, gifts, hospitality or entertainment – as an inducement or reward for something improper. Usually, but not always, it takes place in order to obtain or retain business or some other illegitimate advantage. Bribes are against the law and therefore against our code, no matter what the “local custom” may be.

A facilitation payment refers to the practice of paying a small sum of money to (usually) an official as a way of ensuring they perform their duty. UK legislation forbids facilitation payments anywhere in the world. Ishida will not make or accept facilitation payments or “kickbacks” of any kind. Facilitation payments made to secure or expedite routine government actions will not be paid to government officials.

Corruption involves any of these activities: bribery, extortion, fraud, deception, collusion, cartels, abuse of power, embezzlement and money laundering.

Engaging in bribery and corruption and making facilitation payments can seriously damage our reputation and business relationships.

We never offer, give or receive bribes or improper payments, or participate in any kind of corrupt activity, either directly or through any third party. We expect our suppliers to apply the same stringent principles. Ishida suppliers should not engage in any form of commercial bribery, facilitation payments, illegal political contributions or kick-back scheme. Suppliers acting on behalf of the company must comply with applicable anti-bribery laws as well as all local laws dealing with bribery of government officials.

In connection with any transaction related to the manufacture, distribution or delivery of goods or services to Ishida, the supplier 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.


Under these standards, improper payments include offers, promises, authorisations or payments of anything of value to expedite routine government actions.

We expect our suppliers to implement appropriate and adequate procedures for their employees to comply with applicable anti-corruption laws, and the standards of Ishida, as set out above.

The help, advice and local knowledge of agents and other consultants or contractors can sometimes be essential. However, we require such agents or consultants to also operate at all times in accordance with our standards, particularly in relation to bribery and corruption.

Gifts and Hospitality

Ishida develops long-term business relationships based on trust and respect. Exchanging gifts and hospitality can build goodwill, however this may give rise to improper influence. Any gift or hospitality we accept or give in connection with business should always be customary and reasonable in terms of value and frequency.



Ishida suppliers should not provide any gift, meal or entertainment to a company employee in any situation which might influence or appear to influence any employee decision in relation to the supplier. In other situations, suppliers may provide modest gifts, meals or entertainment to company employees if they are:

- a) not cash or cash equivalent
- b) consistent with customary business practice and supplier company policy not frequent or expensive
- c) not in violation of any law

Equally, we do not want our suppliers to be influenced or pressurised in turn through the acceptance of inappropriate gifts or hospitality. If our suppliers feel that attempts are being made to influence or pressurise them in any way, we kindly request that you inform us promptly.

Conflicts of Interest

We consider that conflicts of interest occur when private interests interfere or appear to interfere with the best interests of Ishida. We consider that such conflicts can pose a considerable threat to the integrity and reputation of Ishida. In some cases, they also represent a violation of the law.

Ishida appreciates that there may be instances where conflicts of interest arise, but it is our policy to deal with such instances in a wholly transparent and open manner to prevent adverse consequences. Ishida expects its suppliers to respect this policy and to mirror its approach.

Ishida suppliers should avoid any interaction with any Ishida employee that may conflict or appear to conflict with that employee acting in the best interests of Ishida by way of example. Suppliers should not employ or otherwise make payments to any Ishida employee during the course of any transaction between the supplier and Ishida (other than pursuant to the company contract).

If a supplier's employee is a relative of an Ishida employee or if the supplier has any other relationship with an Ishida employee that could create a conflict of interest, the supplier must disclose this information to Ishida or ensure that Ishida is otherwise made aware.


Suppliers must also make Ishida aware of any organisational conflicts of interest that could prohibit Ishida from pursuing future work with the same client.

Competition and Anti-Trust

Competition and anti-trust laws prohibit a variety of business practices that restrict free and fair competition, such as bid rigging, price fixing, output restriction or market sharing. Violations of such laws are very serious, and can result in significant fines, penalties and potential debarment. Individuals found in violation of the above laws may even face prison.

We are committed to free and open competition in our markets. We compete fairly and ethically, and support laws that promote and protect competition. The decisions we make about pricing, customers, bids and markets are free from outside influence.

When preparing proposals, bids or undertaking contract negotiations for Ishida and our clients, we expect our suppliers to ensure the accuracy and truthfulness of all statements, communications and representations. Equally, Ishida suppliers who serve us across international borders are required to understand and comply with all applicable export laws and regulations.



Our suppliers are prohibited from sharing information received from or about our competitors, their bids, or bids made to our competitors.

Any instances of witnessed or suspected anti-competitive behaviour should be promptly reported to us.

Sanctions

All Ishida suppliers must warrant they are not subject to any sanctions and have not violated any sanctions or been involved in any sanction proceedings.

Throughout the term of the business relationship with Ishida, Ishida suppliers must comply with all applicable sanctions, not breach any sanctions or cause Ishida to breach sanctions and must implement adequate compliance policies.

Our World

We recognise Ishida's impact on society, the economy and the planet, and aim to make a positive difference. This is embedded into the way we do business.

We are committed to maintaining a safe, healthy and sustainable working environment, with a vision of zero harm. Everyone at Ishida is responsible for making this a reality and we look to our suppliers to also help us deliver this commitment.

Health and Safety

Our vision is zero harm. Our work is never so urgent that we cannot take the time to do it safely.

We therefore require Ishida suppliers to provide all workers with a clean, safe and healthy work environment in compliance with all legally mandated standards and laws for workplace health and safety in the countries in which they operate. This includes, but is not limited to, implementing general and relevant industry-specific procedures and safeguards to prevent workplace hazards and work-related accidents and injuries. This includes any residential facilities an Ishida supplier provides to its workers.

We require everyone who works for or with us to understand the health and safety risks of their activities and implement good health and safety management systems, training and practices at all times. They should also take the necessary precautions to protect everyone on site from workplace injuries (including the provision of appropriate personal protective equipment) and occupational disease.

Environment

We work with our stakeholders to continuously assess and reduce our environmental impact. We aim to prevent environmental damage and minimise our use of energy and resources, and we expect all Ishida suppliers to have in place a suitable environmental management system for managing its environmental risks.

Ishida suppliers must comply with all local environmental laws including laws and international treaties applicable to the workplace, their products, their packaging, and their various methods of manufacture. Additionally, Ishida suppliers must not use materials that are considered harmful to the environment but should encourage the use of processes and materials which support the sustainability of the environment throughout their supply chain.



Community Engagement

Being a good corporate citizen is central to our business. Supporting the community brings real benefits to our customers, our stakeholders and our people.

We support and contribute to the social and economic wellbeing of the communities we work in. We listen to the concerns of local communities and wherever we can, act to mitigate them.

We respect the traditions, cultures and laws of the countries in which we operate and seek to employ local people on our projects wherever possible. Ishida values small firms, voluntary and community organisations, social enterprises and ethnic-minority businesses as important members of our supply chain. We understand how they contribute to local economies and to social cohesion.

We look to our suppliers to hold similar views and expect you to adopt these commitments in working with us.

Our Assets

Ishida is committed to maintaining a sustainable and reputable business. Our physical and intangible assets (including money, property, time and information) are key to achieving this.

How we use and protect our assets has a strong bearing on how we perform and how well prepared we are for the challenges we will face. Our suppliers can play an important part in this.

Fraud and Deception

Our policies are clear: no employee will engage in any activity that is designed, or can be reasonably construed, to perpetuate a fraud. We expect our suppliers to meet these same standards.

Fraud is a criminal offence in most countries. Whilst its definition varies across these countries, fraud always involves deception and dishonesty. It is considered fraudulent when you deliberately try to deceive someone, act dishonestly, abuse your position to gain any kind of material advantage, or use or involve anyone else to do so. Fraud is usually carried out for profit, or to obtain money, property or services unjustly. It can involve defrauding the company or a third party.


Ishida suppliers will never knowingly seek to gain any advantage of any kind by acting fraudulently, deceiving people or making false claims, or allow anyone else to do so on your or our behalf. This includes defrauding or stealing from the company, a customer or any third party, and any kind of misappropriation of property.

Always act honestly, fairly and openly, carefully; checking or inspecting things that you are responsible for.

Data Protection and Information Security

At Ishida, information is considered confidential if it has value of some kind and is not publicly available. You might also obtain confidential information from our employees, customers, partners and others.

Ishida Europe Ltd employees and suppliers have a responsibility to keep confidential information confidential and to ensure it does not become known by outside or unauthorised parties/individuals.



Ishida suppliers will also protect personal privacy and shall comply with all data protection laws and requirements (including the UK GDPR) when processing any personal data on Ishida's behalf.

Ishida suppliers must take all due care in handling, discussing or transmitting sensitive or confidential information that could affect Ishida, its employees, its companies, the business community or the general public.

Disclosure of financial information could influence the actions of others and possibly violate security law. Suppliers' responsibility to hold the company's confidential information as confidential is a continuing obligation even after their assignment or contract with Ishida has ended.

If an Ishida supplier believes that it has been given access to the company's confidential information in error, they should immediately notify their contact at Ishida and refrain from further distribution.

To protect the confidential information of others, Ishida suppliers similarly should not disclose to anyone at Ishida any company information related to any other company, if the supplier is under contractual or legal obligation not to share such information.

Ishida expect all suppliers to have in place appropriate measures to:

- a) Protect the integrity and confidentiality of information (including information belonging to or supplied by Ishida held on its systems (which include physical and online or electronic systems); and
- b) Ensure that there is no unauthorised access of the information by third parties, including its representatives.

Training

Ishida Suppliers will implement a system of training for its workers to ensure that they are aware of the requirements of this Code.

The Supplier shall keep a record of all training offered and completed by its workers and shall make a copy of such record available to Ishida on request.


Communication, Monitoring and Compliance

Ishida suppliers are expected to ensure that their workers, supervisors, and authorised subcontractors are familiar with the standards outlined in this Code, either by integrating them into their existing ethical operating practices or by expressly communicating them through this Code.

Ishida reserves the right to conduct announced or unannounced visits to supplier premises and interact with supplier employees to verify compliance with this Code and local regulations.

Ishida would expect that suppliers maintain documents and records at their facilities which demonstrate compliance with this Code and that Ishida will be granted access to inspect such documents and records, excluding any confidential or commercial sensitive information.

Ishida supplier's shall also provide any additional third-party or self-certifications that are reasonably required to demonstrate compliance with all applicable laws and frameworks within 14 days of a written request from Ishida.



We encourage our suppliers to communicate to us any actions taken to improve business practices and to send us suggestions about how Ishida can best contribute to the implementation of the principles set out in this Supplier Code of Conduct.

The supplier shall provide written confirmation to Ishida at least once per year that it has appropriate systems in place to monitor its compliance with this Code; and it is able to comply with this Code for the duration of its relationship with Ishida.

Self-Monitoring and Reporting Breaches

Ishida expects all suppliers to monitor their compliance with the Code and report any breaches (actual or suspected) of this Code as soon as possible to Ishida.

Ishida suppliers shall not retaliate or take disciplinary action against any worker that has, in good faith, reported breaches of this Code or questionable behaviour, or who has sought advice regarding this Code.

Breach, Remediation and Termination

Where Ishida becomes aware of a breach of this Code by its supplier, Ishida may either:

- a) Immediately terminate its business relationship with its supplier (including any contracts); or
- b) Require its supplier to produce a remediation plan specifying the actions that the supplier will take that will lead to compliance with the Code and present it to Ishida within 7 days of being requested to do so. Ishida may also suspend the business relationship with the supplier while remediation is ongoing.

Raising Concerns

Ishida suppliers are required to promptly report any instances where they believe an employee or any individual representing Ishida has engaged in illegal or improper conduct.

Similarly, suppliers should report any potential violations of this Code.

Reports can be submitted through the Ishida Procurement Department at the following address or email address:

Purchasing Department
Ishida Europe Limited
Kettles Wood Drive
Woodgate Business Park
Birmingham
B32 3DB, UK

Email: Purchasing.Department@ishidaeurope.com



Confirmation of Acceptance – Ishida Supplier Code of Conduct

As required by Ishida Europe Limited's Supplier Code of Conduct (Code), _____
certifies that:

- a) We have received and read a copy of the Code.
- b) We undertake to comply with all requirements outlined in the Code.
- c) We have appropriate systems in place to ensure our own and our suppliers' continued compliance with the Code.

Signed on behalf of _____

I hereby confirm that I have the authority to bind the company named above, and sign this Confirmation of Acceptance on behalf of the company.

Name: _____

Signature: _____

Position: _____

Date: _____

Please return a copy of this signed acceptance to Purchasing.Department@ishidaeurope.com