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GLOBAL REACH, LOCAL SERVICE

November 2020



CODE OF CONDUCT// SUPPLIERS & BUSINESS PARTNERS

INTRODUCTION//

The NES **Fircroft Group** (“NES”, “NES Fircroft”) core values of **Customer Focus, Enterprise, Integrity & Responsibility, Teamwork and Drive & Personal Impact** are the principles that guide our business; we embed our values into our performance and communicate them whenever we can, they are at the heart of everything we do.

The core values, along with our commitment to maintaining the highest standards of ethics and integrity across our business, expand to the Business Partners, Agents and External Providers (“Suppliers”) that we choose to do business with.

The purpose of this Supplier Code of Conduct is to define these standards and define the expectations of NES from its suppliers, to safeguard the relationship between both parties, and to aid communication of the required governance and responsibilities associated with the behaviours expected of organisations and their representatives.

EXPECTED BUSINESS CONDUCT//

NES Fircroft aim to establish mutually beneficial relationships with Suppliers and would therefore expect Suppliers to be committed to the highest level of ethical standards and conduct throughout their organisation, and where necessary encourage the same level of commitment and responsibility from their own supply chain.

Conduct from Suppliers includes incorporating applicable policy, practices or operational guidance consistent with these standards or equivalent standards in line with the basic principles of:

- compliance with applicable laws and regulations in geographical areas in which the business operates, or any codes, licences and permits associated with industry;
- the prevention of unethical business practices, including, but not limited to, human rights abuses, bribery, corruption, money laundering, tax evasion, fraud, extortion, and other improper payments, benefits or gifts;

- the protection of confidential information, personal data, sensitive data and intellectual property; and
- encouragement and promotion of corporate social and environmental responsibility throughout the organisation and their respective suppliers;

BUSINESS INTEGRITY//

Bribery & Corruption

NES Fircroft’s Policy is to conduct business with integrity, and without the use of corrupt practices or acts of bribery to obtain an unfair advantage. NES will not tolerate bribery or corruption in any form, or any illegal or non-compliant behaviour, wherever it may occur.

We expect our Suppliers to:

- maintain ethical controls over their procurement activity to safeguard against the risks of bribery or corruption within their operations;
- prevent any payment or other form of benefit conferred on any government office for purpose of influencing decision making in violation of law; and
- implement controls and expectations throughout their supply chain to safeguard against any form of bribery or corruption practices.

If no such anti-bribery or corruption laws apply in the local jurisdiction of our Suppliers or where laws are of a lesser standard to that prescribed in the UK Bribery Act 2010, Suppliers, their representatives and their employees must adhere to the UK Bribery Act 2010.

Refer to our **Anti-Bribery & Corruption Policy** for business partners and agents.

Taxation

NES Fircroft shall always aim to be tax compliant and adhere with rules and regulations in the jurisdictions in which we operate.

Each NES subsidiary works closely with reputable, local tax advisors to ensure it understands local tax risks and obligations in respect of all applicable direct and indirect taxes, and to ensure payments and filings are made on time and in full.

We expect our Suppliers to:

- maintain sufficient controls to ensure that their organisation or individuals linked to their organisation are not party to acts of facilitation of tax evasion;
- Work with individuals and/or organisations that demonstrate ethical standards in regard to tax declarations and payments; and
- Prevent any payments or business links to organisations that located in offshore jurisdictions to avoid the appropriate taxes.

Hospitality & Gifts

Modest gifts, favours and entertainment may be a way to strengthen business relations; however, no gift, favour or hospitality will be given or accepted if it places or appears to place the recipient under any obligation to return a favour or act improperly in the execution of their duties on behalf of NES or in connection with provision of product or services to NES Fircroft.

NES Fircroft require our employees to declare all gifts and hospitality given or received on a central register.

We expect our Suppliers to:

- never try and influence others through the offering of any gift or hospitality, or offer or accept gifts of cash or cash equivalent;
- prohibit the receipt of any gift or hospitality in favour for improper or illegal acts or for the commitment to undertaken favourable decisions; and
- ensure any events of hospitality or gifts given or received are proportionate, in good faith and connected with legitimate business.

Conflict of Interest

NES Fircroft employees act in the best interest of the business; avoiding conduct which could be detrimental to the business or willingly entering into any situation, financial or otherwise, that may potentially or actually conflict with their obligation to act in the best interest of NES and its stakeholders.

We expect our Suppliers to:

- avoid all conflicts of interest that may compromise or adversely influence the business relationship;

- not enter into situations that may misrepresent NES, cause embarrassment or cause damage to the reputation of NES; and
- declare any known or potential conflicts of interests that arise, or where they believe an NES employee or contractor has an interest or economic tie to the Supplier's organisation.

Confidentiality & Data Protection

As an organisation, NES has a need to process accurate personal information about individuals, as such; Information Security plays a key part of our daily security measures to ensure data is processed in the appropriate manner. We comply with Data Protection Laws globally with the minimum standard applied being that found within the General Data Protection Regulation (GDPR) (Regulation (EU) 2016/679).

We expect our Suppliers to:

- keep confidential and do not use or disclose any information belonging to NES, or our existing and prospective clients or candidates, other suppliers, employees or other third parties that the Supplier has access to owing to the provision of product or services to NES;
- only process data in line with agreed services, and in accordance with NES Fircroft's [Privacy Notice](#);
- respect intellectual property rights of NES and protect confidential information by safeguarding it against misuse, theft, fraud or improper disclosure;
- as a minimum, implement control measures which are equivalent to those defined within the principles of the GDPR; and
- where necessary for the purpose of processing personal data, enter into an appropriate Data Protection Agreement with NES

Competitors & Fair Competition

NES Fircroft supports applicable laws prohibiting restraints of free trade, unfair practices or that restrict competition. NES will not wrongfully induce a competitor's client to break contract, commit unlawful acts such as industrial espionage or make false or disparaging comments about competitors or their services. NES will always welcome competition and will select Suppliers based on factors such as price, quality, services and values.

We expect our Suppliers to:

- compete on the same basis with regard to the price and quality of their products and/or services;
- act in accordance with applicable competition laws and not to participate in unfair practices, price fixing, market or customer allocation, market sharing or bid rigging with competitors; and
- respect the intellectual property rights of others.

HUMAN RIGHTS//

Respect for basic Human Rights

NES Fircroft promote respect for, and protection of human rights throughout the business and will not take part in any activity that involves human rights abuses nor be complicit in activities that solicit or encourage human rights abuses. We work to ensure the protection of employee rights and in turn expect our employees to respect the rights of others; further NES support the protection of human rights through our supply chain by encouraging behaviours and actions with our Suppliers, and working to improve and evolve human right practices.

NES Fircroft policy and business practices are guided by the International Labour Organisations (ILO) standards and applicable laws in the jurisdictions in which we operate; our expectation is that all Suppliers abide by the same level of principles and standards.

We expect our Suppliers to:

- support and protect human rights both in the workplace and more broadly in all their business activities;
- treat employees and workers fairly, and respect the personal dignity, privacy and rights of these individuals; and
- encourage and promote respect for human rights throughout their supply chain and where applicable enforce the necessary controls to ensure such practices are in accordance with these principles.

NES Fircroft will carry out a due diligence process for Suppliers based on relevant issues, including human rights, and we will contractually require that all suppliers adhere to these principles, and where applicable that such declarations are committed throughout their supply chain.

Equality & Diversity

NES Fircroft treat every individual who works for and with us fairly and without discrimination. No individual is unfairly disadvantaged, favoured or ostracised because of irrelevant characteristics such as race, nationality, gender, age, skin colour, pregnancy, disability, union membership, religion or belief, family status, sexual orientation or any other unlawful criterion. Such discrimination will not be tolerated.

We are committed to the development of a business culture that reflects this belief in its entirety and to widen the media in which we recruit to ensure as diverse an employee and candidate base as possible.

NES Fircroft seek to work with Suppliers that encourage equal opportunities for, and treatment of, their employees; that seek diversity across its operations; and these that apply the necessary laws and regulations to protect these human rights.

We expect our Suppliers to:

- treat employees, partners, customers and their suppliers properly and equally, without discrimination and in accordance applicable laws;
- ensure employees and other interested parties are not unfairly disadvantaged, favoured or ostracised because of irrelevant characteristics; and
- encourage and promote equality, diversity and inclusion within their business and throughout their own supply chain.

Freedom of Association and Collective Bargaining

An open and constructive dialogue with our employees is practiced with NES; as a business we recognise and respects employees' right to join or form trade unions or associations, and choose representative organisations for the purpose of engaging in collective bargaining without fear of reprisal or intimidation.

NES Fircroft cooperate in good faith with employee representatives or organisations within the appropriate national legal frameworks. Employees who act as representatives are neither disadvantaged nor favoured in any way.

We expect our Suppliers to:

- recognise and support employee rights to join or form trade unions without interference or discrimination;
- respect the rights of employees to freely associate, organise and bargain collectively; and
- allow employees to freely elect a representative where any such freedoms are restricted under law.

Forced Labour & Human Trafficking

All forms of forced, bonded and compulsory labour, including any form of human trafficking are strictly prohibited. It is NES policy to ensure such practices are compliant with applicable laws and agreements, including forced labour, working times, conditions and paid leave. NES see prevention of forced labour (including human trafficking) as a shared responsibility and with communication of principles and expectations to our Suppliers and ensuing supply chain, NES seek to ensure such ethical standards are met.

NES will not tolerate work through intimidation in any form.

We expect our Suppliers to:

- prohibit any use of forced, bonded, indentured, or involuntary prison labour;
- mandate that workers are not required to hand over government-issued identification, passports or work permits as a condition of employment, that overtime worked is voluntary and employees are free to leave or terminate employment with reasonable notice; and
- uphold minimum commitments relating to labour standards as defined by international standards.

Child Labour

NES Fircroft does not employ child labour, do not use Suppliers which employ child labour and ensure that all our employees are above the legal employment age in the country of their employment. Should evidence of child labour be discovered during any Supplier audit or during the course of the business relationship, appropriate remedial steps will be taken with the best interest of the child in mind.

We expect our Suppliers to:

- work against all forms of child labour and adhere to the standards defined in ILO convention 138;

- ensure employed workers including contractors or agency workers are above the minimum age of employment for the type of work undertaken, or the age for completing compulsory education in that country, whichever is higher; and
- to seek the same assurance, standards and compliance to international law from their own supply chain.

More information is available from the International Labour Organization

Working Conditions

Individuals are entitled to work in an environment and under conditions that respect their rights and dignity, be free from harassment or other kinds of intimidating or offensive situations and be awarded with just conditions relating to their employment.

The NES workplace to be a safe and positive environment and we expect professionalism and respect from all stakeholders in the spirit of our core business values. In all instances, employees are provided with a written contract of employment inclusive of agreed terms, notice periods, working times, annual leave, salary payments and comparable provisions in accordance with the legislation of the country where they work.

We expect our Suppliers to:

- provide a working environment free from harassment, verbal, visual, physical abuse, or any conduct that creates an intimidating, offensive or hostile workplace;
- provide written contract of employment for all workers with agreed conditions in line applicable laws and regulations; and
- actively promote such conditions throughout their operations and from their supply chain.

ENVIRONMENT & WELFARE//

Environmental Protection

NES Fircroft are increasingly determined to achieve and demonstrate sound environmental performance by assessing and controlling the impact our operations have on the environment.

As an office based service provider, NES is aware that good housekeeping is an effective way to manage such environmental and energy conservation, and therefore our strategy is to adopt environmentally sustainable practices to reduce carbon footprint and improve environmental performance by way of compliance to applicable legislation, conserving energy, reducing waste and educating employees through communications.

We expect our Suppliers to:

- to act in accordance with the applicable statutory and international standards regarding environmental protection, including maintaining any related permits or licences;
- manage their business operations responsible in relation to environmental risks and impacts, and where necessary implement precautionary approaches to activities; and
- enforce policies and procedures to manage their environmental impact, where such impacts are considered high risk.

Health, Safety & Welfare

NES Fircroft regards the health and safety of all its employees as a high priority and will take the required steps to ensure that responsibilities continue to be met at all times. With working environments that are safe, hygienic and promote a positive atmosphere, our aim is to continue to provide the safest working conditions possible and to ensure, so far as is reasonably practicable, that the health, safety and welfare of our employees is sustained, as is the health and safety of any other interested parties who may be affected by our operations.

We expect our Suppliers to:

- take responsibility for the health, safety and welfare of its employees, customers and other interested parties, providing environments and workplace provisions as necessary;
- control risks or hazards and take the best reasonably possible precautionary measures against accidents and occupational diseases; and
- provide the appropriate health and safety information, training and/or equipment to their employee's or other interested parties working under their control.

GOVERNANCE//

Compliance

NES Fircroft consider legal compliance a mandatory aspect of our business activity and, as part of our corporate social responsibility; we also expect the same level of commitment from our Suppliers. We expect our Suppliers to abide by the applicable laws and regulations in the geographical areas in which they operate, and show their commitment to the principles of this Supplier Code of Conduct by establishing the necessary policy and practices needed to achieve and maintain these defined standards.

Strict adherence to any legal aspects associated with procurement practices or Human Rights is mandatory and any breach or suspected breach will be subject to a formal investigation by NES and may result in the re-evaluation of Supplier status.

Suppliers are responsible for maintaining appropriate training and valid licences or permits to allow delivery of any product or services agreed between the Supplier and NES, in the geographical areas agreed.

Supply Chain

Whilst NES has expectations on Suppliers to comply with the Supplier Code of Conduct, it is also imperative that the Supplier circulates requirements, standards and expectations throughout their organisation and through to their own supply chain.

Expectation is that the Supplier will use reasonable efforts to promote among its Suppliers, contractors, business partners, agents, and as well as direct employee's, compliance to the NES Fircroft Supplier Code of Conduct and any associated international standards or local laws and regulations.

Communication

It is the Suppliers responsibility to communicate the standards and expectations defined within the NES Fircroft Supplier Code of Conduct to necessary employee's and to other interested parties under their control that may contribute to the provision of product of service to NES.

Performance & Evaluation

NES Fircroft will monitor compliance through performance, evaluation of service or product provision or where applicable any service level agreements or performance indicators applied. NES may also require that the Supplier enters into service review meetings, compliance audits or performance reporting in line with the provision of product or service, and compliance to the standards defined within this Supplier Code of Conduct. All such requirements shall be determined, and criteria agreed in advance.

All Business Partners and agents, or suppliers that may impact NES service provisions will be subject to additional evaluation criteria and/or be required to enter into a formal service contract to specifically define the requirements and obligations of all parties. Suppliers who process personal data on behalf of NES (Sub-Processors) or who have access to the personal data processed by NES may be subject to a separate Data Protection Agreement.

Any serious breach of this Code of Conduct will be recorded by NES and formally communicated to the Supplier; a review shall be undertaken by NES which may result in re-evaluation of the Suppliers approval status.

Complaints

NES Fircroft operates a quality management system and therefore records any event of service delivery failure; Events are recorded, investigated and resolved and where possible long-term actions identified. Our process encompasses Supplier deficiencies, or issues resulting from external providers that may affect NES service provision.

Where this is the case, NES shall contact the Supplier as part of the investigation and shall require cooperation in addressing the cause of the issue.

Complaints relating to the provision of product or service by the Supplier shall be handled promptly and courteously and shall be resolved to the satisfaction of all parties.

Likewise NES expect our employee's to treat Suppliers and their employees with respect and professionalism; any comments or concerns relating to the relationship or approach by NES employees to the Supplier or their organisation should be reported to the Suppliers NES contact or directly to ethics@nesfircroft.com.

Further Information

Any queries relating to this Supplier Code of Conduct should be directed to the Commercial & Legal team through vendormanagement@nesfircroft.com. If any individual person suspects that there is a breach of this Code of Conduct within NES or by one of our Suppliers, they should report it directly to ethics@nesfircroft.com, additionally, for immediate or emergency situations local helplines or support groups should be contacted.

Approval of Suppliers is subject to a questionnaire and assessment by NES; Suppliers shall then be required to declare their acceptance and compliance to this Code of Conduct.

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