



Business Partner CODE OF CONDUCT
FM Logistic Corporate
V1.2 2021 - Applies to all subsidiaries

Dear Business Partner ,

FM Logistic is committed to compliance with laws, social and ethical standards as well as to act in a responsible and sustainable manner. This is a part of our Corporate Identity which is based on the ethical values of integrity, respect and fairness

We intend to maintain these standards in all of our business dealings. Thus we have outlined in this Business Partners Code of Conduct ("Code") our standards with regard to compliance with applicable law, anti-bribery, human rights and non-discrimination, labor, ethics, health & safety and the environment.

FM Logistic strives to maintain a close, trustful and sustainable relationship with its Business Partners based on the highest possible standards of business. Therefore we consider the principles outlined in this Code as essential conditions for a business relationship with FM Logistic.

This Code is a cornerstone of our Compliance Program and we believe it will foster the trusted cooperation with our partners, either customers or suppliers.

Kind regards,

Jean-Christophe MACHET

Gillan FUENTES

CEO

Purchasing Director



Table of contents

A. General provisions	6
Compliance with applicable laws and regulations	6
Human rights, harassment and non-discrimination	6
Ethics alert mechanism	6
B. Ethical Standards	6
Integrity, anti-corruption and compliance program	7
Gift Policy and Courtesies	7
Accuracy of books, registers and information	7
Intellectual property and trade secrets	7
Use of Personal Data	7
Conduct vis-à-vis competitors	8
Conflict minerals	8
C. Labor Standards	8
Equal employment opportunity and treatment of employees	8
Prohibition of forced labor	8
Prohibition of child labor	8
Working hours	9
Wage	9
Freedom of association	9
D. Health & Safety Standards	9
Occupational safety	9
Emergency readiness and Business Continuity Plan	9
Hygiene and living conditions	9
First aid	9
E. Environmental standards	10
Environmental permits and disclosure requirements	10
Pollution prevention and resource management	10
Hazardous substances	10
Wastewater and solid waste	10
Air emissions	10
F. Monitoring approach	11
Self-assessments	11
Regular on-site audits	11
Incident driven audits	11
Disclosure of certificates and registrations	11
G. Failure to comply	Erreur ! Signet non défini.

Corrective actions	11
Termination right	12
H. References	12
Compliance declaration	14

A. General provisions

This Code applies worldwide to all Business Partners, service providers or other companies (Supplier s) which produce or deliver goods or provide services to FM GROUP, including its affiliated companies, (hereinafter "FM" or "Company").

Furthermore, this Code applies to the Business Partners' affiliated companies, sub-suppliers and sub-contractors. The Business Partner will use its best efforts to ensure that all of its sub suppliers and sub- contractors involved in the FM LOGISTIC supply chain adhere to the requirements and standards laid down in this Code.

The Code becomes an integral and binding part of the business relationship between FM and the Business Partner . FM expects all its partners in its supply chain, who provide material, products and / or services to FM Groupe, to comply with the principles laid down in this Code.

In case of stricter national laws or regulatory requirements these will prevail over this Code.

Compliance with applicable laws and regulations

The Business Partner should comply with all applicable laws and regulations in all countries in which it conducts its business activities or from which FM Logistic obtains goods or services from the Business Partner .

Human rights, harassment and non-discrimination

The Business Partner respects and supports compliance of internationally recognized human rights.

The Business Partner commits, within the scope of prevailing laws and statutes, to oppose to all forms of discrimination, including, but not limited to, with regard to its employees and Business Partners. Any discrimination based on race, color, age, gender, ethnicity, origin, nationality, sexual orientation, religion, disability, pregnancy, political affiliation, union membership, marital status or due to any other behavior is prohibited. No worker should be subject to any physical, sexual, psychological, verbal harassment abuse or other form of intimidation.

Ethics alert mechanism

The Business Partner can report FM Logistic all inappropriate conduct or behavior with transparent, fair, accessible and confidential procedures that result in swift, unbiased and fair resolution of difficulties which may arise as part of their working relationship. The whistleblower will be protected from retaliation for submitting such complaints, using the [FM Logistic hotline ethics@fmlogistic.com](mailto:ethics@fmlogistic.com).

B. Ethical Standards

FM Logistic Executive Management has given a clear message about its zero tolerance of any form of bribery or illegal activities. We request from all our employees a commitment to integrity, respect and fairness which are the key ethical values that determine Company's identity and the way we want to establish a trustful and productive co- operation with our Business Partners.

Thus, we expect our Business Partners to take the same commitment i.e. apply the highest standards of integrity throughout their business activities and relationships.

Integrity, anti-corruption and compliance program

Business Partner's Executive Management is expected to set a clear tone and implement measures to prohibit any forms of bribery, corruption, extortion and embezzlement.

The Business Partner is not allowed in the course of business dealings to offer, promise, demand, give or accept gifts, payments, invitations or services that are provided with the aim of influencing a business relationship in a prohibited way or which cause the risk of jeopardizing the professional independence of the Business Partner.

Company-wide Compliance Program or ongoing efforts of monitoring business activities with respect to their legal compliance and the prohibition of corruption are to be implemented as well as reviewed and updated on a regular basis by the Business Partner. In particular binding rules for the offering and acceptance of courtesies and a regular information and training of employees on ethical business behavior are expected.

Gift Policy and Courtesies

A "courtesy" means any type of benefit that goes beyond the contractually agreed payment and could be used by an individual, provided that it is offered without intent to influence or to get any counterpart. This includes cash, gifts, any form of hospitality, meals, sporting and entertainment events, tickets, accommodation, perks, services, price reductions and other benefits.

Company's Business Partners are requested not to influence the decision making process of public officials (such as civil servants or government employees) or any private Business Partners by making any offers of payment of courtesies or similar gratuities.

Courtesies in the form of money to either a FM Logistic employee or an associated person (e.g. a family member) of a FM Logistic employee are strictly prohibited. Any gifts or courtesies to or from a FM Logistic employee must at all the times be professional, appropriate and reasonable. It is appropriate, if it reflects standard local business custom. The Company's Gift Policy requests to submit any gift or courtesy to a prior approval procedure.

Business Partner shall be informed that all gifts are redistributed within FM Logistic social events, such as Tombola organized to employees.

Invitations to Company's employees are only acceptable, if at least 70% of the time of the relevant event have any business or professional relevance (e.g. in the form of presentations, product information or trainings).

Accuracy of books, registers and information

Information supplied by the Business Partner regarding its business activities, structure, financial situation and performance is to be disclosed in accordance with relevant regulations and prevailing industry practices. Falsification of records or misrepresentations of conditions or practices in the supply chain are unacceptable.

Any business information given reflects the true picture.

Intellectual property and trade secrets

Intellectual property rights are to be respected thoroughly by the Business Partner. The transfer of know-how and technology is to be conducted in a manner that sufficiently protects intellectual property rights. The Business Partner and its employees are required to safeguard trade secrets. Confidential information concerning FM Logistic must not be released, copied, forwarded to third parties or made available in any other way without prior written authorization by the Company.

Confidential information, design and copyrights are respected.

Use of Personal Data

Privacy and information security laws as well as regulatory requirements

with regard to the collection, storage, processing, transmission and sharing of personal information are to be adhered to.

Conduct vis-à-vis competitors

The Business Partner respects fair competition. Thus the Business Partner adheres to existing laws that uphold and promote competition, in particular prevailing anti-trust laws as well as laws that regulate competition.

Personal data is processed in line with local law and other requirements.

Conflict minerals

The Business Partner should provide reasonable assurance, when applicable its products, that so called "conflict minerals" like tantalum, tin, tungsten and gold in the products sold to FM Logistic neither directly nor indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country (see also section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act about the use of conflict minerals).

Due diligence is to be exercised on the source and chain of custody of these minerals. Relevant measures are to be documented, e.g. by means of the EICC/GeSI conflict minerals reporting template (available via www.conflictfreemelter.org). Measures taken are to be made available to Company upon request.

Conflict minerals are sourced in a way that human rights are not abused.

C. Labor Standards

FM Logistic is committed to uphold human rights of workers and to treat them with dignity and respect as reflected in our Corporate Values.

We expect our Business Partners to respect the conventions laid down by the International Labor Organization (ILO). This applies to all workers including temporary, contract and direct employees.

Equal employment opportunity and treatment of employees

The Company is committed to a policy of equal employment opportunity so as to assure that there shall be no discrimination against any employee or applicant on the grounds of race, color, religion, sex, sexual orientation, age, disability, national origin or any other factor made unlawful by applicable laws and regulations. Employees are treated equally and without prejudice. Unacceptable treatment of employees such as power harassment, physical punishment and sexual harassment is not tolerated at all. Business Partners must take commitment on the same.

Prohibition of forced labor

Any form of forced, bonded or enslaved labor, involuntary prison labor, slavery or trafficking of persons is prohibited. All work and service are voluntary and workers are free to terminate their employment according to the contractual terms agreed.

Prohibition of child labor

Child labor is not exercised at any stage of business activities. The term "child" refers to any person employed under the age of 15 years; in exceptional cases only, e.g. in those countries subject to the developing country exception of the ILO Convention 138, a minimum age of 14 years may be acceptable. When young workers are employed they must not do work what is mentally, physically, socially or morally dangerous or harmful or interferes with their schooling by depriving them of the opportunity to attend school. In the case of hazardous work, the minimum age is 18.

Working hours

Working hours per day and week are not to exceed the maximum set by local law. The standard working hours of a week should not exceed 48 hours and the complete working hours of a week (including overtime) should not exceed 60 hours, except in emergency cases. Employees shall be allowed at least one day off per seven day week.

Wage

Remuneration paid for regular working hours and overtime shall be fair and in compliance with national statutory wage minimums or industrial standards. **The Business Partner must be in line with the basic local requirements and up-to-date regarding the payment of its duties toward any local administration (such as, but not limited to: Tax or Social Security).**

Freedom of association

Employee's rights to associate freely, to join or not to join labor unions and workers' councils, in accordance with local law, and to conduct collective negotiations shall be respected. Employee representatives are to be protected against any kind of discrimination.

Employee representatives may contact their colleagues at their workplaces and exercise their duties without any restrictions other than defined by national regulations.

D. Health & Safety Standards

FM Logistic places the health and safety issues, as its employees' safe work environment as the top level priority of the Company. Compliance with all regulations in respect of health and safety at work is a matter of utmost importance to us.

Employees' health and safety standards must be met.

We expect our Business Partners being clearly committed to occupational health and safety, to apply generally accepted standards like ILO convention 155, to assign corresponding responsibilities and to establish occupational health and safety management. This should be adapted in accordance with the Business Partner 's risk profile, size and local requirements.

Occupational safety

The exposure to potential safety hazards are to be controlled by a proper process and workplace design, safety regulations and ongoing safety training. Furthermore, workers are to be provided with appropriate personal protective equipment.

Training and protective equipment to prevent accidents.

Emergency readiness and Business Continuity Plan

The emergency situations are to be identified and assessed and all the related impacts are to be minimized by precautionary actions, emergency plans and procedures. Incidents are to be tracked, reported and further investigated to enable corrective actions.

Emergency plans are implemented and regularly revised.

Hygiene and living conditions

Workers are to be provided with clean sanitary facilities and potable water as well as sanitary food preparation and eating facilities. If provided by the Business Partner , workers' dormitories are to be maintained as clean and safe.

Proper sanitary and eating facilities are provided.

First aid

Business Partner shall establish and maintain appropriate first aid equipment at the facility and make it available to workers at all times. The location of the equipment shall be prominently marked and communicated to workers.

Business Partner maintains records of health and safety trainings and accidents and injuries at the workplace.

E. Environmental standards

Company is promoting a rise in awareness of environmental footprint, an important element related to business activities. Linking economic efficiency and environmental protection is therefore a central issue in the FM Logistic and is decisive for our operations and actions.

Thus we expect our Business Partners to act responsibly and to limit potential adverse effects of business operations on the community, environment and natural resources to a minimum. We consider the existence and effectiveness of a suitable environment management system on the basis of ISO 14001 or similar standards as main focus for all our Business Partner.

We minimize the impact on community, environment and nature as much as possible.

Environmental permits and disclosure requirements

All mandatory environmental permits, approvals, registrations and licenses required for the business operations of the Business Partner are to be obtained, documented, maintained and kept current. Disclosure and reporting requirements are to be thoroughly followed.

Any environmental documents needed for operation must be obtained, archived and disclosed as required.

Pollution prevention and resource management

Waste, emissions and the consumption of resources like energy and water are to be kept to a minimum. The Business Partner is expected to constantly assess and improve its business operations by actions such as modifying production, maintenance and facility processes as well as re-using and recycling materials.

We use resources purposefully and economically and minimize waste.

Hazardous substances

Substances posing hazards to the environment (if discharged) are to be identified and managed to ensure proper handling, transportation, storage, use, reuse or recycling and disposal.

Restrictions of the use of hazardous substances (RoHS,) as stipulated by applicable laws, are to be followed for all materials, parts, components, semi-finished goods and trade goods delivered to Company.

Furthermore, the requirements regarding the registration, evaluation, authorization and restriction of chemicals (REACH) as defined in the European Union Regulation No. 1907/2006 are to be observed for all goods supplied and deliveries made to Company. The Full Material Disclosure is requested.

Hazardous materials are avoided, handled diligently and, if possible, reused or recycled.

Wastewater and solid waste

Any waste and solid waste generated from operations, industrial processes and sanitation facilities are to be specified, monitored, controlled and treated as required prior to discharge or disposal. When using third party waste management providers, proper documentation and evidence on the compliant processing and disposal are to be kept as well.

Measures are taken for appropriate disposal of waste from operations and evidence kept.

Air emissions

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals or combustion by-products generated from operations are to be specified, monitored, controlled and treated as required prior to discharge.

Emissions are to be avoided, as much as possible.

F. Monitoring approach

Company expects a clear commitment of its Business Partners towards this Code. Therefore, the Business Partner shall prepare and maintain appropriate records to demonstrate its compliance with this Code.

The degree of compliance monitoring regarding this Code, depends on the extent and nature of the business relationship as well as the service and risk profile of each Business Partner with regard to the requirements stated in this Code.

Self-assessments

Company expects its Business Partners to perform a self-assessment regarding its compliance with the standards, laws and regulations for legal compliance, human rights and non-discrimination, labor, ethics, environment, health & safety, tax & social charges and conflict minerals treatment based on a questionnaire.

The Business Partner is expected to acknowledge by signature, that the answers to the questionnaire are prepared truthfully, comprehensively and to the best of its knowledge. The Business Partner is not requested to disclose any trade secrets when answering the questionnaire. The Business Partner will have to answer the questionnaire upon request and is expected to answer the questionnaire within four weeks after receipt of the questionnaire sent by Company.

Business Partner must especially be up to date with their respective payments of all taxes, duties, wages and/or social charges.

Regular on-site audits

As part of our ongoing Business Partner quality audits, which can be carried out by Company or any third party auditors mandated by Company, the compliance with the requirements of this Code will be verified at the Business Partner's premises. If the audit is conducted by a third party auditor, such auditor will be subject to an obligation of confidentiality.

Incident driven audits

In case of severe and confirmed suspicion of a contravention of this Code, an incident driven audit that focuses the compliance with this Code shall be carried out, either by Company or its mandated third party auditors. If the audit is conducted by a third party auditor, such auditor will be subject to an obligation of confidentiality.

Audits (i.e. regular on-site audits and incident driven audits) are only carried out following prior notification by FM Logistic (which may be shorter in case of an incident driven audit), within the usual business hours and according to local laws. Company will ensure that the Business Partner's business activities will not be interrupted and all the confidentiality obligations are duly respected and that all personal and business information obtained during the audit will be handled in line with applicable legal regulations, treated as strictly confidential and used only for the purpose of the audit.

Disclosure of certificates and registrations

The Business Partner should provide all relevant certificates and registrations related to its business operations with FM Logistic, upon request. Company assures that all information provided will be kept confidential.

G. Failure to comply

Corrective actions

In case of non-compliance with the requirements of this Code, Company and the Business Partner shall agree on the corrective actions to be taken within a reasonable time frame. All actions agreed will be closely monitored till the final resolution. The compliance with this Code is a part of the Company's Business Partner's qualification, evaluation and development process.

In case of non-compliance, Company and the Business Partner agree on the corrective actions, which shall be followed up.

Termination right

FM Logistic is entitled to terminate the business relationship, including any subordinate agreements, in the event of (i) severe non-compliance with the regulations stated in this Code or (ii) ongoing non-compliance with the regulations stated in this Code following a failure to implement the corrective actions as mentioned in the preceding paragraph. Before exercising the termination right, Company has to set an appropriate deadline to remedy the non-compliance, unless the non-compliance is so severe that Company cannot be reasonably expected to be bound by the relevant contract any longer; in the latter case, Company has the right to terminate the relevant contract with immediate effect, without liability.

Company has the right to terminate the business relationship in case of severe or continuous non-compliance, without liability.

The termination may extend to the entire business relationship or only to parts thereof, at Company's discretion.

H. References

The following standards were used in preparing this Code and might be useful as reference and source of further detailed information.

- ★ [Sapin II Act December 9th 2016-1691](#),
- ★ Dodd-Frank Wall Street Reform and Consumer Protection Act (<https://www.sec.gov/about/laws/wallstreetreform-cpa.pdf>)
- ★ Electronic Industry Citizenship Coalition and Global e-Sustainability Initiative (www.conflictreesmelter.org)
- ★ ILO Code of Practice in Safety and Health (<https://www.ilo.org/global/topics/safety-and-health-at-work/lang--en/index.htm>)
- ★ ILO International Labor Standards (www.ilo.org/dyn/normlex/en)
- ★ ISO 14001 (www.iso.org)
- ★ OHSAS 18001 (www.bsigroup.com)
- ★ REACH – Registration, Evaluation, Authorization and Restriction of Chemicals – European Union Regulation no. 1907/2006 (http://ec.europa.eu/enterprise/sectors/chemicals/documents/reach/index_en.htm)
- ★ RoHS – Restriction of the Use of Hazardous Substances – Directive 2011/65/EU of the European Union (https://ec.europa.eu/environment/waste/rohs_eee/legis_en.htm).



**Compliance
statement**

Compliance statement

We, the undersigned hereby confirm that:

We have received and taken due note of the contents of the FM Logistic Code of Conduct for Business Partners.

We are aware of all relevant laws and regulations of the countries in which our company operates.

We will report to FM Logistic any case of violations of the Code.

We will comply with the FM Logistic Business Partner Code of Conduct's requirements based on a development oriented approach and without amendment or abrogation.

We will ensure that all of our workers and subcontractors comply with the content of the FM Business Partner Code.

COMPANY NAME:

INDIVIDUAL NAME AND TITLE:

SIGNATURE:

DATE & PLACE:

This document must be signed by an authorized representative of the Business Partner & returned to your contact person from FM Logistic -----