
Supplier Code of Conduct

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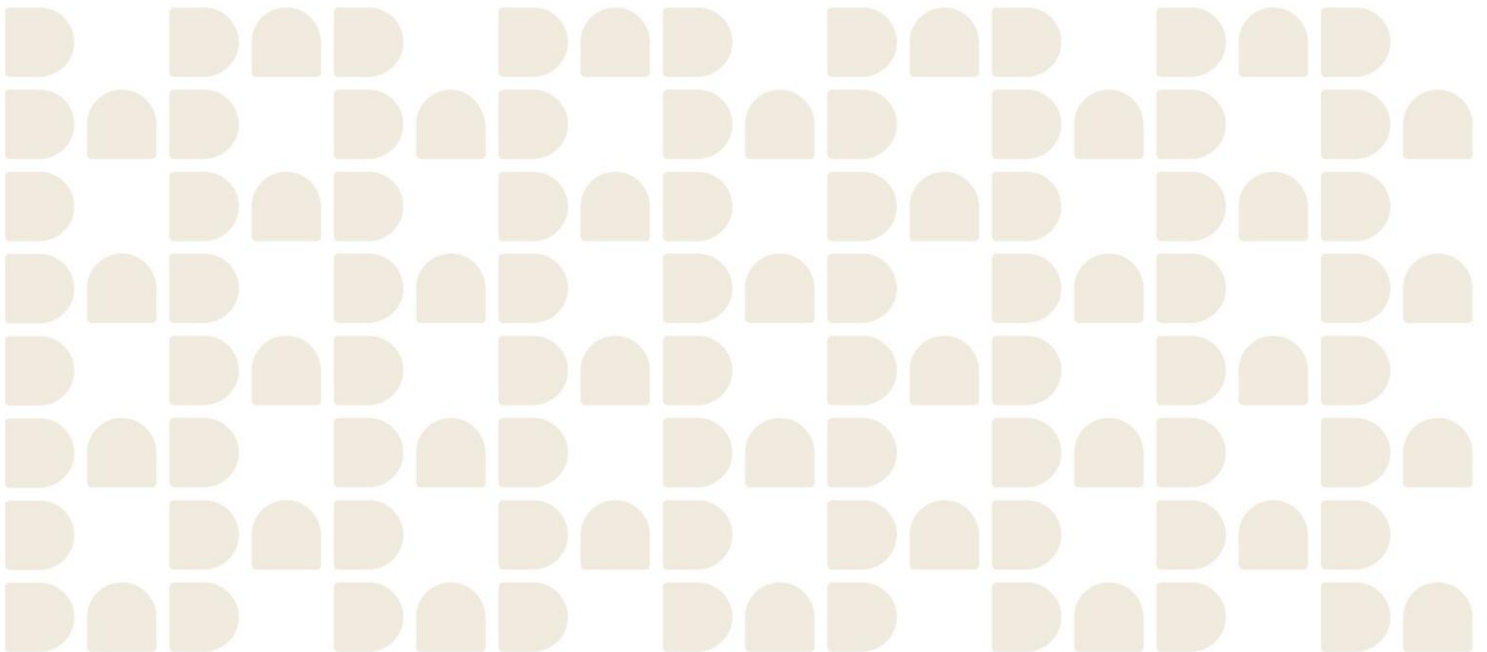


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Supplier Code of Conduct

This Supplier Code of Conduct (Code) sets out Barry Nilsson's (BN) minimum expectations for ethical and responsible business practices across our supply chain. It reflects our values and our commitment to acting with integrity in how we do business.

Purpose

BN is committed to ethical, sustainable and socially responsible business practices. We expect our Suppliers to meet the same standards when providing goods or services to BN.

This Code is informed by internationally recognised responsible business frameworks, including the UN Guiding Principles on Business and Human Rights and the UN Global Compact and forms part of BN's responsible procurement framework.

Scope and application

This Code applies to all suppliers and their directors, officers, employees, agents and subcontractors who provide goods or services to BN (Suppliers). Suppliers are expected to communicate this Code to relevant subcontractors and related entities involved in delivering goods or services.

Suppliers must comply with all applicable laws in the jurisdictions in which they operate. This Code supplements, and does not replace, those legal obligations.

BN may reference or incorporate this Code (in whole or in part) into supplier arrangements. If there is any inconsistency, the relevant contract terms will prevail. These standards apply regardless of whether they are directly connected to a particular contract.

Integrity, ethics and governance

Suppliers must conduct business ethically, lawfully and professionally. In particular, Suppliers must:

1. Act honestly and with integrity, and avoid conduct that could reasonably bring BN into disrepute.
2. Not engage in, or facilitate, fraud, corruption, bribery, unethical, exploitative, dishonest or collusive conduct.
3. Identify, manage and promptly disclose any actual, potential or perceived conflicts of interest relating to work performed for BN.
4. Not offer or accept gifts, benefits or hospitality that could reasonably be perceived as influencing decision-making or creating an improper advantage.
5. Protect BN's confidential information and any private or commercially sensitive information obtained through the relationship, in accordance with applicable contractual and security requirements.

Labour, human rights and modern slavery

Suppliers must respect human rights and provide fair, safe and lawful working conditions and must not engage in, cause or contribute to modern slavery practices in their operations or supply chains. At a minimum, Suppliers must ensure that:

1. Work is freely chosen, fairly paid, and performed in safe and healthy working conditions.
2. No worker is required to pay for a job, including through recruitment fees, deposits or the retention of identity documents.
3. Child labour is prohibited, and young workers are not required to perform hazardous or inappropriate work.
4. Wages, benefits and working hours comply with applicable law, and workers are free to leave employment subject to lawful notice requirements.

5. Freedom of association and collective bargaining are respected, discrimination is not tolerated, and harassment, bullying or abusive conduct is prohibited.

For the purposes of this Code, modern slavery has the same meaning as in the Modern Slavery Act 2018 (Cth).

Health and safety

Suppliers must:

1. Comply with all applicable workplace health and safety laws and take reasonable steps to maintain a safe work environment for their personnel.
2. Promptly identify and address hazards, incidents and risks, and cooperate with any reasonable health and safety requirements relevant to work performed for BN.

Environmental responsibility

Suppliers must not engage in practices that cause or contribute to unlawful or serious environmental harm. Suppliers are expected to:

1. Comply with environmental law relevant to their operations and the goods or services supplied.
2. Take reasonable steps to manage environmental impacts, including impacts associated with energy use, greenhouse gas emissions, waste and, where relevant, biodiversity.
3. Prevent pollution and environmental incidents, including through safe handling, storage and disposal of hazardous substances.

Compliance, monitoring and remedies

Supplier responsibilities

Suppliers are responsible for ensuring compliance with this Code by their personnel and relevant subcontractors. Suppliers must maintain controls and due diligence processes proportionate to risk, keep appropriate records, and provide relevant information on reasonable request.

BN may assess compliance through proportionate assurance measures, including questionnaires, self-assessments, document requests and desktop reviews.

Assurance

In exceptional circumstances involving significant and unresolved risk and materiality, BN may request cooperation with further assurance activities, which may include on-site audits or inspections, subject to applicable law, safety requirements and reasonable notice.

Corrective action and remedies

Where non-conformances are identified, Suppliers must work with BN to develop and implement corrective actions within reasonable timeframes.

BN may take action for serious, repeated or unresolved breaches of this Code, including suspension or termination of the supplier relationship, in accordance with the relevant contract.

Reporting concerns

Suppliers must promptly report any actual or suspected breach of this Code, whether by the Supplier or its subcontractors. This includes concerns relating to integrity, labour practices, modern slavery, human rights or environmental harm.

BN maintains a Human Rights Grievance Procedure to enable concerns relating to modern slavery or other serious human rights impacts to be raised and addressed. A copy of this procedure can be requested from BN.

Supplier Acknowledgment

The Supplier confirms that it has read and will comply with this Code.

Supplier name: _____

Authorised representative: _____

Title: _____

Signature: _____

Date: _____