



CODE OF ETHICAL PURCHASING

EXECUTIVE SUMMARY

Bidvest will uphold the highest standards of ethical purchasing to support the reputation of the Group, our employees and that of our stakeholders. To that end we will not tolerate any breach of this Code of Ethical Purchasing (hereafter called The Code), whatsoever by Bidvest employees or Bidvest Suppliers, whether directly or indirectly, intentionally or unintentionally.

The Code is intended to promote safe and fair working conditions, ethical business practices and the responsible management of environmental and social issues within the Group's supply chain.

As a condition of doing business with Bidvest, we require that all suppliers comply with these standards and ensure that all employees are familiarised with The Code.

Bidvest expects suppliers to operate similar standards within their own organisations and into the supply chain.

Bidvest will support suppliers collaboratively in the performance of The Code, as may be required from time to time.

As a general principal, all reference in The Code to local and national laws mean the relevant local and national laws prevailing in the country in which the supplier carries out its business. Where differences arise between the provisions of the local and national law and The Code in respect of the same subject, the stricter standard or provision should be applied.

The Code is based on the United National Universal Declaration of Human Rights, The Conventions of the International Labour Organisation and the United Nations Convention on the Rights of the Child.

PRINCIPLES

Uphold human rights

Bidvest is committed to respecting human rights and will not participate in or be party to any activities that support, promote or enable the abuse of human rights and we accordingly expect our suppliers to exercise the same principles.

1. *Child Labour*

- No person is employed who is below the minimum legal age for employment.
- Children (persons under 18 years) are not employed for any hazardous or night work, or work that is inconsistent with the child's personal development.
- Appropriate hiring systems and practices should be in place to ensure that no under-aged persons are employed and that all applicable laws, regulations and industry standards are applied.

2. *Slavery, Servitude & Forced Labour*

- No persons will be held in slavery or servitude and every person within our supply chain is free to leave their employment after reasonable notice.
- Forced, bonded or compulsory labour is not used and employees are free to leave their employment after reasonable notice.
- Employees are not required to lodge deposits of money or identity papers with their employer.

3. *Health, Safety & Wellbeing*

- A healthy and safe working environment is provided for employees, contractors, partners or others who may be affected by company's activities, in accordance with international standards and national laws.
- Mechanisms are in place to ensure that health and safety obligations are communicated and applied to parties under their control.
- Products and/or services delivery meets general principles of Health & Safety risk prevention.
- Mechanisms are developed and implemented to ensure that all employees are competent to carry out the health and safety aspects of their responsibilities and duties.
- Facilities and amenities, including employee accommodation where provided by the company, shall be hygienic, safe and meet the basic needs of employees.
- The company has systems and training to prepare for and respond to accidents, health problems and foreseeable emergency situations. A means for recording, investigating and implementing learning points from accidents and emergency situations is in place.

4. Freedom of Association

- Open communication and direct engagement between employees and management are the most effective ways to build employee relations and resolve issues.
- The rights of employees to join or not to join trade unions, or similar representative bodies and their right to collective bargaining in accordance with local laws are respected.

5. Discrimination

- No form of discrimination is engaged in, or supported by, the company in hiring, employment terms, remuneration, access to training, promotion, termination or retirement procedures or decisions.

6. Disciplinary Practices

- Employees are treated with respect and dignity. Physical or verbal abuse or other harassment and any threats or other forms of intimidation are prohibited.

7. Working Hours

- Suppliers must comply with local laws regarding hours of work, rest periods, overtime payment and leave periods.
- Working hours of employees do not exceed the maximum set by local law and a working week does not exceed 60 hours per week, including overtime.
- In exceptional circumstances, when these hours might be exceeded, working hours shall not be excessive. Overtime is compensated at a premium rate and workers shall be allowed at least one day off per seven-day week.

8. Payment

- Employees understand their employment conditions and fair and reasonable pay and terms are provided.

Behave ethically

It is Bidvest's policy to conduct all of its business in an honest and ethical manner. It takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates. We accordingly expect our suppliers to practice the same principles.

9. Individual Conduct

- All individuals, (Bidvest employees, Suppliers, Contractors etc) engaged in Bidvest business will at all times act within the law, and behave in an ethical manner.
- This includes the acceptance of business related gifts and or hospitality. No hospitality or gifts should be offered or accepted if the parties are engaged in a tendering process.
- In line with Group policy, any hospitality or gifts offered and accepted must be reasonable and not excessive. They should be of modest value and consistent with reasonable business practice. They should only be offered and accepted with the intent of building and or maintaining an appropriate business relationship.

10. Conflict of Interest

- All individuals (Bidvest employees, Suppliers and Contractors) have a duty to report any real or perceived conflict of interest involving BIDVEST business and or interests.
- A conflict of interest occurs when an individual or organization is involved in multiple interests, one of which could possibly corrupt the motivation for an act in another.

11. Bribery

- No form of bribery (defined as an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage), including improper offers for payments to or from employees, customers, suppliers, organisations or individuals is tolerated.

12. Facilitation Payments & Kickbacks

- No individuals (Bidvest employees, Suppliers and Contractors) will make or accept facilitation payments or kickbacks of any kind and must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted.

Environmentally sustainable

Bidvest is committed to conduct business in a sustainable manner, minimising any negative impact on the environment. The same is expected from suppliers.

13. Environment

- Relevant legislation and international standards for managing environmental impacts is complied with. In countries where environmental legislation is not evident or enforced, responsible practices for managing environmental impacts are in place.
- Processes are in place to actively optimise the use of finite resources (such as energy, water and raw materials) and appropriate management, operational and technical controls are in place to minimise the release of harmful emissions to the environment.
- Appropriate measures are in place to improve the environmental performance of products and services when in use, such as considering energy efficiency and end-of-use of supplied products and/or services at the design stage.
- Innovative developments in products and/or services that offer environmental and social benefits are supported.

IMPLEMENTATION OF CODE OF ETHICAL PURCHASING

Understanding and Awareness of The Code

- As a condition of doing business with Bidvest, we require all suppliers to ensure all employees are familiarised with The Code and understand same.

Application of The Code

- Everyone engaged in Bidvest business, is expected to comply with all relevant laws, regulations and standards in all countries in which they may operate.

- The Code is applied for the purposes of promoting safe and fair working conditions and the responsible management of environmental and social issues in Bidvest's supply chain.
- As a condition of doing business with Bidvest, all Suppliers will be required to confirm in writing, they are implementing The Code, and to confirm in writing that they themselves exercise similar principles and standards within their own supply chain organisation.
- Bidvest will work collaboratively with Suppliers on the implementation of The Code. Bidvest may audit suppliers on their performance of The Code and expect that full and frank disclosure will be afforded by all suppliers

Corrective Action

- Suppliers must accept ownership for their performance of The Code and must, disclose, correct and monitor the continued compliance of any activities which are identified as not meeting the standards of The Code.
- Suppliers shall immediately report to Bidvest any serious breaches of The Code and together we will agree a schedule for corrective action.
- Where serious breaches of The Code are identified and persist, Bidvest will terminate the relationship with that supplier.

Monitoring and Reporting

- Suppliers will use reasonable endeavours to provide employees and other stakeholders with a confidential means to report any actual or potential breach of The Code.
- All suppliers are expected to comply with any monitoring or reporting requirements which may be introduced and implemented by Bidvest during the term of the business relationship.
- All individuals (Bidvest employees, Suppliers and Contractors) are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest stage possible. The Bidvest Ethics hotline +27 800 50 60 90 or Bidvest@tip-offs.com.

DECLARATION

Our Strategic Relationship Partners

We ask all our strategic relationship partners in our supply chain to adhere to Bidvest Code of Ethical Purchasing. Our Terms and Conditions requires that they review and adhere to the policies within the document by way of signing The Code for our records.

We also require copies of our suppliers Corporate Social Responsibility, or similar, Policies and request information from them to ensure they are identifying the main risks of modern slavery, human trafficking, forced and bonded labour and labour rights violations within their supply chain.

If any strategic partners are found to be in breach of the policies outlined herein, we will seek termination of the contract and will meet relevant regulatory reporting requirements.

We, _____, a contracted supplier to Bidvest hereby confirm adherence to the Bidvest Code of Ethical Purchasing, or similar equivalent industry standard or accreditation which comply with the principles and position statements relating to human rights, ethical business behaviour and environmentally responsible business practices as set out in The Code, to the extent these are applicable. Our Corporate Social Responsibility, or similar, Policy is / is not attached.

Signed on at

Signature: _____

Name: _____

Designation: _____