

A vertical landscape photograph on the left side of the page. It shows a bright sun low on the horizon, casting a golden glow over a valley with green fields and a dense forest in the foreground. The sky is filled with scattered white clouds.

# SUPPLIER CODE OF CONDUCT

## RESPONSIBLE PURCHASING CHARTER


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Version 7 - June 2025

Version 6 - Mars 2023



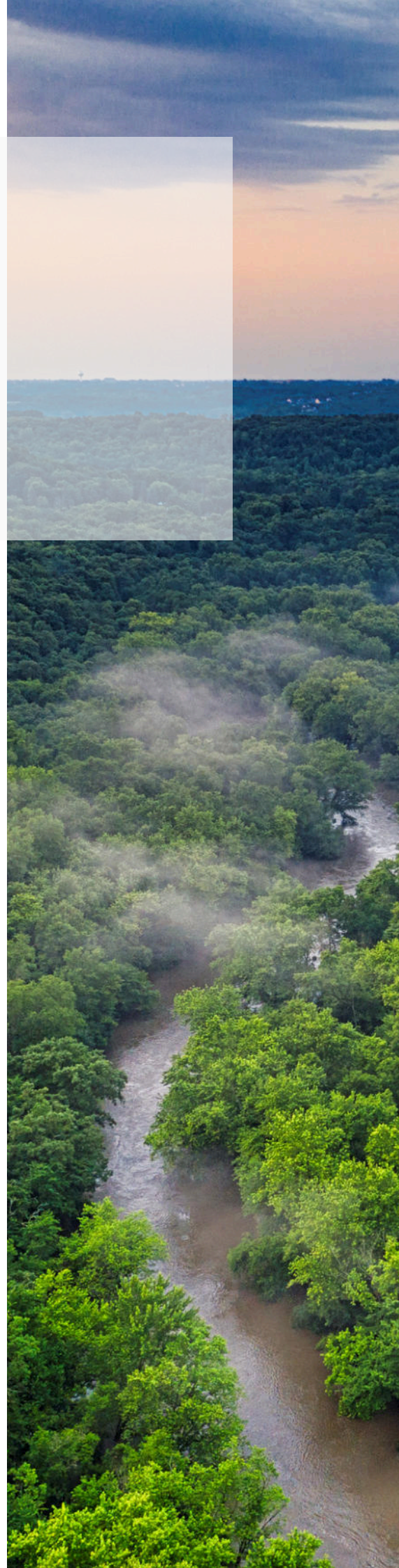
# Introduction



As an international and multi-sectoral player, CLAYENS has undertaken to carry out its activities according to a sustainable, responsible and ambitious development approach. CLAYENS committed to be concern about the social and environmental practices associated with the development of its products. This commitment covers not only its own internal practices but also those of its suppliers. CLAYENS complies with the laws existing in each country in which it operates, as well as international texts adopted by the United Nations. The Group is one of the signatories of the Global Compact (GCC), which it has supported since 2004.

Through its membership, CLAYENS is committed to respect the strictest rules of ethics. The Code of Ethics and Conduct is the reference document for the good conduct of the daily business activities of each employee.

CLAYENS has implemented a sustainable development initiative with responsible purchasing as a key component. As such, CLAYENS asks its suppliers and subcontractors to be part of this process of continuous progress.



A photograph of two women in a hallway. The woman in the foreground has curly hair, wears glasses, a grey long-sleeved shirt, and tan trousers. She is pointing her right hand towards a whiteboard. The woman next to her is partially visible, wearing a white shirt and green trousers, and holding an orange folder. The background shows a brick wall and a doorway.

# Principles

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CLAYENS suppliers and subcontractors shall comply with:

- The United Nations Universal Declaration of Human Rights, the Fundamental Conventions of the International Labour Organization
- The Organization for Economic Co-operation and Development (OECD) guidelines
- Any other international, national and local conventions or regulations applicable to their activities in the countries in which they operate.
- All the principles set out in the following chapters





# 1- Human rights Labour standards

CLAYENS suppliers and subcontractors shall comply with the International Labour Organization, declaration on fundamental principles and rights at work and international human rights law, and fight all forms of modern slavery. In this regard, it is their responsibility to ensure that measures are in place to guarantee compliance with labor standards and the following principles at their sites and, where applicable, at those of their own suppliers:

- **Abolition of child labour:** CLAYENS' suppliers and subcontractors shall under no circumstances employ individuals who have not reached the legal minimum working age and shall refrain from supporting child labor, except within the framework of an official youth training program approved by the authorities. The minimum age for employment shall be the one defined by the legislation of the concerned country or the age at which compulsory education ends, whichever is higher. Suppliers, including temporary employment agencies, must verify the ages of candidates before any hiring and under no circumstances may retain the original identification documents of the candidates.
- **Elimination of forced and compulsory labour :** No work may be imposed under duress or threat. Suppliers must ensure that candidates are not required to pay any fees to temporary employment agencies in exchange for employment. In the event of the discovery of illegitimate payments, the amounts must be fully reimbursed to the affected candidates. It is also strictly prohibited to make abusive salary deductions or deductions intended to limit employees' freedom.
- **Freedom of association and collective bargaining :** Workers must be free to organize and engage in collective bargaining without fear of retaliation.
- **Elimination of discrimination in the workplace, fair treatment :** les fournisseurs doivent garantir un environnement de travail équitable et inclusif, sans discrimination.
- **Fair Wages:** Suppliers must comply with local laws regarding wages, overtime, and mandatory benefits. In the absence of regulations, ILO conventions may serve as a reference. Workers must be paid fairly and on time, with a clear and transparent payment method.

In cases where workers are hired through third-party entities, suppliers will ensure diligent monitoring to guarantee that these principles are consistently upheld. CLAYENS reserves the right to request evidence of compliance with these principles during regular or ad-hoc audits conducted with its suppliers and subcontractors.



## 2- Ethiques & Social Code of conduct

The suppliers and subcontractors of CLAYENS conduct their activities in accordance with the principles of the ethics code CLAYENS.

Furthermore, the suppliers and subcontractors of CLAYENS strictly respect all the legal provisions relating to their activities and their professional environment as well as the commitments made by CLAYENS to international institutions.

In particular, in the areas below, the suppliers and subcontractors of CLAYENS:

- **Diversity, equity and equal opportunity :** *CLAYENS suppliers commit to comply with laws and regulations prohibiting any discrimination based on age, sex, religious beliefs, family situation, nationality, social or ethnic origin, state of health or disability, physical appearance, marital status, sexual orientation, political or philosophical opinions, trade union membership or other characteristics protected by applicable law. In addition, suppliers and partners commit to prevent and sanction situations of physical, moral or psychological harassment.*

*CLAYENS recognizes and supports the value of promoting visible and invisible diversity through women-owned businesses. CLAYENS also recognizes and supports minority-owned businesses. We encourage our suppliers to implement programs that value minority inclusion to enhance their growth and prosperity*

- **Corruption :** *compliance with all applicable laws and regulations on corruption, bribery and extortion. Notably, CLAYENS's Suppliers and Contractors must not offer on their own behalf or on behalf of CLAYENS, directly or indirectly, any pecuniary or other advantage to CLAYENS employees, a public official, a political party, an employee or agent of a customer in the public or private sectors, with a view to obtaining or retaining business or securing any facility or favour that infringes regulations.*

*CLAYENS suppliers and subcontractors are committed to fighting all forms of corruption, extortion and fraud.*



- **Competition:** compliance with all applicable laws and regulations related to fair competition and shall endeavour to detect and prevent any illicit and unethical practices in the course of their commercial activities.
- **Responsible Taxpayer:** The suppliers and subcontractors of CLAYENS undertake to pay all taxes that they may be liable for in the different countries in which they operate.
- **Money laundering:** compliance with all laws related to money laundering. CLAYENS's Suppliers and Contractors shall not be involved in, or support money laundering practices.
- **Conflicts of interest:** avoidance, identification and disclosure of situations where there is an actual or potential conflict of interest with CLAYENS employees or their relatives that could adversely affect their business actions or decisions.
- **Gifts and hospitality:** refraining from offering gifts and hospitality to CLAYENS's employees.

CLAYENS will refuse all gifts and hospitality:

- That are not reasonable, modest and symbolic.
- That are not offered in a transparent manner
- In order to obtain a benefit in return
- That are contrary to the laws and customs of the countries
- During tenders or other negotiations.

- **Data confidentiality:** The suppliers and subcontractors of CLAYENS undertake:
  - To respect and maintain the confidentiality of any confidential information of CLAYENS, including in particular intellectual property rights, project or expert information, and data related to manufacturing processes, and all commercial data.
  - To refrain from disclosing any information that may be injurious to CLAYENS.
- **Counterfeiting:** Clayens suppliers must implement detection and response processes throughout their supply chain to combat counterfeiting.

The suppliers and subcontractors of CLAYENS undertake not to use the image, brand or products of CLAYENS for the purpose of promoting their company at salons, customer visits or external presentations, without the prior written consent of a duly authorised representative of CLAYENS.







# 3- Environment

Suppliers are required to comply with environmental laws and implement proactive measures to protect the environment. Suppliers must hold ISO 14001 certification or an equivalent standard, or commit to a certification process. CLAYENS's suppliers and subcontractors have an environmental management system that allows them to continuously improve their performance in this area. Up-to-date documentation accompanies this system and is made available to CLAYENS upon request. Suppliers must commit to setting annual goals and reviews to positively improve their environmental impact and reduce their carbon footprint.

## **The suppliers and subcontractors of CLAYENS:**

- *Implement and/or develop policies that contribute to the preservation of natural resources to the greatest extent possible.*
- *Limit the waste generated by their industrial processes and ensure their disposal through environmentally friendly solutions.*
- *Avoid the use of toxic products as much as possible. In the event that there is no alternative solution to the use of such products, the suppliers and subcontractors of CLAYENS shall limit the use of such products and ensure that their handling and use are safe for human health.*
- *Ne doivent fournir en aucun cas des produits et emballages contenant de l'amiante dont l'usage est formellement interdit par CLAYENS.*
- *Encourage the development of environmentally friendly technologies (controlling pollutants and greenhouse gases emissions), recycling and implement actions to control their carbon footprint as well as logistical strategies to limit environmental impacts (in particular in terms of storage, transport and transshipment).*

*For all other hazardous substances, elements or wastes with limited use, CLAYENS suppliers and subcontractors shall strictly comply with the applicable legal provisions.*



- **Regulatory Compliance** : CLAYENS suppliers and subcontractors comply with environmental laws and regulations in force in the countries in which they operate, and are fully licensed, necessary environmental licensing and registration certificates. Otherwise, they undertake to keep CLAYENS informed and to fulfil all legal obligations incumbent upon them.
- **The hazardous substances or products** that supplier can produce are systematically accompanied by up-to-date information on risks to the environment, in the form of an appropriate safety data sheet
- **Responsible Mineral Supply** : Suppliers and subcontractors of CLAYENS are required to submit documents and other information regarding the origin of tantalum, tin, tungsten, gold and other minerals contained in the products they supply to the Group and comply with applicable laws and regulations in place. They must ensure that their imports of these minerals and metals come exclusively from responsible sources and are not from a conflict zone. Suppliers must adhere to the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, including Annex II, as well as the U.S. Conflict Minerals Law. This includes the obligation to disclose whether the products they manufacture or order contain "conflict minerals," meaning minerals that directly or indirectly finance or support armed groups in certain countries.
- **Compliance with RoHS and REACH regulations** : Suppliers and sub-contractors undertake to supply the group with goods whose composition conforms to the limits allowed by the RoHS Directive and cannot include more than the permitted percentage of substances of very high concern in the list of substances candidates introduced by the REACH regulation (as available and up-to-date at the time of delivery: <https://echa.europa.eu/en/candidate-list-table>), for goods destined for Europe, nor any substance referred to in Annexes XIV and XVII to that Regulation.





# 4 - Occupational health and safety

LCLAYENS suppliers and subcontractors shall ensure that their activities do not adversely affect the health and safety of their employee, their own subcontractors, local populations and, as a general rule, the users of their products.

CLAYENS suppliers and subcontractors are proactive on health and safety issues.

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The risks associated with their activities must be identified and assessed. They shall take all appropriate measures to limit or eliminate such risks as far as possible. CLAYENS actively works to improve the safety of all those who work on its sites and on the sites of its customers. As the physical integrity of individuals is at stake, CLAYENS requires its suppliers and subcontractors to have an identical level of occupational safety requirements when intervening at these sites. In this regard, it is the responsibility of each supplier and subcontractor to report any anomaly found to the CLAYENS manager of the site on which it operates.





# 5- Supply chain - Products and services

CLAYENS suppliers and subcontractors are committed to promoting and communicating sustainable purchasing principles within their own supply chain.

The suppliers and subcontractors of CLAYENS integrate environmental, health and safety criteria into the design of their products and services, in order to reduce their negative impact throughout their life cycle, while maintaining and/or improving their quality.

## SELECTION OF PARTNERS

CLAYENS endeavours, to the extent possible, to develop its activities with partners already committed to sustainable development or wishing to take initiatives in this area. A good supplier-customer relationship is based on a number of criteria such as specifications, quality, price, innovation, service offering and technologies, or social and environmental impact.

The supplier must also commit to implementing a quality management system certified to ISO 9001. They must cascade CLAYENS' requirements to external service providers and maintain documented information (including retention periods and requirements for disposal).

- **Tender procedure:** *The selection of a supplier is based on the competitiveness of the overall offer. Suppliers are invited to participate in the call for tenders by responding to a consultation (Request for Quotation, RFQ) and a request for information. The final choice is based on a supplier's ability to meet defined specifications and standards, technical competence, competitiveness in terms of price and potential for future cost improvement, quality, logistics, innovation, social and environmental practices, and supplier financial stability.*
- **CSR Questionnaire:** *Key suppliers are encouraged to complete an online self-assessment to outline their practices in the areas of health and safety, environment, and corporate integrity, and labour and human rights practices.*
- **Supplier Evaluation Criteria:** *The CLAYENS Sourcing process includes a Supplier Performance Improvement and Monitoring Program developed in our Quality purchasing general requirements (CLAYENS Group | CLAYENS (**clayens.com**)) designed to enable them to achieve the best results in the areas of Security, Quality Cost Time and CSR*





- **Supplier improvement plan** : In order to optimize the performance of the global supply chain and thus maximize the satisfaction of our customers: All gaps in the areas of Security, Quality, Cost, Time and CSR will have to be filled by the supplier itself or through improvement programs initiated and monitored by the CLAYENS Purchasing team.

- **Privileged suppliers - strategic: CLAYENS** is committed to working with the best suppliers who want to continuously improve their performance in order to develop their activities with the Group. A supplier is considered privileged if it presents:

- An ability to innovate and propose technical-economic solutions for improvement in terms of the environmental impact of the CLAYENS supply chain (limiting CO2 emissions, recycling materials, reducing energy and raw material consumption, etc.).
- Day-to-day performance that meets CLAYENS evaluation criteria (safety, technical skills, innovation, quality, lead time, competitiveness, service, CSR).
- Approval of the contractual terms of CLAYENS and this Purchasing Charter.
- Ability to develop an offer for different CLAYENS sites across national and international territory.
- Register in the CSR self-assessment program through the platform provided by the CLAYENS group.

- **All suppliers must ensure** that personnel are made aware of:

- Their contribution to product or service conformity;
- Their contribution to product safety;
- The importance of ethical behavior;
- Their contribution to the prevention of the use of counterfeit parts;
- Integration of human factors into the analyses;
- The use of external providers designated or approved by the customer, including sources for processes (e.g., special processes).

## CSR CLAUSE - COMPLIANCE UNDERTAKING - DEFAULTS

The start of the collaboration with CLAYENS is conditioned by the signature of this charter.

Suppliers will be required to inform CLAYENS of any changes in their organization. CLAYENS will cease to work with any supplier who repeatedly fails to comply with this Charter, and more particularly the ten principles of the United Nations Global Compact and all the regulations in force in the framework of our collaboration. After consultation with the supplier, in the event of a failure to comply with these principles, CLAYENS reserves the right to initiate a non-compliance and report it to the relevant regulatory authorities.

Any doubt as to the conformity of a supplier to this charter will give rise to an internal audit or Third party.

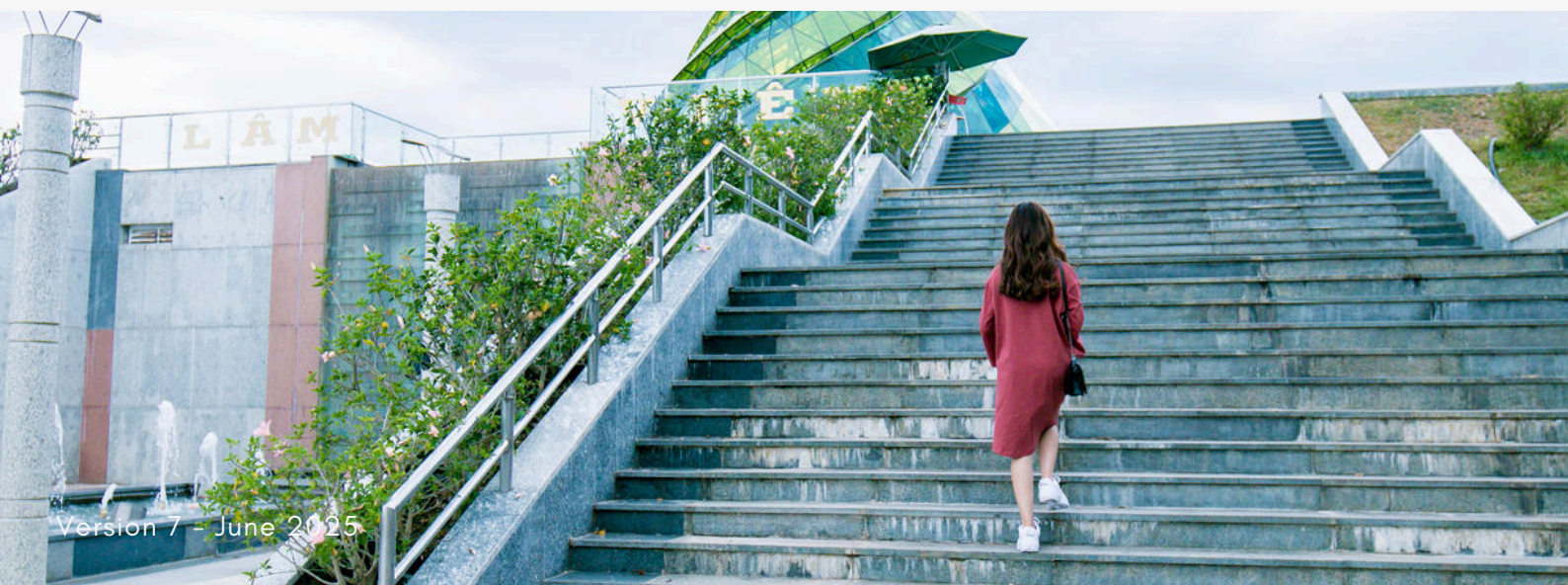
This Charter for Sustainable Development constitutes an integral part of all contractual documents entered into between CLAYENS and its Suppliers and Contractors.

CLAYENS requires its Suppliers and Contractors to hereby represent and warrant to cascade the principles contained in this Charter for Sustainable Development to their own suppliers and contractors and to implement a similar continuous improvement and compliance approach.

By adhering to this Charter for Sustainable Development, each Supplier and Contractor of CLAYENS accepts to be assessed or audited by CLAYENS or by a third party mandated by CLAYENS on the above-mentioned principles. The supplier must accept the right of access by regulatory authorities to the relevant facilities of all sites and to applicable documented information, at any level of the supply chain.

Any supplier has the duty to escalate to the CLAYENS Purchasing Department, a report or any suspicion of breach of the commitments specified in this clause.

In the event of non-compliance with the CSR principles mentioned in this clause, the CLAYENS group reserves the right to stop the contractual relationship with its suppliers.





# 6 - Examples

To illustrate the CSR principles in a concrete way, this Charter offers examples of indicators monitored by suppliers with CSR performance.

## **DROITS HUMAINS ET NORMES DU TRAVAIL**

Do your workers have an employment contract written in their mother language containing a description of the general conditions of their employment?

- Do you have a harassment hotline?
- Does your company track the number of accidents and their severity?
- Are your machines that have a danger of injury to workers protected by barriers or do they have physical guards?
- If applicable, does your company update the Conflict Minerals Monitoring Report (CMRT) annually?

## **ENVIRONMENT**

- Is your company ISO 14001 certified?
- Does your company track water/energy consumption, non-renewable resource use and/or greenhouse gas emissions?

## **ETHICS AND BUSINESS CONDUCT**

- Does your company have internal procedures to ensure compliance with anti-bribery laws, such as review and approval of all sales intermediaries?
- Does your company have an internal policy for approving and recording personal expenses, gifts, hospitality and entertainment expenses?
- Do your employees receive training enabling them to identify conflict of interest situations?



## **UNDERTAKING**

Implementation and continuous improvement of the principles set out in this Sustainable Development Charter are the axioms of sustainable development policy implemented by CLAYENS. Submission of a tender or offer to CLAYENS and/or entry into a contractual relationship with CLAYENS endorses the undertaking of each supplier and subcontractor to comply with the principles embodied in this Sustainable Development Charter and to cooperate with CLAYENS in executing, when required, an action and performance enhancement plan consistent with these principles.

**As a CLAYENS supplier, we hereby confirm that we have carefully read and understood this Responsible Purchasing Charter for Sustainable Development.**

**We undertake to apply the principles with respect to our employees and to ensure that our own suppliers adhere to equivalent principles.**

**Company Name :**

**Supplier representative name :**

**Title of supplier representative :**

**Signature :**

**Date :**