

CELNOR GROUP

Celnor Group Supplier Code of Conduct

Policy Title	Celnor Group Supplier Code of Conduct
Issued By	Celnor Group Ltd.
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Introduction and Scope

Celnor Group Limited is committed to conducting its business ethically, responsibly and with integrity. This Supplier Code of Conduct sets out the standards and expectations that apply to suppliers, subcontractors and other third parties who provide goods or services to Celnor or act on its behalf.

The Code supports Celnor's values, governance arrangements and wider ESG framework and is intended to promote responsible, professional and transparent working relationships across the Group's supply chain.

This Code applies to all suppliers, subcontractors, consultants, agents and other third parties who work with, or on behalf of, Celnor Group Limited and its subsidiary companies ("suppliers").

Suppliers are expected to apply the principles set out in this Code within their own operations and, where relevant, throughout their supply chains. Suppliers should communicate the relevant requirements of this Code to subcontractors and other suppliers engaged in delivering goods or services associated with Celnor.

Responsibilities

Suppliers are expected to:

- conduct business honestly, ethically and responsibly
- act professionally and with integrity at all times
- maintain appropriate policies, procedures and controls to support compliance with this Code
- avoid behaviour that could cause harm to people, the environment or Celnor's reputation
- undertake reasonable due diligence on subcontractors and supply chain partners where appropriate to identify and manage legal, ethical, employment and compliance risks
- cooperate with Celnor in supporting responsible business practices and responding to reasonable information requests
- promptly raise concerns regarding actual or suspected breaches of this Code

Where suppliers use subcontractors, they remain responsible for ensuring that equivalent standards are applied.

The Code

Legal and Regulatory Compliance

Suppliers must comply with all applicable laws, regulations, licences and professional requirements relevant to their business activities and the services they provide.

This includes, where applicable, requirements relating to:

- health and safety
- employment and equality
- modern slavery and human rights
- environmental protection
- data protection and privacy
- competition and anti-trust laws
- anti-bribery and anti-corruption laws
- trade sanctions and export controls

Ethical business conduct and integrity

Suppliers must not engage in, support or tolerate unethical or dishonest business practices. This includes, but is not limited to:

- bribery, corruption or facilitation payments
- fraud or financial misconduct
- money laundering, terrorist financing or other forms of financial crime
- tax evasion or the facilitation of tax evasion
- undisclosed conflicts of interest
- misuse of confidential, proprietary or commercially sensitive information

Suppliers must avoid situations where personal, financial or organisational interests could improperly influence business decisions relating to Celnor. Any actual, potential or perceived conflicts of interest should be disclosed promptly.

Fair competition and professional standards

Suppliers are expected to compete fairly and conduct business in accordance with applicable competition and market conduct laws. This includes:

- complying with applicable competition, anti-trust and fair trading laws
- avoiding anti-competitive practices, collusion or inappropriate information sharing
- delivering services impartially, objectively and to appropriate professional standards
- maintaining accurate and complete business records

People, dignity and respect

Suppliers must treat workers, clients and others with dignity and respect. Suppliers are expected to:

- provide a safe, inclusive and respectful workplace
- promote equality of opportunity and fair treatment

- avoid discrimination, harassment, sexual harassment, bullying, victimisation or intimidation
- respect diversity and individual differences
- support the wellbeing and welfare of workers

Celnor does not tolerate abusive, exploitative or unsafe working practices within its supply chain.

Health, safety and wellbeing

Suppliers must manage health, safety and wellbeing risks associated with their activities. This includes:

- complying with applicable health and safety laws and regulations
- maintaining appropriate health and safety management arrangements
- ensuring personnel are suitably trained, competent and appropriately supervised
- providing workers with relevant information, instruction and equipment
- taking reasonable steps to protect workers, visitors and others affected by their activities
- promptly addressing hazards, incidents, near misses and unsafe conditions

Suppliers should promptly notify Celnor of any significant health, safety or environmental incident that may affect Celnor personnel, projects, operations or reputation.

Human rights and modern slavery

Suppliers are expected to respect internationally recognised human rights and take appropriate steps to prevent modern slavery, human trafficking, forced labour and exploitation within their operations and supply chains. Suppliers must:

- not use forced, bonded, compulsory or involuntary labour
- not use child labour in contravention of applicable laws
- ensure workers are legally entitled to work in the relevant jurisdiction and that appropriate right to work verification processes are in place where required
- ensure workers are treated fairly, lawfully and with respect
- provide lawful wages, benefits and working conditions
- support responsible recruitment practices and ensure workers are not charged recruitment fees or related costs as a condition of obtaining work
- maintain appropriate policies, controls and due diligence processes to identify and address modern slavery, labour exploitation and illegal working risks, including controls over the recruitment, engagement and deployment of workers and the use of subcontractors, labour providers and replacement personnel
- notify Celnor of any actual or suspected modern slavery, labour exploitation or illegal working concerns relevant to services provided to Celnor

Environment and responsible practices

Suppliers are expected to act responsibly towards the environment and to minimise environmental harm where reasonably practicable. This includes:

- complying with applicable environmental laws, regulations and permits
- managing environmental risks associated with their activities
- preventing pollution where reasonably practicable
- reducing waste and promoting reuse and recycling
- supporting responsible use of resources
- supporting sustainable procurement and operational practices
- seeking opportunities to improve environmental performance, including energy efficiency and reduction of greenhouse gas emissions where relevant

Information, data and confidentiality

Suppliers must handle information responsibly and maintain appropriate measures to protect information, systems and data. This includes:

- protecting confidential and proprietary information relating to Celnor
- complying with applicable data protection, privacy and information security requirements
- implementing appropriate technical and organisational measures to protect information and systems
- maintaining appropriate cybersecurity controls to prevent unauthorised access, disclosure, loss, misuse or disruption
- ensuring information is accessed only by authorised persons for legitimate business purposes
- promptly reporting actual or suspected data breaches, cyber security incidents or unauthorised disclosures that may affect Celnor information, systems or data

These obligations continue after the supplier relationship ends.

Trade Compliance

Suppliers must comply with applicable economic sanctions, trade restrictions, import and export control laws and regulations relevant to their business activities.

Suppliers must not engage in activities that could expose Celnor to legal, regulatory or reputational risk in these areas.

Raising concerns and whistleblowing

Suppliers are encouraged to raise concerns about suspected misconduct, unethical behaviour, financial crime, bribery, corruption, sanctions breaches, unsafe practices or potential breaches of this Code.

Where appropriate, concerns may be raised via local supplier contacts or through Celnor's confidential reporting channel, the Speak Up initiative: <https://celnor.com/speak-up/>.

Concerns may be raised confidentially, and suppliers raising concerns in good faith should not be subject to retaliation.

Suppliers should promptly report any actual or suspected financial crime, money laundering, terrorist financing, bribery, corruption or sanctions breaches connected with their relationship with Celnor.

Compliance with the Code

Compliance with this Code forms part of Celnor's expectations of its suppliers. We may request reasonable information to help demonstrate compliance and ask suppliers to cooperate with enquiries, reviews or audits where appropriate.

Suppliers should notify Celnor promptly if they become aware of a significant breach of this Code within their organisation or supply chain that could impact Celnor.

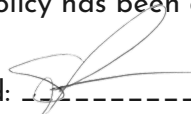
Where concerns arise, Celnor will work with suppliers to understand the issue and, where necessary, agree appropriate corrective actions. Compliance with this Code may be considered when selecting, appointing and reviewing suppliers. Serious or persistent breaches may affect the ongoing supplier relationship.

Review

This code is reviewed periodically to ensure it remains suitable, effective and aligned with legal requirements, Government guidance and Celnor's governance and wider ESG framework. Any significant updates will be communicated across the Group.

Approval

This policy has been approved by the Board of Directors of Celnor Group Limited.

Signed:  -----

Name: Simon Parrington

Title: Group Chief Executive

Date: [insert date]