



## *SUPPLIER CODE OF CONDUCT*

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## OVERVIEW

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Imperial Dade is committed to furthering the lives of our employees, customers and the communities in which we operate. In support of this commitment, our Employee Handbook ensures we operate with the highest legal and ethical standards. We are committed to treating one another with the highest level of respect and ensuring we continuously improve the communities we call home. Our suppliers play a critical role in these commitments and we believe their commitment to our 'Supplier Code of Conduct' reflects a mutual agreement of values that is the foundation for a successful partnership.

Imperial Dade's Supplier Partner Code of Conduct outlines the legal and ethical standards that must be adhered to by all Imperial Dade Supplier Partners and all of their subcontractors. Any inability to meet these standards and ensure must be escalated to Imperial Dade (by emailing [SupplierRelations@ImperialDade.com](mailto:SupplierRelations@ImperialDade.com)). Inability to maintain long-term Compliance with the Code of Conduct may result in Imperial Dade suspending orders, cancelling outstanding orders, or termination of business relationship as we believe Compliance is fundamental to our ability to partner.



# IMPERIAL DADE

## SUPPLIER CODE OF CONDUCT

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### 1. Legal Standards

Imperial Dade expects all Supplier Partners are fully compliant with all laws in all jurisdictions in which we do business, including laws pertaining to trade, export, import, labor, antitrust, and environmental standards.

### 2. Ethical Standards

#### 2a: Anti-Corruption

Bribery, facilitation payments, extortion, money laundering and other illegal or unethical gratuities are prohibited.

Supplier Partners must comply with all applicable laws prohibiting improper payments to government officials, including the U.S. Foreign Corrupt Practices Act and the Canadian Corruption of Foreign Public Officials Act. These laws prohibit, among other things, offering, promising or giving (or authorizing an offer, promise or gift of) anything of value, directly or indirectly, to a foreign government official, official of a political party or political candidate, or to any official of any public international organization, to influence any of their acts or decisions or to obtain or retain business or secure any other improper advantage.

Supplier Partners shall not engage in any improper payments, gifts or entertainment of Imperial Dade employees or contractors. Token or nominal value gifts or entertainment are acceptable provided they

are not intended and cannot be construed as a bribe, kickback, or other form of compensation to the recipient.

Suppliers must disclose to Imperial Dade any existing or potential Conflicts of Interest from business or personal relationships with Imperial Dade's customers, suppliers, business associates, employees, or competitors.

#### 2b: Confidentiality

Supplier Partners shall not disclose or make use of any trade secrets (e.g., product specifications, pricing) other than as required to carry out agreed upon responsibilities or without written consent. Supplier Partners are expected to adhere to any executed Imperial Dade non-disclosure agreements regarding confidential information, which may extend past the relationship with the Supplier Partner.

#### 2c: Information Security

Supplier shall implement and maintain appropriate administrative, technical and physical safeguards and other security measures to maintain the confidentiality, security and integrity of and Company's data.

#### 2d: Sanctions

Supplier Partners must ensure their business is in compliance with all international trade laws and sanctions. Supplier Partners should not directly or

indirectly provide Imperial Dade with materials or services from a country, person or entity that would be in breach of any trade sanction, embargo, or other trade restriction.

## **2e: Tax**

At no point should Supplier Partners knowingly be involved in the fraudulent evasion of any tax.

## **3. Labor Practices**

At Imperial Dade, our greatest commitment is ensuring the safety of our employees. We believe employers have a duty to provide a safe and fair workplace. We expect our Supplier Partners provide an environment that meets or exceeds local legislative requirements as well as applicable international requirements. Supplier Partners shall not take part in any of the unethical employment practices:

### **3a: Child Labor**

Employees must meet applicable local minimum age requirements and follow relevant ILO standards, assuring they are not exploited and allowed to continue to further their education.

### **3b: Forced Labor**

Employment must be voluntary and freely chosen. Forced prison labor, human trafficking or other modern-day slavery are in violation of Imperial Dade's Code of Conduct.

### **3c: Unfair Wages and Benefits**

Suppliers will comply with all legal employment and labor requirements, including those relating to minimum wage, overtime, and maximum work week.

### **3d: Coercion**

Coercion, intimidation or harassment of workers is not acceptable.

## **3e: Discrimination**

Imperial Dade is an Equal Opportunity Employer. We believe in the value of diversity to our business and the importance of valuing all individuals. We expect our Supplier Partners to commit to non-discriminatory hiring and employment practices, including adherence to all laws prohibiting discrimination on the basis of race, religion, creed, national origin, gender, sexual orientation, gender identity or expression, age, disability, or other protected status. Suppliers shall be responsible to apply these non-discriminatory and equal opportunity practices.

## **3f: Unsafe Working Conditions**

Imperial Dade treats Safety as a critical pillar of our Operations. We work to continuously improve the safety of our employees, providing new forms of technology to reduce incidences, training to ensure employees are aware of how to avoid injuries, and offering direct coaching. We expect our Supplier Partners to provide safe working conditions for their employees, which may include emergency procedure development, safety training, accident prevention initiatives, management of hazardous materials and sufficient housekeeping.

## **3g: Lack of Freedom of Association**

Imperial Dade is a proud partner of unionized workforces. Our Supplier Partners must respect workers' rights to form and join organizations of their choice and to bargain collectively without unlawful interference. Suppliers will not discriminate, harass, or penalize workers or worker representatives because of their interest and/or membership in, or affiliation with, a trade union, or their legitimate trade union activity.

## 5. Disclosure

Supplier Partners must provide Imperial Dade with prompt notice of any breaches of this Code of Conduct and commit that no retaliatory actions will be taken against employees who notify Imperial Dade of any breaches. Inability to maintain Compliance with the Code of Conduct may result in Imperial Dade suspending orders, cancelling outstanding orders, or termination of business relationship.

## 6. Monitoring and Compliance

Imperial Dade may periodically survey Suppliers to confirm ongoing compliance with this Supplier

Code of Conduct. Suppliers must respond in a timely manner with assurance of accuracy of response and providing any supplemental materials required to prove Compliance.

Imperial Dade reserves the right to audit (directly or through independent parties) Suppliers' compliance with the Supplier Code of Conduct, which may require examining records (e.g., personnel, wages), tour facilities, and conduct interviews with Supplier leadership or employees. Suppliers must agree to cooperate with such audits.

