

SODEXO SUPPLIER  
CODE OF CONDUCT

# SUPPLIER GUIDE

April 2017

# Sodexo Code of Conduct – Supplier Guide

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# Introduction

**This document was created to assist suppliers, vendors, contractors and others with whom Sodexo conducts business (including their affiliates and collectively referred to as “Suppliers”) in understanding and implementing the Sodexo Supplier Code of Conduct.**

Our Suppliers are responsible for complying with the Sodexo Supplier Code of Conduct and for ensuring that they require their own Suppliers to do the same.

For each of the principles laid out in the Sodexo Supplier Code of Conduct, this guide provides a general overview of essential elements to promote compliance, due diligence, and means of correction.

This Guide may subsequently form the basis of Supplier evaluations which may include self-assessments, Sodexo audits, and third party audits of Suppliers.

This Guide is not exhaustive, however. It is intended to help our Suppliers to take necessary steps to meet our expectations, including efforts to review their existing performance and establish improvement plans, and to develop means of ensuring continuing due diligence and progress in their performance against the standards in the Sodexo Supplier Code of Conduct.

Furthermore, we expect our contracted Suppliers to use this document as a guide to implement their own principles with their own subcontractors and Suppliers, including providers of contracted employees.

This Guide will be updated following any regular updates to the Sodexo Supplier Code of Conduct.



# 1. Business integrity

**PRINCIPLE** Sodexo is committed to the highest standards of business integrity. We do not tolerate any practice that is inconsistent with the principles of honesty, integrity and fairness, anywhere in the world where we do business.

Sodexo seeks to identify Suppliers that conduct business with ethical standards consistent with our own. Sodexo's ethical standards are embodied in our Business Integrity Statement which provides in part (and as defined therein where required):

- Obey all applicable laws and regulations
- Treat each other fairly, with dignity and respect
- Prepare all records of financial transactions carefully and accurately
- Report financial conditions and results of operations, honestly and promptly
- Deal honestly and fairly with clients, customers, suppliers, and financial partners
- Avoid actual and potential conflicts of interest
- Avoid the improper giving and/or receiving of gifts
- Safeguard Sodexo's assets
- Protect confidential and proprietary information (and as described in point 6 below regarding Information Protection)
- Protect Sodexo's reputation
- Separate personal political activities from Sodexo's business
- Report observed violations of all applicable laws and regulations and ethical standards.

**Suppliers shall not** engage in any acts of unfair competition and **shall not** engage in bribery in any form.

## SUPPLIER GUIDELINES

Suppliers should:

- NOT engage in any acts of unfair competition
  - > Not agree with competitors, expressly or tacitly, on pricing or the terms of deals
  - > Not make agreements with competitors to divide markets or clients
- NOT engage in bribery in any form
  - > Not accept, offer or give anything of value that could compromise an employee's judgment or inappropriately influence others. This includes making illegal or improper political contributions and providing or receiving gifts or entertainment in return for an improper business advantage
  - > Not accept gifts or entertainment from Sodexo, a client/supplier or prospective client/supplier in return for business, better pricing or any other business advantage
- Establish and maintain policies regarding business integrity.
  - > This may include a general business integrity policy and/or separate policies covering different aspects of business integrity, such as an anti-bribery policy
- Implement measures to conduct business in an ethical manner.

Conflicts should be declared and resolved. Examples of conflicts include:

  - > Hiring a family member in any capacity
  - > Having an interest directly or indirectly or through family, in a competitor, supplier or customer of Sodexo or one of its subsidiaries, or otherwise in an organization that has or seeks to do business with Sodexo or one of its subsidiaries where the Sodexo employee is in a position of being able to influence decisions made about the competitor, supplier or customer
  - > Acquiring an interest in property (such as real estate, patent rights or securities) where Sodexo has, or might have, an interest.

(These examples do not extend to normal or proper financial investments in publicly quoted companies.)

## 2. Human rights and fundamental rights at work

**Sodexo is committed to respect human rights wherever we do business.**

We will give effect to this commitment by working to implement and strengthen practices and procedures to prevent, mitigate and, where appropriate, remedy adverse human rights impacts that may result directly from our operations or that may be linked directly to our business through our relationships with Suppliers. Our commitment and implementing practices and procedures are informed by international instruments, including the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and by the guidance set forth in the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights.

We expect our Suppliers to conduct their business in a manner that demonstrates respect for human rights, consistent with the principles below and to take all reasonable steps to address human rights risks in its existing supply chains and in any part of its own business.

# Elimination of all forms of forced or compulsory labor

## PRINCIPLE

**Suppliers shall not** use indentured, slave, bonded or other forced involuntary labor.

**Suppliers shall** ensure that work is performed voluntarily, in exchange for lawful compensation, and not subject to actual or threatened criminal penalty or prosecution, violence, confinement, retention of identity documents, or forfeiture of legal rights or privileges. Workers must be free to consent to enter into employment and free to leave the employment at any time, with reasonable notice in accordance with applicable laws and regulations, collective agreements, and operational constraints.

**Suppliers shall not** allow debt-induced forced labor, which refers to offering loans or wage advances from employers or labor recruiters in exchange for a pledge by a worker of his or her labor or of that of a family member in order to repay the loan.

## SUPPLIER GUIDELINES

Suppliers should:

### EMPLOYMENT CONDITIONS

- NOT engage in forced labor, including:
  - > bonded, involuntary, forced prison (which does not include work by prisoners that is part of formal and humane program for preparing them to be employable upon release), and trafficked labor, and
  - > labor that is in any way compelled by threats or imposition of criminal sanctions, violence, retention of identity documents, confinement, non-payment of wages, or a loss of rights or privileges
- Demonstrate that there is a policy prohibiting forced or involuntary labor and that all managers and workers are informed of it, and that such policy includes due diligence procedures and the following points:
  - > allowance of employees to terminate employment after giving reasonable notice

(without financial penalties or otherwise within legal statutes);

- > immediate grant of letters of release, upon reasonable notice, whenever the letter is needed for an employee to retain a job elsewhere;
- > rules regarding loans and wage advances.

- Ensure that employees are informed in writing of their terms and conditions of employment and that such terms comply with the policies regarding termination of employment, letters of release, and loans and wage advances.
- Ensure that workers are hired directly and transparently or only through recruitment agencies that have developed policies and strategies to combat trafficking and forced labor and that do not require employees to pay a fee to the agency as a condition of obtaining employment.
- Have legal and reasonable payment periods and safeguards to ensure accurate payment for all time worked.

### DOCUMENTATION

- Ensure that original identification cards, passports, or other personal documents are either in the employees' possession, or retained by the company as allowed by law.
- Ensure that if documents are retained as allowed by law, the employee is aware of the law and how to retrieve the personal document and that in actual practice the employee is able to retrieve personal documents expeditiously without threat of or actual retribution.
- Maintain documentation of employment terms and conditions as communicated to employees (such as employment contracts, letters of engagement, handbook acknowledgements, etc.).
- Maintain complete and accurate records of wages paid and hours worked.

### PRISON LABOR

- Ensure that any engagement and use of prison labor is pursuant to and in compliance with a legally sanctioned rehabilitation program, does not have the

intention or impact of being anti-competitive, replacing local jobs, lowering labor standards, or interfering with access by employees or others in the labor market to fundamental rights at work.

- Ensure that any work performed by prisoners is productive and managed in compliance with all relevant regulatory and quality standards.
- Ensure that terms and conditions of work entail reasonable hours, fair remuneration, and access to transparent and fair complaint processes.
- Ensure that safeguards are implemented to ensure inmates have full and free access to their remuneration for such work either during their incarceration or upon their release.

### RESTRICTED LIBERTIES

- Ensure that employees are free to move about during the work day to use restroom, drink water, etc.
- Ensure that employees are free to leave the workplace at the end of their shift.
- Ensure that employees are not required to complete a prescribed quota before leaving the workplace.

## Effective abolition of child labor

### PRINCIPLE

**Suppliers shall not** permit workers under the legal age of employment to work in any country or local jurisdiction where the Supplier performs work for Sodexo. If the minimum age of employment is not defined, the minimum age of employment shall be 15 years of age. Regardless of the legal minimum age, in cases where minors are authorized to work, **Suppliers shall** observe all legal requirements, particularly those pertaining to hours of work, wages, minimum education and working conditions.

**Suppliers shall** set and respect clear age limits for work that can be mentally, physically, socially or morally dangerous or harmful to young workers. Young workers are defined as

being workers who are over the minimum age as defined previously and under the age of 18.

## SUPPLIER GUIDELINES

Suppliers should:

### MINIMUM AGE

- Demonstrate that a policy and due diligence procedures regarding minimum legal age of employment exist and that all managers and workers are informed of it.
- Ensure that if the minimum age of employment is not defined, the minimum age of employment shall be 15 years of age
- Ensure that it is possible to provide the age of the youngest employee currently and historically hired in the past 3 years.
- Establish a procedure to provide special protection restrictions on night shift, dangerous work or handling hazardous substances, in accordance with local applicable laws and regulations, which may harm physical, spiritual, moral or social development, for legally employed young workers.
- Ensure that if young workers are employed, they work equal to or less than 8 hours per day per shift and work shifts do not interfere with compulsory education.

### DOCUMENTATION OF EMPLOYEE AGE

- Require proof of age from candidates prior to being hired, with copies kept on a file, where deemed necessary. Specific means to detect fraudulent documents and estimate age exist in cases of absence of documents. All employees must be accounted for in records.

### APPRENTICESHIPS

- Provide all documentation and protection as required by local law when apprentice workers are employed.

## Elimination of discrimination in respect of employment and occupation

### PRINCIPLE

**Suppliers shall not** discriminate against employees in hiring, promotion, salary, performance evaluation or any other term or condition of work, on the basis of race, color, national origin, gender, gender identity, sexual orientation, religion, or disability. **Suppliers shall not** discriminate on any other basis that is prohibited by applicable laws and regulations.

### SUPPLIER GUIDELINES

Suppliers should:

#### POLICIES AND PRACTICES

- Demonstrate the existence of hiring policies and practices to ensure employees are hired based on factors relevant to their ability to perform the job (e.g. skills, abilities, experience, etc.) rather than personal characteristics such as race, ethnicity, gender or others, or subjective requirements that may have the purpose or impact of excluding certain classes of people.
- Demonstrate that hiring managers are trained to comply with the policy.
- Have a written non-discrimination policy. Managers are trained to comply with the policy.
- Ensure that employees have equal opportunity for promotion, training, benefits, overtime, termination and retirement based on their ability and not on personal characteristics or beliefs (especially for migrant workers and women).
- Ensure that employees are not paid differently because of any of the listed characteristics (especially for migrant workers and women).
- Ensure that no pregnancy or other health testing is conducted in a manner that violates local law or results in discrimination. Any such testing or questioning must respect employees'

dignity and right to privacy and be clearly relevant to job requirements.

- Ensure that the facilities accommodate specific needs of certain groups (e.g. pregnant women, disabled individuals and persons requiring adherence to forms of religious expression) as long as they do not compromise health and safety standards.
- Ensure that parental leave is granted without the applicable employee risking loss of employment or responsibility as required by the applicable laws and regulations. A clear policy and procedure should exist in compliance with applicable laws and regulations.
- Ensure that adequate means are provided for employees to raise concerns or grievances about discrimination without retaliation and there are sufficient resources to investigate allegations and provide appropriate remedies.

## Freedom of association and effective recognition of the right to collective bargaining

### PRINCIPLE

**Suppliers shall** respect the right of employees to join or not to join the trade union of the employees' choice and to bargain collectively, free from any form of retaliation, intimidation or harassment. Employees shall not be subject to intimidation or harassment in the exercise of their right to join or to refrain from joining any labor organization.

### SUPPLIER GUIDELINES

Suppliers should:

#### FREEDOM OF ASSOCIATION

- Demonstrate the existence of a policy and practice to allow all employees to associate freely at the workplace in accordance with applicable laws and regulations.
- Ensure that employee representatives are freely elected without management interference and they are recognized by

management in accordance with applicable laws.

- Allow employee representatives to carry out lawful activities related to employees' rights and interests without management interference.
- Ensure that employee representatives are freely able to operate according to applicable laws and regulations.
- Prohibit discrimination based upon union support or opposition.

## COLLECTIVE BARGAINING

- Hold regular consultations with duly recognized trade unions or other legal workers' representatives, where there are such representatives, concerning matters of mutual concern such as working conditions, remuneration, dispute resolution, and internal relations in accordance with applicable laws.
- Work within the legal framework of the country to ensure respect for freedom of association and collective bargaining rights.

## Wages and benefits

### PRINCIPLE

**Suppliers shall not** pay less than the minimum wage in accordance with applicable laws and regulations. Where the applicable laws and regulations do not set a minimum wage, **Suppliers shall** pay at least the prevailing market wage for the relevant job.

**Suppliers shall** ensure that relevant workers are compensated overtime hours at the legally mandated premium rates, are not required to work overtime in order to earn minimum wage and receive all statutory benefits and insurance mandated by applicable laws and regulations.

## SUPPLIER GUIDELINES

Suppliers should:

### MINIMUM WAGE

- Ensure that all employees' regular work is paid at or above the legal minimum wage or agreed wage, whichever is greater.

### OVERTIME

- Ensure that relevant workers are compensated for overtime hours at 1.25 times the regular rate or the legally mandated premium rate, whichever is greater.

### BENEFITS

- Ensure that the legally required benefits are provided where required by law, labor contract, or collective bargaining agreement.
- Ensure that benefits are accorded or paid within the legally required time limits.

### PAYROLL

- Keep full and accurate payroll records.
- Communicate in a language understood by all employees the wages, incentive systems, benefits and bonuses to which they are entitled under the law.
- Provide employees with a wage statement that includes regular and overtime hours worked, regular and overtime earnings, and deductions.
- Have a formal and effective mechanism by which employees can ask questions and raise issues regarding their remuneration and to provide appropriate remedies.
- Ensure that wages are paid accurately, regularly, on the required date and without any delay, in accordance with local law or employment contracts or collective bargaining agreement.

### DEDUCTIONS

- Ensure that tools are provided and are supplied to them free of charge (excluding uniform, badge, tool deposits etc., where allowed by local regulation).
- Ensure that all deductions from employee wages comply with applicable laws and

legal limits, are fully documented and are voluntarily authorized in writing by the employee where appropriate or not otherwise explicitly permitted by law.

## Working hours

### PRINCIPLE

**Suppliers shall** comply with all applicable laws and regulations for working hours for employees, including maximum hour limitations and requirements for break times. **Suppliers shall not** require employees to work in excess of legal overtime thresholds, except as may be required by emergency or may be lawful based upon the nature of the work.

### SUPPLIER GUIDELINES

Suppliers should:

#### POLICIES AND PRACTICES

- Demonstrate the existence of a policy and practice defining normal working hours, overtime rules and compensation, compensated and uncompensated rest and meal break times.
- Ensure that no employee is permitted to work more than the maximum number of hours permitted by applicable law.
- Ensure that any employee who works overtime is compensated at least the legally required premium or 1.25 times the regular rate, whichever is greater.
- Provide paper or electronic work schedules directly to employees as far in advance as practical.

#### WORKING HOURS

- Monitor and keep complete and accurate records of employees' regular and overtime hours.
- Ensure that there is a process in place to determine, monitor and control the working hours of employees (regular and overtime). Records include stop and start times, regular hours and overtime for each employee.

#### OVERTIME HOURS

- Ensure the existence of overtime permits or waivers where legally required and that they are accurate, current and valid.

- Ensure that all managers and employees are informed of both national applicable laws and regulations and company policies and procedures concerning working hours, overtime and rest days.
- Ensure that overtime hours do not exceed limits that are customary for the industry and location, or that are imposed by applicable law, whichever is least.
- Ensure that overtime is used only when it is necessary to respond effectively to spikes in demand or unusual business circumstances.
- Ensure that overtime does not exceed legal limitations, jeopardize employee or workplace health or safety, and is not forced upon vulnerable workers as a continuing term and condition of employment or part of normal practice to suppress the base hourly wage rate or the number of workers hired.
- Ensure that employees are not required to work overtime in order to exceed the legal minimum wage.

#### BREAKS

- Ensure that employees have reasonable and adequate meal and rest breaks given the nature of the work and length of the work day and that, at a minimum, comply with legal requirements.

#### REST DAYS

- Ensure that rest days are provided as legally required and that managers/supervisors are aware of the legal limits.

## Health and safety

### PRINCIPLE

Health and Safety is an integral part of Sodexo's mission to improve Quality of Life. Sodexo is committed to achieving a global health and safety culture and world class health and safety performance. The engagement of our Suppliers is essential for continuous improvement towards this objective.

**Suppliers shall** provide a safe and healthy workplace and working conditions. Health, safety and other workplace standards must, as a minimum, comply with all applicable laws and regulations.

**Suppliers shall** maintain and keep in force, at their own expense, a worker's accident compensation scheme, whether public or private (such as worker's compensation insurance), as required by the applicable laws and regulations for all their employees that provide or perform any products or services for Sodexo.

## **SUPPLIER GUIDELINES**

Suppliers should:

### **HEALTH AND SAFETY MANAGEMENT**

- Ensure the existence of a written Health and Safety policy.
- Ensure that all manufacturing facilities have a documented Health and Safety program.
- Work towards having a Health and Safety management system that would allow it to comply with an internationally recognized standard such as OSHAS 18001.
- Ensure that if there have been any Health and Safety violations resulting in monetary penalties and/or non-monetary sanctions in the past 3 years, an action plan has been implemented.

### **LEGAL AND OTHER REQUIREMENTS**

- Establish a process to identify and ensure compliance with the laws and regulations applicable to the business activities.

### **OBJECTIVES, TARGETS AND MONITORING**

- Establish a process to define health and safety objectives and targets and to monitor performance.

### **INCIDENT REPORTING AND ROOT-CAUSE ANALYSIS**

- Establish a process to encourage employees to report workplace injuries and ill-health and to determine the cause of incidents that result, or could result, in injury or ill-health.

## **RESPONSIBILITIES AND ACCOUNTABILITIES**

- Establish a process to ensure that responsibilities for health and safety are clearly defined within the company.

## **HAZARD AND RISK ASSESSMENT AND CONTROL**

- Have a process to identify, evaluate and control health and safety hazards for employees, and others who may be affected, to prevent injury and ill-health including:
  - > A process to identify, evaluate and control workplace exposures to chemical and biological agents;
  - > A process to identify, evaluate and control physical hazards including fire, workplace ergonomics, noise, vibration and radiation;
  - > A process to identify, evaluate and control physical hazards arising from the operation, maintenance and testing of plant and equipment, including the provision of physical and non-physical barriers designed to prevent human contact with, and exposure to, potentially dangerous plant and equipment machine parts;
  - > A process to provide workers with effective Personal Protective Equipment (PPE) where hazards cannot be adequately controlled by other means.

## **TRAINING, INFORMATION AND INSTRUCTION**

- Establish a process to ensure that new and existing employees are provided with health and safety training, information and instructions appropriate to their role including:
  - > Safe work procedures;
  - > Use, care and replacement of any required PPE;
  - > Emergency procedures.

## **EMERGENCY PLANS AND EXITS**

- Ensure that there is a process to establish, maintain and test emergency plans for all workplaces including:
  - > Maintaining safe access and exit arrangements for all workplaces;
  - > Emergency planning for fire, medical emergency, natural disaster and severe weather.

## WORKING CONDITIONS

- Ensure that all work areas are well illuminated with natural and / or artificial light and maintained at an appropriate temperature to protect employees from injury or ill-health.

## WELFARE ARRANGEMENTS

- Ensure that employees have access to potable drinking water.
- Ensure that, where there is a canteen located on-site, there are sufficient tables and seats for workers and that hygienic utensils and potable drinking water are provided.
- Ensure that all workplaces maintain a sufficient number of toilets which allow worker privacy.

## Living conditions

**PRINCIPLE** Suppliers shall ensure that worker housing, where provided, meet the same standards for health and safety as those that apply in the workplace.

**Suppliers shall** ensure that living conditions respect employees' dignity and right to privacy.

### SUPPLIER GUIDELINES

Suppliers should:

- Ensure that dormitories comply with all relevant applicable laws and regulations regulating dormitory facilities.
- Ensure that whenever possible, when dormitory buildings are located at a different physical location from the workplace, transportation to the dormitories is available.
- Ensure that dormitory facilities provide, at a minimum, ready access to clean toilet facilities, potable water, and to sanitary food preparation, storage and eating facilities, and are maintained to be clean and safe and provided with appropriate emergency egress, hot water for bathing and showering, adequate heat and ventilation, and reasonable personal space along with reasonable entry and exit

privileges.

## Disciplinary practices

**PRINCIPLE** Suppliers shall treat everyone with dignity. **Suppliers shall not** inflict or threaten to inflict corporal punishment or any other forms of physical, sexual, psychological or verbal abuse or harassment on any employee.

**Suppliers shall** have a clear disciplinary process that forbids violence, harassment or intimidation in any physical or emotional form, and communicate it in a language understood by employees.

### SUPPLIER GUIDELINES

Suppliers should:

#### DISCIPLINARY PRACTICES

- Ensure that a written and established disciplinary procedure exists, compliant with local legal requirements.
- Ensure that written records are maintained of disciplinary actions taken and recorded on file.
- Ensure that all managers and supervisors receive training on appropriate discipline practice that training records are maintained, and that managers' compliance is monitored.

#### HARASSMENT

- Ensure that the workplace is free from sexual, psychological, physical verbal harassment abuse, intimidation or bullying.
- Ensure that security practices at the workplace are gender appropriate and non-intrusive, taking into account the specific needs of genders and do not interfere with human dignity and privacy.

## Land rights

**PRINCIPLE** Suppliers shall respect the land rights of individuals, indigenous people and local communities. All negotiations with regard to their property or land, including the use of and transfers of it, shall adhere to the principles of free, prior and informed consent, contract transparency and disclosure.

### SUPPLIER GUIDELINES

Suppliers should:

- Undertake due diligence to uphold individual or indigenous people's established rights to property and land.
- Periodically train all relevant staff members on Free, Prior and Informed Consent (FPIC).
- Implement a zero land grabbing policy
- Implement a system for due diligence to uncover and disclose risks and impacts to communities related to land issues.

## 3. Environment

**PRINCIPLE** Suppliers shall abide by all applicable environmental laws and regulations.

**Suppliers shall** work to continuously improve their environmental protection measures for example through the implementation of an environmental improvement program or action plan.

**Suppliers shall** work to sustain, protect and restore the environment, by such means as energy conservation, recycling and proper disposal of waste, and water management, as well as by environmental restoration.

### SUPPLIER GUIDELINES

Suppliers should:

#### ENVIRONMENTAL MANAGEMENT

- Ensure the existence of a written environmental policy.
- Ensure that all manufacturing facilities have a documented environmental program covering as a minimum, environmental protection, prevention of pollution, compliance with environmental legislation, continuous improvement and sustainable procurement. All other non-manufacturing facilities should have a documented environmental program.
- Work towards having an environmental management system that would allow it to comply with an internationally recognized standard such as ISO 14001.
- Ensure that if there have been any environmental violations resulting in monetary penalties and/or non-monetary sanctions in the past 3 years, an action plan has been implemented.

#### HAZARDOUS WASTE MANAGEMENT

- Ensure that all facilities:
  - > keep records of all the waste produced on-site;
  - > store waste in an area segregated from new materials;
  - > have appropriate waste disposal permits, where required;
  - > treat hazardous waste prior to releasing it into the environment or disposes of waste off-site;

> have waste properly removed by an appropriate organization.

- Ensure that all facilities conduct annual wastewater testing, and that results provided are within legal limits.

## AIR EMISSIONS

- Ensure that exhaust hoods are effectively used on operations that emit chemical odors and/or fumes.
- Ensure that all facilities conduct annual air sampling to ensure air emission levels and are able to provide samplings and evidences, meeting legal limits.

## NOISE

- Ensure that noise is managed in compliance with legal requirements.

# 4. Inclusive supply chain

## PRINCIPLE

Sodexo's Supply Chain Inclusion Program is an integral part of the Group's commitment to improve the Quality of Life for people working for our Suppliers, the development of local communities and demonstrates our commitment to engage and influence stakeholders on social and economic responsibility throughout the supply chain.

Engaging diverse and inclusive Suppliers within the local communities where we operate gives both our Suppliers and Sodexo the advantage of working with the best, most agile and innovative companies.

Sodexo expects its Suppliers to demonstrate a diverse workforce composition actively embracing workforce age, gender, race, national or ethnic origin, religion, language, political beliefs, sexual orientation, physical ability and promoting supply chain inclusion throughout their own supply chains.

## SUPPLIER GUIDELINES

Suppliers should:

- Ensure that at least annually, they are able to demonstrate to Sodexo, a diversity and inclusion plan and actions that have been taken and the progress being made within their business.
- Ensure that at least annually, they are able to demonstrate actions that have been executed to promote inclusion with their key supply chain partners.
- Expect that progressively Sodexo will seek to quantify more concretely the actions taken and outcomes to evidence the inclusive nature of the workforce and its impact.

## 5. Reporting

**PRINCIPLE** Suppliers shall provide accurate and timely reporting of information reasonably required by Sodexo to enable Sodexo to comply with all applicable laws and regulations in relation to providing or disclosing information required by any relevant governmental body, institution or organization.

### SUPPLIER GUIDELINES

Suppliers should:

- Comply with all applicable local reporting requirements and promptly report to Sodexo all breaches of such laws and regulations that have a material adverse effect on the business of Sodexo and/or breaches of the principles of this Code of Conduct.

## 6. Protection of information and data privacy

### Confidentiality and protection of information

**PRINCIPLE** Sodexo is committed to protecting the Confidential Information of everyone Sodexo does business with, including suppliers, clients, customers, consumers and employees, ensuring that such is used in full compliance with applicable laws and Sodexo policies and only related to Sodexo business.

**Suppliers shall** comply with all relevant laws and regulations governing proprietary information and safeguard all information received by Sodexo by ensuring that such information is used only for authorized purposes, only shared with authorized persons and is properly and securely maintained.

**Suppliers** with access to such information or any other information which is determined to be confidential information or confidential personally identifiable information **shall** consult with the Sodexo Business to whom they are providing products or services with any questions regarding appropriate uses of such Sodexo information.

### SUPPLIER GUIDELINES

Suppliers should:

- Protect Sodexo's confidential information and not disclose such information to anyone without Sodexo's express authorization or in other agreed permitted circumstances (e.g. to the extent required by a court order). Confidential Information shall include without limitation all information and data of whatever nature whether disclosed orally, in writing or by any other means which relates to Sodexo's (or any of its group company's) trade secrets, know-how, research, developments, technical and business information relating to products, services, methods and processes, suppliers, existing or potential customers and personnel whether or not designated as confidential information but which by its nature is confidential.
- Ensure that any personal information that they process is also kept confidential and ensure that all persons authorized to process the personal information are under an appropriate obligation of confidentiality.

## Data protection and privacy

### PRINCIPLE

Sodexo is committed to protecting the reasonable privacy expectations of personal information of everyone Sodexo does business with, including suppliers, clients, consumers, and other people and organizations, ensuring that such information is used in full compliance with applicable laws and only related to Sodexo business.

**Suppliers shall** comply with applicable privacy and information security laws and associated regulatory requirements as well as with the Sodexo privacy and security policies when personal information is collected, stored, processed, disclosed, transferred and/or shared.

## SUPPLIER GUIDELINES

Suppliers should:

- Comply with all applicable data protection, privacy and security laws as well as with Sodexo's privacy and security instructions and policies.
- Implement appropriate technical and organizational security measures to protect personal information against accidental or unlawful destruction or loss, alteration, unauthorized disclosure or access.
- Notify any data breach to Sodexo within the time limit agreed with Sodexo or, at least, without undue delay.
- Ensure that records of their processing activities performed on behalf of Sodexo are kept and be able to provide Sodexo with the categories of processing activities performed, the information regarding cross-border personal information transfers and a description of the security measures implemented in respect of the processed personal information.

# Implementation

## PRINCIPLE

**Suppliers shall** take appropriate steps to ensure that the principles of this Code are communicated to their employees and throughout their own supply chains. **Suppliers shall** also take appropriate steps to ensure that the principles of this Code are adopted and applied by their employees, suppliers, agents and contractors to the extent applicable.

**Suppliers shall** establish processes or mechanisms where employees can raise issues of concern without fear of reprisals or negative repercussions.

Sodexo reserves the right to carry out the controls that it deems necessary to ensure that this Code is respected throughout its Supply Chain. This may include self-assessments, Sodexo audits, and third-party audits of Suppliers.

In the foreseeable future, reporting requirements on the relevant actions a Supplier takes both within their own operations and their supply chain, will become necessary. It is the policy of Sodexo to incorporate the principles of this Code into any agreement between a Supplier and Sodexo.

This Code will be updated regularly to keep it relevant based on feedback from internal and external stakeholders.

## SUPPLIER GUIDELINES

Suppliers should:

### COMMUNICATION

- Communicate in a language understood by all employees all policies and procedures in accordance with applicable laws and regulations.
- Ensure that its Suppliers are informed about the requirements of the Sodexo Supplier Code of Conduct.
- Require that its Suppliers sign either the Sodexo Supplier Code of Conduct or the Supplier's own Code if they have one.
- Take appropriate measures to check that its Suppliers comply with the principles set out in the Code of Conduct.

### GRIEVANCE PROCEDURE

- Ensure that the workplaces have clearly communicated grievance mechanisms that enable employees to raise issues of concern to management without fear of reprisals or negative repercussions. Where possible, employees should have more than one channel for raising concerns.
- Ensure that any such mechanisms are legitimate, accessible, predictable, equitable, transparent, sources of continuous learning, based on engagement and dialogue and respectful of human rights. Special attention should be paid to needs of special groups including migrant workers and women.

- Ensure that all complaints are promptly investigated and addressed.
- Review grievance procedures periodically to ensure, as a practical matter, they are credible, accessible, and effective.



**Sodexo SA**

255 quai de la Bataille de Stalingrad  
92866 Issy les Moulineaux cedex 9 - France  
Tel.: +33 (0)1 30 85 75 00

[www.sodexo.com](http://www.sodexo.com)

