

SUSTAINABLE and ETHICAL PURCHASING CHARTER “SUPPLIER CODE of CONDUCT”

Table of Contents

1 Preamble	2
2 Framework of the JENSEN-GROUP’s ethical approach	2
2.1 UN Global Compact (UNGC).....	2
2.1.1 Human Rights	2
2.1.2 Labour	2
2.1.3 Environment.....	3
2.1.4 Anti-Corruption	3
2.2 ILO fundamental Conventions	3
3 The JENSEN-GROUP commitments towards its Business Partners.....	3
4 Commitments of the Business Partners.....	4
5 Subcontracting	5
6 Certifications and audits	5
7 Human rights and labour	5
7.1 Child labour	5
7.2 Working time and salary	6
7.3 Migrant workers.....	6
7.4 Health, safety and well-being of workers at the workplace	6
7.5 Discrimination	7
7.6 Trade union freedoms and collective bargaining	7
8 Environment.....	7
8.1 Legal compliance.....	7
8.2 Use of chemical products.....	7
8.3 Product recycling, innovation and environmental impact.....	8
8.4 Environmental labels and certifications.....	8
9 Fight against corruption, economic responsibility and whistleblower procedure	8
9.1 The fight against corruption and influence peddling.....	8
9.2 Money laundering	9
9.3 Combating anti-competitive practices.....	9
9.4 Whistleblower procedure	9
10 Auditing	10
11 Evolution of the Charter.....	10

1 Preamble

The JENSEN-GROUP has been building its success and growth based on key values best summarized as the JENSEN Spirit: respect for others, exemplary behaviour, integrity, and responsibility.

Those key values are part of a larger framework that is also recognized and applied by the JENSEN-GROUP, and which consists of the United Nations (UN) Universal Declaration on Human Rights, the UN Convention on the Rights of the Child, the European Convention on Human Rights, and the International Labour Organization (ILO) Fundamental Conventions.

In view of the above, the JENSEN-GROUP is committed to be an ethical and responsible company, to limit environmental impacts, and to promote the highest standards of integrity. This approach is fully reflected in the JENSEN-GROUP Ethical Business Policy Statement and implemented throughout the company by means of the JENSEN-GROUP Code of Conduct.

The JENSEN-GROUP intends to fully associate all of its suppliers, manufacturers, subcontractors, licensees and distributors, regardless of the product or service provided (hereinafter: the “Business Partner” or “Business Partners”) with this approach and these values. In this regard, the below Sustainable and Ethical Purchasing Charter (hereinafter: the “Charter”) formalizes the requirements and expectations of the JENSEN-GROUP towards its Business Partners.

The JENSEN-GROUP hereby expects its Business Partners to adhere and conform to the Charter. Should any Business Partners identify any gap between the Charter and their current practices, then they are invited to liaise with their contact person(s) within the JENSEN-GROUP in order to define and agree on a mitigation plan. Any deliberate failure to respect the Charter would be considered a breach of the non-adhering Business Partner’s obligations and could lead to a termination of the contractual relationship between such Business Partner and the JENSEN-GROUP, regardless of any further compensations or penalties that might be applied.

2 Framework of the JENSEN-GROUP’s ethical approach

2.1 UN Global Compact (UNGC)

The JENSEN-GROUP endorses the Ten Principles of the UNGC aiming to ensure responsible policies in terms of human rights, labour, protection of the environment and the fight against corruption. These principles can be found at <https://www.unglobalcompact.org/what-is-gc/mission/principles> and consist of the following:

2.1.1 Human Rights

Principle 1: businesses should support and respect the protection of internationally proclaimed human rights.

Principle 2: businesses should make sure that they are not complicit in human rights abuses.

2.1.2 Labour

Principle 3: businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining.

Principle 4: businesses should uphold the elimination of all forms of forced and compulsory labour.

Principle 5: businesses should uphold the effective abolition of child labour.

Principle 6: businesses should uphold the elimination of discrimination in respect of employment and occupation.

2.1.3 Environment

Principle 7: businesses should support a precautionary approach to environmental challenges.

Principle 8: businesses should undertake initiatives to promote greater environmental responsibility.

Principle 9: businesses should encourage the development and diffusion of environmentally friendly technologies.

2.1.4 Anti-Corruption

Principle 10: businesses should work against corruption in all its forms, including extortion and bribery.

2.2 ILO fundamental Conventions

The JENSEN-GROUP adheres to the eight Fundamental Conventions of the ILO. These conventions can be found at <https://www.ilo.org/global/standards/introduction-to-international-labour-standards/conventions-andrecommendations/lang--en/index.htm> and consist of the following:

Conventions 29 and 105: prohibition of forced labour.

Conventions 138 and 182: prohibition of child labour.

Conventions 100 and 111: elimination of employment and professional discrimination.

Convention 87: freedom of association and protection of the right to organize conventions.

Convention 98: the right to organize and to collective bargaining.

3 The JENSEN-GROUP commitments towards its Business Partners

The JENSEN-GROUP considers that the relationship with its Business Partners is not limited to the purchase of goods and services but is also a key to long-term success and customer satisfaction.

As a consequence, each JENSEN-GROUP employee who has any contact with any Business Partners must always:

- help Business Partners meet the JENSEN-GROUP's expectations;
- respect the Business Partner's independence and identity;
- protect confidential information of Business Partners and protect the personal data of Business Partners in accordance with applicable regulations;
- prevent personal interest from influencing his or her actions and decisions; and
- act in the interests of the JENSEN-GROUP and respect for the business relationship.

In addition, the managers and heads of the JENSEN-GROUP's Purchasing and Procurement Departments, as well as any manager of the company that buys goods and/or services, must always:

- ensure that the JENSEN-GROUP objectively chooses its Business Partners (i.e., on the basis of criteria such as cost, quality and delivery times and in accordance with the content and spirit of this Charter) and treats such Business Partners fairly and in compliance with JENSEN-GROUP Purchasing Guidelines;
- ensure that the Business Partners are paid in accordance with the terms of payment as contractually agreed (provided that they have fulfilled their obligations) and in compliance with the regulations in force;
- explain, whenever they visit a Business Partner, the JENSEN-GROUP's business and values to the employees or at least to the heads of departments of such Business Partner, value the work provided by said employees, and respect any employees of the Business Partner with whom they enter into direct contact;
- strive as much as possible to build a long-term relationship with any Business Partners;
- ensure that no Business Partner is in a situation of excessive economic dependence on the JENSEN-GROUP (i.e., a situation where more than 50% of the consolidated turnover of the Business Partner is generated through the JENSEN-GROUP) and in case of such excessive economic dependence, alert the relevant Business Partner of this situation and if feasible consider together the actions to be implemented accordingly; and
- be attentive to financial transactions carried out, in accordance with the applicable national laws, to detect any money laundering through measures such as checking the country of origin of the funds if paid to the JENSEN-GROUP, the location of the concerned bank, or the possible inscription on a "blacklist".

4 Commitments of the Business Partners

The JENSEN-GROUP asks each Business Partner to commit to responsible trading and ethical practices and in particular to the contents of this Charter, either in the form of an attachment to the purchasing agreement between the Business Partner and the JENSEN-GROUP or in the form of a signed stand-alone document where requested by the JENSEN-GROUP.

In view of the above, the JENSEN-GROUP expects each Business Partner to:

- abide by this Charter and the principles and commitments outlined herein through the implementation of information and awareness raising as well as reference frameworks on ethics and integrity, within its own organization;
- make all reasonable efforts to ensure that its own business partners subscribe to the principles and commitments outlined in this Charter by ensuring a chain of trust between every single actor and through the implementation of information and awareness raising as well as reference frameworks on ethics and integrity; and
- Authorize [all reasonable requests by] the JENSEN-GROUP or any external service providers mandated by the JENSEN-GROUP to carry out audits and if necessary, implement the required action plans.

By signing this Charter, Business Partners agree that compliance with the principles and commitments outlined herein constitutes an essential element of their business relationship with the JENSEN-GROUP.

Any Business Partner who fails to comply with the principles and commitments in this Charter will be liable to the JENSEN-GROUP for any consequential damage to the JENSEN-GROUP's reputation, image or interests, as well as for any regulatory or criminal consequences related to such non-compliance. Whatever the quality and competitiveness of the goods and/or services of a Business Partner, the JENSEN-GROUP may in case of such consequential non-compliance immediately also terminate its business relationship with the Business Partner and/or exclude the Business Partner from any future business.

5 Subcontracting

The JENSEN-GROUP prohibits Business Partners from subcontracting all or part of any contract assigned to them without prior written consent from the JENSEN-GROUP. Should subcontracting be consented, the initial Business Partner will retain full responsibility and liability to ensure that its subcontractors comply with the Charter.

6 Certifications and audits

The JENSEN-GROUP encourages Business Partners to comply with certifications and applicable audit requirements to demonstrate their conformity towards international standards. In this regard, the following norms are recommended and valued by the JENSEN-GROUP:

- ISO9001 certification for Quality Management Systems;
- ISO14001 for Environmental Management;
- ISO50001 for Energy Management; and
- ISO26000 or SA8000 for Corporate and Social Responsibility (CSR).

7 Human rights and labour

7.1 Child labour

The JENSEN-GROUP condemns all forms of child labour and aims to ensure compliance with all social standards under labour laws in each country where it is present as well as with major international statutes.

In view of this commitment, the JENSEN-GROUP expects Business Partners not to employ and/or hire any person under the legal minimum age provided for by applicable national laws and regulations or that has not completed compulsory schooling, and in any event not to employ and/or hire any person under the age of fifteen (15). Furthermore, Business Partners may not employ and/or hire any person under the age of eighteen (18) to carry out any dangerous work or work at night.

Beyond full compliance with the abovementioned UNGC principles 4 and 5, Business Partners may have apprentices as part of their workforce. Under this Charter, such a situation is only deemed acceptable provided that the work of such apprentices does not have a detrimental effect on their health, safety or education, provided that the apprenticeship is authorized under applicable laws, and provided that such apprentices are assigned a tutor within the organization of the Business Partner or its subcontractor (subcontracting was subject to prior consent from the JENSEN-GROUP by virtue of section 5 above).

7.2 Working time and salary

The JENSEN-GROUP expects Business Partners to:

- comply with the applicable national laws and regulations on working time and salary, whereby such compliance should be traceable and evidence thereof should be shared upon request; ensure that their employees have adequate working time, overtime, rest periods throughout the day, and number of days paid leave in accordance with applicable national laws and regulations;
- ensure that their employees do not work more than forty-eight (48) hours a week and have at least one (1) free day a week, subject to any applicable national laws and regulations that are stricter;
- ensure that their employees work no more than twelve (12) additional hours per week, on a voluntary basis and in compliance with the applicable national laws and regulations;
- pay their employees a regular salary in accordance with the employment contract that was signed, without withholding pay on the basis of productivity levels or as a disciplinary measure or punishment, but with the possibility of individual or collective productivity/quality bonuses; and
- maintain pay levels that comply with, and pay social contributions and taxes according to, the applicable national laws and regulations and.

Furthermore, the JENSEN-GROUP encourages Business Partners to set up medical insurance cover and pension plans when their respective country does not have statutory sickness and pension schemes.

7.3 Migrant workers

The JENSEN-GROUP cannot accept that Business Partners would employ any clandestine worker under the laws or regulations of any country.

7.4 Health, safety and well-being of workers at the workplace

The JENSEN-GROUP expects Business Partners to ensure that their workplace is compliant with the applicable national health and safety laws and regulations, as well as to ensure that their business activity does not harm the health and safety of employees, subcontractors, any other third person involved, or users of the products.

Any task or activity that may be dangerous should be properly supervised and measures to eliminate or reduce the risk should be implemented including, but not limited to, ensuring the availability of proper personal protective equipment for employees, and securing machines or other equipment used for production purposes with the proper safety features to avoid injury.

Fire protection, firefighting equipment and emergency exits, all of them compliant with applicable national laws and regulations, should be put in place and clearly identified. Business Partners are

also expected to provide employees with training on evacuation procedures in the event of a fire according to the applicable national laws and regulations and, at least once a year, through fire drills.

Business Partners should ensure that all of their premises are equipped with an adequate number of clean toilet/washroom facilities, separated by gender.

Business Partners are further expected to provide their employees with access to drinking water, the quality of which has been validated by an official authority.

7.5 Discrimination

The JENSEN-GROUP expects Business Partners to fight all types of discrimination and in particular any discrimination based on gender, origin, religion or political affiliation.

Particular key priorities of the JENSEN-GROUP are hereby to ensure that:

- there is no discrimination against religious minorities;
- the emancipation of women through work is encouraged.

In addition, the JENSEN-GROUP encourages Business Partners to hire disabled employees.

7.6 Trade union freedoms and collective bargaining

The JENSEN-GROUP expects Business Partners to comply with the applicable national laws and regulations in relation to these fields.

The JENSEN-GROUP believes that labour-management dialogue and the involvement of employees and their representatives is a key part of company management and therefore encourages Business Partners to develop these principles.

8 Environment

8.1 Legal compliance

The JENSEN-GROUP expects Business Partners to comply with all applicable international, national and local environmental laws and regulations, to hold the necessary permits and authorisations to operate their businesses, and to comply with all requirements in terms of air, soil, water and noise pollution, use, storage and import of any chemical product.

Business Partners shall ensure compliance of their products with the European REACH Regulation (EC) No 1907/2006 in all countries where that regulation applies, as well as provide the JENSEN-GROUP upon request with all information relating to substances listed in the REACH convention that may be contained in their respective products.

Business Partners supplying electrical and electronical equipment shall obtain the required RoHS (Restriction of Hazardous Substances) certification for all equipment delivered and provide the JENSEN-GROUP upon request with all information related to this certification.

8.2 Use of chemical products

Irrespective of the applicable national laws and regulations, all chemical products should be stored on an appropriate surface (such as cement) with no drainage holes, which are protected by a retention system. Chemical products that are stored outside should similarly be stored in an appropriate manner.

8.3 Product recycling, innovation and environmental impact

To promote sustainable development, Business Partners are expected to be able to provide the JENSEN-GROUP with products that are recyclable and recoverable at the end of their lifespan. Upon request, Business Partners shall provide the JENSEN-GROUP with information about the environmental impact of their business.

Business Partners shall offer the JENSEN-GROUP products and services that will enable the JENSEN-GROUP to reduce its direct environmental impact (such as its energy consumption) either through product design, production or packaging and transportation.

8.4 Environmental labels and certifications

The JENSEN-GROUP encourages Business Partners to comply with international standards or norms related to environmental assessment and certification for the product they process or produce.

Furthermore, the JENSEN-GROUP encourages Business Partners to use, whenever possible, the following labels or standards in their own operations:

- EU Ecolabel (<http://ec.europa.eu/environment/ecolabel/>) and Nordic Swan (<https://www.nordicecolabel.org/>) for environmental friendly design and/or use of products; and
- Fairtrade (<https://www.fairtrade.net/>) certification through Flo-CERT (<https://www.flocert.net/>).

9 Fight against corruption, economic responsibility and whistleblower procedure

9.1 The fight against corruption and influence peddling

The JENSEN-GROUP applies a zero-tolerance principle when it comes to the fight against corruption, including extortion and bribery, whether active or passive, public or private. The JENSEN-GROUP therefore strongly condemns any form of corruption, bribery and influence peddling.

In this context, the JENSEN-GROUP expects all Business Partners, as well as their subcontractors, to combat corruption, tackle bribery and influence peddling, and take all appropriate measures to this end.

As such, Business Partners shall not directly or indirectly solicit or accept, offer, give or receive any benefit to any public or private person with the aim of accomplishing, delaying or omitting an action that affects the normal exercise of a function.

The JENSEN-GROUP therefore expects all Business Partners and their employees never to offer or accept, or to permit others to offer or accept on their or the JENSEN-GROUP's behalf, anything of value - whether it is money, a gift, an invitation, a service, or a benefit of any kind including corporate patronage or sponsorship - that can be viewed as, or has the effect of, improperly influencing the recipient or business decisions. Business Partners and their employees should similarly not make facilitation payments (i.e., a payment of any size to a public official or administrative agent to effect or accelerate routine administrative services) or permit others to make such payments on their or the JENSEN-GROUP's behalf.

To that effect, the JENSEN-GROUP expects all Business Partners to certify that they have their own anti-bribery and anti-corruption policy.

Furthermore, Business Partners should be aware that the JENSEN-GROUP:

- pays all of its employees travel and accommodation expenses;
- authorises invitations to lunch or dinner for JENSEN-GROUP employees visiting a Business Partner as long as such invitations are part of a regular business relationship and in accordance with the JENSEN-GROUP procedure established regarding gifts and invitations. In return and in compliance with said procedure, employees of the Business Partner will be invited to lunch or dinner by the JENSEN-GROUP when they visit a JENSEN-GROUP site;
- does not allow JENSEN-GROUP employees to attend events such as, for example, cocktail parties, exhibitions, opening receptions, sporting or cultural events that are paid by Business Partners, unless their Direct Superior has given special authorisation in compliance with the JENSEN-GROUP procedure regarding gifts and invitations as described above; and
- allows any gifts received by JENSEN-GROUP employees to be shared out between the such employees, presuming that any gifts should in any event be of little financial value.

9.2 Money laundering

The JENSEN-GROUP expects all Business Partners to refrain from participating in any form of money laundering in each country in which they operate. Business Partners shall hereby be particularly vigilant to detect any anomaly with regard to financial transactions, for example by always checking the country of origin of the funds and the payer entity or checking the location of the bank and ensuring that it is not on a black-list.

9.3 Combating anti-competitive practices

Business Partners shall take all measures to prevent anti-competitive practices and shall, in particular, not participate in cartels and/or any anti-competitive agreement and/or abuse of a dominant position.

Business Partners shall refrain from sharing sensitive information such as, for example, customer files, marketing plans, commercial strategies, and purchase or sale prices with third parties including, in particular, competitors of the JENSEN-GROUP. Business Partners are also advised to familiarise themselves with the applicable competition laws and regulations in each country in which they operate and to consult a specialist in that area if necessary.

9.4 Whistleblower procedure

To ensure the effectiveness of the principles and commitments specified in this Charter, the JENSEN-GROUP encourages transparency from all Business Partners.

Any Business Partner confronted with a situation likely to breach a law, regulation, or principle or commitment laid down in this Charter or related to the fight against bribery and influence peddling may therefore freely report such a situation which he/she would have personally known through a confidential alert system. This system is available on the following website:

[Corporate Governance \(jensen-group.com\)](https://jensen-group.com)

No penalty or discriminatory measures will be taken against any Business Partner who uses this alert system in good faith and without intention to cause harm.

The JENSEN-GROUP guarantees the confidentiality of the identity of the person raising the alert, the reported facts and the persons mentioned by the report. Such disclosure of facts may be reported

only through strict compliance with applicable laws and regulations, notably concerning reporting procedures and their proportionate character in safeguarding the interests in question.

10 Auditing

The JENSEN-GROUP supports the implementation of this Charter through audits of Business Partners that may be carried out either directly by the JENSEN-GROUP or with the help of any independent audit company duly mandated by the JENSEN-GROUP, with prior notice given to the Business Partner.

Upon audit completion and as far as practicable, the audited Business Partner will be given the opportunity, if needed and in the event of non-compliance with the Charter, to define and implement corrective actions.

The JENSEN-GROUP may rely on audit reports commissioned by any other customers of the Business Partner, provided the audits were carried out by a recognised external and independent third-party audit firm.

It is understood that such an audit does not exempt the Business Partner from carrying out any audits of its own business partners.

11 Evolution of the Charter

As this Charter shall evolve, particularly in accordance with the changes made to the standards of personal data, environment, fight against bribery [...], each Business Partner is committed to respect these changes.

Date:/...../.....

For JENSEN-GROUP:

Mr.:

Position:

For the Business Partner:

Company name:

Mr /Ms:

Position:

Date:

By signing this Charter, I (the Business Partner) certify that I have read and understood all principles, values and more generally all the content lay down in this Charter and that I understand that I am responsible for its application.

Thanks in advance to return this page signed to your purchasing contact.