

# **SUPPLIER CODE OF CONDUCT**

**MARCH 2023**



**comer industries**

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# 1 INTRODUCTION

## PURPOSE AND SCOPE

Comer Industries and Walterscheid (hereinafter the *Company*) conducts business in a fair, ethical, and transparent way in the belief that this is the basis of every successful business. We believe that our supply partners play a fundamental role on succeeding in applying our high ethical standards and achieve a sustainable and responsible development.

On this perspective, this document, called the Supplier Code of Ethics and Conduct (hereinafter, also the *Supplier Code of Conduct* or simply the *Supplier Code*), expresses the minimum set of requirements in the field of

- Labor and human rights
- Business ethics
- Health and safety
- Environment

that every supply partner or everyone working for or on behalf of a supply partner, including but not limited to agents, consultants, contractors, trainees, temporary workers (hereinafter, *Company suppliers* or *suppliers*) is expected to fulfil to start and maintain long-lasting relationship with the Company.

The Supplier Code applies and is directly addressed to every supplier that deliver goods and/or services to any entity of the Company, including parent, subsidiary or affiliate entities regardless of the country and of any conflicting local business practices or social customs.

The Supplier Code is to be considered as an integral part of the agreement between the Company and the supplier, for whom the adherence to the provisions and principles contained therein is binding for the stipulation of any type of contracts with the Company, also based on a temporary contractual relationship. In the event that the supplier violates the principles of the Supplier Code, or, in the event that nonconformities are found and the envisaged improvement plans are not prepared and implemented, the Company reserves the right to suspend and terminate in advance with immediate effect any commercial relationship as well as to act for compensation for any loss, damage, expense or other

costs that may arise from any default and conduct on the part of the supplier.

Any behavior or situation in conflict with the provisions of this Code or any actual or potential breach, whether in the supplier's facilities or supply chain, must be promptly communicated according to the communication channels reported in the Section 3.

## INFORMATION

The Supplier Code is approved by the Board of Directors, who is also competent to make changes, additions or updates based on the recommendations of the Company Global Compliance and Internal Audit or upon the initiative of each director.

The Supplier Code is based on the Company Code of Conduct and Company Policies as well as on frameworks such as the *UN Global Compact*, the *OECD Guidelines for Multinational Enterprises* and the *UN Guiding Principles of Business and Human Rights*.

Suppliers must ensure that appropriate documentation is kept demonstrating compliance with the Supplier Code and must provide us with access to that documentation upon request. Suppliers are required to comply with the rules and standards in force in the countries in which they operate.

If local regulations are less stringent than the principles contained in this Supplier Code, suppliers are required to implement, within a reasonable time, the necessary measures to comply with the principles contained in the Supplier Code.

Such edition of the Supplier Code supersedes all previous editions eventually issued at global or local level.

## 2 WHAT WE EXPECT FROM YOU

### GENERAL REQUIREMENTS

You are required to comply with all the requirements of the Supplier Code and that such requirements are cascaded to your operations and your direct suppliers. This shall be ensured through proper contractual wording or a fully implemented supplier code of conduct.

You are required to have appropriate policies and procedures in place to enable to fully comply with this Supplier Code. These need not be identical to this policy, but as a minimum they must be consistent with its principles. These procedures include also appropriate grievance channels of reporting and remediation mechanisms.

You are required to allow the Company's employees and third-party representatives to visit your premises and access your records on reasonable notice to audit and ensure compliance with the above requirements or to demonstrate and certify compliance upon request. The Company wants to maintain an open dialogue concerning achievements, trends and possibilities for improvements in the areas outlined by the Supplier Code.

### BUSINESS ETHICS

#### LEGAL COMPLIANCE

Conduct your business in accordance with all laws and regulations of the countries in which you operate and to which you are subject.

#### ETHICAL STANDARDS

Maintain high standards of integrity, honesty, professionalism and fair dealing.

Not commit any act which may adversely impact the Company's interests, reputation or good standing. Conduct your business in an open and ethical manner, with respect for human dignity and rights. Always have high standards of social responsibility.

#### INTEGRITY OF INFORMATION

Protect the integrity of any Company's information and only use it for the purposes for which it is provided and according with the applicable law.

Respect the third-party intellectual property rights and protect the customers' information and personal data.

In case you are entrusted with any personal data, take appropriate steps to protect it from misuse. All applicable data privacy laws as well as the contractual terms with the Company shall be observed and complied with when collecting, storing, using, processing or sharing personal data.

#### CONFLICT OF INTERESTS

Refrain from engaging in activities that create, or appear to create, a conflict between your interests and those of the Company. A conflict of interest can arise when the personal interests of a Company employee are inconsistent with the responsibilities of his or her position. In this case, prompt reporting of any conflicts of potential, actual or perceived interest are expected.

The Company forbids the acceptance or offer of gifts, favours or forms of entertainment which oblige, or appear to oblige, Company's employees, business partners or customers to act in any way contrary to the law, the Company's interests and policies and generally accepted business practices.

### BRIBERY & CORRUPTION

Not engage in any practice which is, or might be perceived to be, corrupt or fraudulent. Neither pay nor accept (nor tolerate anyone else paying or accepting) any bribes, kickbacks or other similar payments or inducements. These include facilitation payments made to facilitate or speed up official or governmental procedures.

### TRADING COMPLIANCE

Comply with the international trade laws and regulations applicable in any country in which you do business, including import and export control regulations and compliance with sanctions and anti-boycott laws.

### COMPETING FAIRLY

Fair competition is a fundamental prerequisite in creating business success through the achievement of positive financial performance and the creation of shareholder value. Act in accordance with the competition, antitrust and trade rules applicable in each country in which you operate. Any form of agreement in violation of competition is strictly prohibited, as well as commercial practices in violation of antitrust rules.

### RESPONSIBLE SOURCING

Comply with the applicable **REACH** (*Registration, Evaluation, Authorisation and restriction of Chemical substances* per European Regulation No. 1907/2006, as amended and supplemented) and **RoHS** (*Restriction of Hazardous Substances* per Directive 2002/95/EC as amended and supplemented) requirements regarding the products supplied to the Company. You are required to provide all the relevant information on chemical composition of products supplied to the Company during validation phase and upon request.

You are requested to cascade these requirements to your own supply chain.

Following the United States Securities and Exchange Commission ("SEC") issued its final rules regarding **Conflict Minerals** (known as 3TG – Tantalum, Tin, Tungsten and Gold), you are required to check the presence of 3TG in

your products and submit a valid *CMRT* (Conflict Mineral Reporting Template) during validation phase and upon request.

Upon the Company's request, perform adequate due diligence for other materials that are, from time to time, identified by the Company as being requested by the Company's customers or directly or indirectly contributing to violations of human rights and/or climate change, including to making a reliable determination of the origin and source of such materials.

## LABOR AND HUMAN RIGHTS

### AGAINST CHILD AND FORCED LABOR

Not use any form of forced, bonded, involuntary or child labour, referred to the employment of personnel under the minimum age for entry into the world of work required by law, as defined by the regulations in force in the countries where you operate.

### COMBATING HARASSMENT AND DISCRIMINATION

Comply with all applicable labour laws and regulations and internationally accepted standards of workers' rights. Within the laws, customs and practices of the countries in which you operate, not unreasonably or unlawfully discriminate against any employee or worker, nor engage in actual or threatened physical abuse or discipline, sexual or other harassment, or verbal abuse or intimidation.

### WORKING CONDITIONS

Operate in full compliance with the applicable laws on insurance and social security and wage conditions, benefits, working hours and overtime promoting also work-life balance for your employees. Allow forms of associations and collective bargaining in all cases where rules and/or social system provide for them without interference, discrimination, retaliation, or harassment.

## HEALTH AND SAFETY

### HEALTH AND SAFETY COMPLIANCE

Comply with all applicable health and safety laws and regulations. Provide a safe, clean and hygienic workplace for your employees and visitors. Properly identify and assess all hazards and risks associated with the use of your products or services and ensure that adequate safeguards and working practices are in place to reduce or eliminate them. Where your employees are at the Company's premises, ensure they operate and behave in an acceptable and safe manner, without presenting an undue risk to themselves and others.

### HEALTH AND SAFETY MANAGEMENT

You are recommended to apply internal policies and procedures aimed to manage health and safety issues by a risk-based and preventive approach, analyzing the negative events with problem solving methodologies and implementing actions to avoid the reoccurrence. Upon request, provide information about injuries, near misses and occupational hazards. A Health and Safety Management System according to international standards (i.e., ISO45001) is strongly recommended.

## ENVIRONMENT

### ENVIRONMENTAL COMPLIANCE

Comply with all applicable environmental laws and regulations. Obtain and comply with all necessary environmental permits and properly dispose of all hazardous and regulated substances. Properly manage, in compliance with applicable laws, waste treatment and disposal. Comply with all logistic and environmental labelling regulations applicable in the destination markets. Ensure that your products, equipment and tools do not contain any of the substances depleting the ozone layer as referred in European Regulation no. 1005/2009, as amended and supplemented. Upon request, provide information on materials contained in respective components by providing a declaration of conformity with the above Regulations.

### ENVIRONMENTAL MANAGEMENT

Conduct your business in a way which safeguards the environment. It is strongly recommended to have in place policies and procedure aimed to systematically minimize the impact of processes and products on the environment, optimize the use of resources and reduce greenhouse gas emissions. Avoid the use of potentially dangerous substances. Upon request, provide information about energy and water consumptions and emissions.

An Environmental Management System according to international standards (i.e., ISO14001) is strongly recommended.

# 3 COMMUNICATION

The Company encourages all suppliers to disseminate the principles reported in the Supplier Code among the employees and the stakeholders, also through adequate training actions.

In case of questions about the Supplier Code or if you become aware of any conduct in conflict with provisions of this Supplier Code, you can contact your Company reference or the Company Global Compliance department: [integratedsystem\\_compliance@comerindustries.com](mailto:integratedsystem_compliance@comerindustries.com).

Suppliers who bring matters of concern to our attention do not face any adverse consequences for doing so.

