

Introduction

“This Code” means this ESG Code of Conduct document.

“ESG” means Environmental, Social and Governance.

“Customer” in this Code means <<insert name of Customer>> that requires Supplier to adopt this Code>>.

“Supplier” in this Code means any person or entity that agrees to or does supply any goods, services or facilities to the Customer.

[This Code, as amended from time to time, shall be referred to in [[Clause <<insert clause number>> and the Customer dated <<insert date>>].

The ESG policy of the Customer is that its operations, activities and commitments are in full compliance with the following ESG Commitment to:

- (a) protecting and enhancing the environment and maximising positive impact on the environment;
 - (b) ensuring appropriate conduct of business with employees, customers/clients, suppliers and Suppliers operate; and
 - (c) conduct their business with integrity and honesty, appropriate structures, systems, and processes, and
- (“ESG Commitment”)

The ESG Commitment is a fundamental principle of the Customer’s business.

Customer’s General ESG Principles

In fulfilling the ESG Commitment, the Customer shall:

- comply with all applicable laws, rules, regulations and other measures having the force of law, and
- where it is practicable and appropriate, implement measures to any aspects of the ESG Commitment by law.

Suppliers’ Commitment

This Code sets out the minimum standards that must be met by the Customer’s Suppliers [and their suppliers and sub-contractors] in order to meet the ESG Commitment.

Each Supplier is required to:

- comply with this Code;
- adopt and implement policies and procedures fully consistent with the

Supplier's commitments¹ s
headings below; [and]

- confirm in writing to the C
goods or services] [on <
intervals of no more than
complies and will continue
- ensure that each such con
- [have systems in place to e
[and]
- [permit the Customer to c
Code]
- sign and return a copy of th

Environmental

The Supplier will²:

*[ensure that its operations,
incorporates into its goods
regulations [and require its go*

*[operate management proc
environmental audits when re*

*[continuously improve enviro
best practice into business op*

[measure, and act to reduce,

[where possible, reduce cons

*[encourage development of p
the environment]*

*[promote environmentally frie
and services supply chain]]*

*[promote a culture of environ
goods and services supply ch*

*[provide training for all emp
functions in a manner that sh
supply chain to do so]]*

*[have in place a suitable en
environmental risks and haza*

*[focus on action to conserve
land and to increase recycling*

*[protect the environment by
gases or solids]*

[minimize its negative effect o

¹ Some of the example commitment statements
supply chain to comply as well. In any of those
reasonable endeavours to require" or similar.

² It should be noted that this list is only intende
a checklist. It is meant as a prompt as to some
business might or should cover.

You will therefore have to a) decide which (if an
are not relevant; b) decide whether you need to
points that you consider are relevant and import
different relevant points that it might or should i

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Environmental, Social and Governance

accepting the Customer's order for
ent>>] and again thereafter at
[weeks][months] that the Supplier

respects; [and]

to demonstrate that it is compliant.]

the Supplier's compliance with this

.

atures and the components that it
the environmental protection laws and
ain to do so]]

ronmental factors [and carry out

integrate recognised environmental

ness activities]

improve efficiency of those resources]

quipment with concern for the future of

ng within the Supplier [and its goods

all employees [and seek to require its

enable them to carry out their job
nt [and require its goods and services

system for identifying and managing
and services supply chain to do so]]

minimise emission to air, water and

d, air or water via leakage of liquids

ge and water scarcity]

ferences to the Supplier having "to require" its
iluted by amending it to (for example) "use [all]

ples and should be regarded as no more than
but it is not a comprehensive list that a

business so that you can then delete those which
you decide to retain; and c) add any further
d circumstances – every business will have

[swiftly respond to accidents or incidents that may be potentially
 [manage and dispose of all waste in ways that show concern for the environment]
 [manage waste generated from its operations in accordance with the principles of reduction, re-use and recycling]
 [minimise waste by evaluating its packaging materials and processes]
 [use packaging materials that are as efficient as possible]
 [and require its goods and services suppliers to do so]]
 [[recycle all packaging materials and products as many waste materials as possible are possible and require its goods and services suppliers to do so]]
 [ensure that it safely handles, stores, transports or toxic materials and products [and require its goods and services suppliers to do so]]
 [provide advice to the Customer on safe handling, transportation, storage and final disposal of hazardous materials [and require its goods and services supply chain to do so]]
 <<add further points as required>>

Social

The Supplier will³:

[comply with [and require its goods and services suppliers to comply with,] all applicable anti-slavery and human trafficking laws, including the Modern Slavery Act 2015 and other laws relating to bonded labour, prison labour, forced labour, etc.]
 [not infringe [, and will prohibit its goods and services suppliers from infringing,] any internationally recognized human rights, including the Universal Declaration of Human Rights and the ILO Declaration on Fundamental Principles and Rights at Work]
 [provide and maintain [, and require its goods and services suppliers to provide and maintain,] a working environment free from discrimination, harassment and bullying, (e.g. union members, sexual orientation, gender reassignment, sexual orientation, gender identity or expression, age, marital or pregnancy status, civil partnership or disability)]
 [not to [, and require its goods and services suppliers not to] discriminate in selection, engagement, placement, training, promotion, compensation or other treatment or partnership or political affiliation, gender, sexual orientation, gender identity or expression, age, marital or pregnancy status, civil partnership or disability, race, colour, caste, creed, religion, nationality or national origin, ethnicity or ethnic origin, ancestry, age, marital or pregnancy status, civil partnership or disability, etc.]
 [permit [, and require its goods and services suppliers to permit,] employees' freedom of association, union membership or political affiliation, in order to protect or represent their interests, in accordance with applicable laws, etc.]
 [promote [, and require its goods and services suppliers to promote,] diversity and inclusion in the workplace, prevent workplace hazards and work-related injuries and illnesses, etc.]
 [comply with [, and require its goods and services suppliers to comply with,] workplace health and safety laws and standards, and require its goods and services supply chain to take steps] to ensure the safety in the workplace, prevent workplace hazards and work-related injuries and illnesses, etc.]
 [provide [, and require its goods and services suppliers to provide,] fair [and competitive] remuneration (including overtime pay, bonus and benefits), working hours, attendance, leave and

³ See note 2 above.

sick leave por
requirements
laws [and ind

[encourage [,
participate in
that the Supp
supports their

[support [, and
by employing

<<add further

Governance

The Supplier will⁴:

[ensure that it
all applicable
relating both

[ensure that it

[promote stro

[establish and
integrity, hone

[comply with a
2010) prohibi
its goods and
officers and e

[prohibit any
services supp

[maintain and
conflicts of in
Supplier [and

[avoid investr
chain from inv
impact, for ex

[comply with a
when process
privacy and d
held on its sy
employees go
to any such in

[ensure that it
the benefit of

<<add further

Viewing and upd

[The Customer will
that it is freely avail

The Customer will p

On each occasion t
it has been updated

⁴ See note 2 above.

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m that remuneration is sufficient to cover basic living
not exceed the maximum permitted by applicable

and services supply chain encourage,] employees to
on and training (including any education or training
s supply chain is able to provide in-house) which
[allowing paid time-off where circumstances permit],]

services supply chain to support,] the local community
the extent appropriate and reasonable to do so]

services supply chain to ensure that it] complies with
regulations, relevant standards and codes of practice
to transparency and corporate governance]

ernance for ESG]

ncy at all levels of its organization]

of business ethics conduct, and promote a culture of
e conduct in its business activities and behaviours]

o bribery and corruption (including the Bribery Act
f, or by, any of its officers or employees [and require
early to comply with such laws and to prohibit their
any bribery or corruption]]

its officers or employees [and require its goods and
their officers and employees]]

ring anti-bribery and corruption, code/s of conduct,
resources, as part of the governance structure of the
ces supply chain to do so]]

tion with, and prohibit its goods and services supply
er connection with, industries with a negative social
pornography or weapons manufacture/sales]

n laws and requirements (including the UK GDPR)
ehalf of the Customer, and maintain appropriate
protect the integrity and confidentiality of information
n supplied by the Customer and information of
ain, and ensure that there is no unauthorised access
including its goods and services supply chain]

meet all relevant standards of safety and quality for
customers]]clients]

ended from time to time) on its public website so
others to view at any time.]

date this Code as necessary.

the Customer will notify Suppliers [by email] that
with a copy of the updated Code [attached to that

email]] [and remind
public website], and
that notification.]

Name of Supplier:

Name of signatory
Supplier

Position:

Signature:

Dated:

*A copy of the Code,
Customer.*

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view the up to date Code on the Customer's
this Code will be effective <<number>> days after

e of Supplier>>

e of Signatory>>

e.g. Managing Director of Supplier>>

.....

half of the Supplier, should be returned to the