

Supplier Code of Conduct

Responsible Business Conduct - Guidelines for Suppliers

Asker Healthcare Group

Foreword

At Asker Healthcare Group (Asker), our ambition is to be a leading change agent to create better health for all. This Supplier Code of Conduct sets out the principles for, and our expectations on, our business partners regarding responsible business conduct.

We strive to develop and maintain supplier relationships built on common values and expected behaviours by promoting good working conditions, environmental standards, business ethics, and respect for human rights throughout our value chains. We work to ensure that goods and services are manufactured under sustainable and responsible conditions, and we want to cooperate closely with our suppliers and business partners in pursuit of this aim.

Purpose and scope

The purpose of this Supplier Code of Conduct is to define minimum requirements for responsible business conduct for all Suppliers of Asker subsidiaries. These guidelines for suppliers have been developed as a complement to our Responsible Sourcing Policy.

The Supplier Code of Conduct is based on the [Asker Code of Conduct](#), and international recognized conventions and declarations, and covers the areas of: Human Rights and Working Conditions; Health, Safety and Well-being; Environment; Responsible Value Chain; and Business Ethics.

The Supplier Code of Conduct applies to all suppliers that deliver medical supplies, medical devices or medical equipment to any of the Asker subsidiaries (referred to as 'Supplier') as well as their respective Employees. The term 'Employee' used throughout this Supplier Code of Conduct covers everyone working for or on behalf of the Supplier, including but not limited to full-time and part-time employees, temporary workers, contractors, consultants, trainees, migrant workers, senior management, and board of directors.

General requirements

- Supplier shall comply with the requirements of this Supplier Code of Conduct.
- Supplier shall ensure that all requirements of this Supplier Code of Conduct are cascaded to and complied with within its own operations and by its direct suppliers. We also encourage each Supplier to work proactively in their supply chain beyond their direct suppliers to implement similar standards as outlined in this Supplier Code of Conduct.
- Supplier shall be able to demonstrate how they work to comply with the requirements in their own operations and supply chain.
- Supplier shall be proactive in appropriately addressing any risk of violation of the Code's requirements, whether in their facilities or in their value chains.
- Supplier shall implement and make available appropriate grievance channels and remediation mechanisms to all Employees and third parties in order for them to raise concerns or complaints without fear of retaliation.
- Supplier shall comply with national laws and other applicable regulations, as well as industry relevant standards, in the conduct of their business operations. In case local laws and regulations differ from the principles of this Supplier Code of Conduct, the highest standard offering the greatest protection for Employees shall always apply. In case of conflict with national laws or regulations, Supplier should notify their business contact persons at Asker without delay.

1. Human rights and working conditions

Supplier has a responsibility to respect and support human rights, and to ensure that it does not participate, directly or indirectly, in violations of human rights. This also includes situations when the Supplier fails to pose questions on violations of human rights or benefits from violations that are carried out by a third party. Suppliers should especially be aware of and respect the rights of indigenous people, vulnerable groups, including, but not limited to migrant workers, women, children and disabled people, as well as local communities in connection with the Supplier's activities and operations.

1.1 Child labour

- Asker does not tolerate child labour, and the Supplier shall prevent all forms of child labour. The minimum age for workers shall comply with the national minimum age for employment, or the age of completion of compulsory education, whichever of these is higher, but never less than 15 years.
- Young employees between the age of 15 – 18 years shall not be exposed to work that is likely to harm their physical or mental health, safety or morals, including night work.

1.2 Modern slavery and forced labour

- Asker does not tolerate any forms of modern slavery or forced labour, including but not limited to forced, bonded or compulsory labour, prison labour and human trafficking. Consequently, Supplier, including their recruitment agencies, shall not engage in or tolerate restrictions of movement, excessive recruitment fees, confiscation of identity documents and/or passports, withholding of wages, abusive working conditions, debt bondage, violence or any other kind of exploitation or abuse. Supplier shall ensure that all Employees are free to leave their employer after reasonable notice time.

1.3 Wages

- Supplier shall always pay and provide its Employees' wages and benefits that, as a minimum, meet national laws and collective bargaining agreements or industry benchmark standards, whichever is higher. Wages should always be enough to meet basic needs, including some discretionary income.
- Wages shall be paid directly to the Employee at agreed time and in full. Deductions from wages as a disciplinary measure shall not be permitted.

1.4 Regular employment

- Supplier shall provide its Employees with a written and comprehensible contract in a format and language they can easily understand, outlining their wage conditions and method of payments before entering employment. Wages and benefits composition must be clearly detailed in writing for each pay period.
- Obligations to Employees under international conventions, national law and regulations concerning regular employment shall not be avoided through the use of short term contracting (such as contract labour, casual labour or day labour), sub-contractors or other labour relationships.
- The duration and content of apprenticeship programmes shall be clearly defined.

1.5 Working hours and leave

- Supplier shall always respect and comply with national laws and benchmark industry standards on working and resting hours, including overtime working hours, as well as annual, sick and parental leave and any other applicable leave regulations.
- Employees shall be provided with at least one day off for every 7 day period.

- Employees shall always receive overtime pay for all hours worked over and above the normal working hours, minimum in accordance with relevant legislation.

1.6 Freedom of association and collective bargaining

- All Employees shall have the right to lawfully form, join and organize trade union(s) of their own choosing and to bargain collectively with the employer, seek representation and join worker's councils in accordance with local law and international conventions.
- Employees shall be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, intimidation, or retaliation.
- Where local law sets restrictions on the right to freedom of association and collective bargaining, Supplier shall allow and facilitate alternative forms of Employee representation, association, and bargaining.

1.7 Non-discrimination and fair treatment

- Supplier shall treat everyone with dignity and respect, and support diversity. Supplier shall provide equal treatment and opportunities for employees and job applicants as well as embrace and promote an inclusive culture.
- There shall be no discrimination at the workplace in hiring, compensation, access to training, promotion, termination or retirement based on gender, age, nationality, race, ethnicity, skin colour or cultural background, caste, religion or beliefs, disability, genetics, health information including pregnancy, marital status, parenthood, sexual orientation, union or political affiliation.
- Supplier shall not tolerate humiliating or physical punishment or allow any Employee to be subject to verbal, psychological, physical or sexual harassment or abuse.

1.8 Marginalized populations

- Supplier shall ensure that production and the use of natural resources do not contribute to the destruction and/or degradation of the resources and income base for marginalized populations, such as in claiming large land areas, use of water or other natural resources on which these populations are dependent.

1.9 Harsh or inhumane treatment

- There shall be no physical abuse or punishment, or threats of physical abuse, sexual or other harassment and verbal abuse, as well as other forms of intimidation at the workplace.

2. Health, safety and well-being

Supplier shall provide Employees a safe and hygienic working environment that minimizes the incidence of work-related injuries and enhances the quality of products and services, the consistency of production and Employee retention and morale. This applies to Supplier's production facilities but also to any company provided accommodation as well any type of transportation provided by a Supplier to its Employees.

- Supplier shall take adequate steps to prevent accidents and injury to health arising out of, associated with, or occurring in, the course of work, by minimising, so far as is reasonably practicable, the causes of hazards inherent in the working environment. Appropriate health and safety information and training must be provided regularly to all Employees, and such training shall be repeated for new or reassigned Employees. Appropriate personal protective equipment shall be provided at the Supplier's expense. Hazardous chemicals and other substances shall be carefully managed.

- Supplier shall have adequate emergency preparedness procedures in place in order to identify and assess potential emergency situations. Emergency plans, fire safety, and response procedures shall be implemented. Firefighting equipment must include clearly marked and unblocked exits, emergency exits and evacuation plans on each floor, regularly tested fire alarm, evacuation drills and first aid equipment.
- Accommodation, where provided, shall be clean, safe and adequately ventilated, and shall have access to clean toilet facilities and potable water and, if appropriate, sanitary facilities for food storage shall be provided. The requirements regarding fire safety and cleanliness herein should also cover the dormitory. The dormitory must be separated from the workplace and have a separate entrance.

3. Environment

Asker expects its Suppliers to reduce their negative environmental impacts by protecting the environment, conserving natural resources and continuously striving towards reducing the environmental footprint of their production, products and services throughout their entire life-cycle. In line with the precautionary principle, measures shall be taken to continuously minimize greenhouse gas emissions and local pollution, the use of harmful chemicals, pesticides, and to ensure sustainable resource extraction and management of water, oceans, forest and land, and the conservation of biodiversity. Suppliers are expected to handle environmental violations and complaints methodically and communicate them to affected Employees and to external stakeholders including Asker, if relevant.

- Supplier shall fulfil relevant environmental requirements set in national and international laws and regulations and shall maintain all relevant environmental test reports, permits, certificates and licenses required for its operations. The local environment at the production site shall not be exploited or degraded. If potentially harmful or dangerous substances and preparations need to be used, all necessary environmental, health and safety measures must be taken to protect Employees, users of the products and the environment.
- Supplier shall continuously improve its environmental performance all the way through the value chain by means of operational control and monitoring and by focusing on awareness and training, for example by measuring and setting targets for reduction of Green House Gas emissions, by obtaining an ISO 14001 certification and working with continuous improvements.

3.1 Product-related environmental compliance.

- Supplier must notify their business contact persons at Asker on the presence of Substances of Very High Concern (SVHC) or chemical substances on the Candidate List of the ECHA (<https://www.echa.europa.eu/web/guest/candidate-list-table>) that are in concentrations above 0.1% weight by weight (1000ppm), measured at component level, in products supplied to Asker.

4. Responsible value chain

Supplier shall have routines in place to evaluate risks of participating in violations of responsible business conduct, including human rights, through its operations and should conduct due diligence for responsible business conduct. Due diligence involves: communicating requirements on responsible business conduct to subcontractors in the value chain; conducting risk assessments to identify potential negative impact on people, society and the environment; stopping, preventing and reducing such impact.

- Supplier shall identify and assess risks in their value chain.

- Supplier shall cease, prevent, mitigate and act on identified risks and/or actual adverse impacts to people, the environment or the climate in their value chain.
- Supplier shall ensure that their processes to identify and mitigate risks in the value chain are appropriate, through internal or external controls.
- Supplier shall be transparent on findings and way of working and communicate how they manage their value chain.

5. Business ethics

Asker requires its Suppliers to uphold the highest standards of integrity and always operate honestly and equitably throughout their operations and business relationships. Asker believes that earning business fairly and in compliance with applicable legal requirements is essential to build trust with customers and other business partners. Asker requires its Suppliers to conduct their business in the same way.

5.1 Fraud, corruption and conflict of interest

- Supplier shall at all times uphold the highest level of integrity in all business interactions. Asker does not accept in any form fraud involving the use of deception, dishonesty and breach of confidence to gain unfair or dishonest advantage. Asker does not tolerate bribery (promising, offering, giving, accepting or soliciting of something of value for the purpose of influencing the actions of the recipient) or corruption (abuse of entrusted power for personal gain which can take the forms of bribery, extortion, kickbacks and improper private or professional benefits) in its business practices.
- Supplier shall not engage in, endorse nor tolerate any form of bribery or corruption, directly or indirectly. Supplier shall not offer nor accept any form of improper benefit to or from a third party, private or public, with the purpose of obtaining or retaining business or any form of preferential treatment. Such benefits may comprise not only cash but also job opportunities, favours, travel, facilitation payments, promises to pay debts or unlawful gifts and entertainment.

5.2 Fair competition

- Supplier shall practice fair competition and not participate in bid rigging by way of bid suppression, complementary or cover bidding, bid rotation, or other mechanisms that limit fair competition in tender situations. Supplier shall neither participate in any other form of cartel practices with competitors, such as dividing or allocating markets or customers or price fixing.

5.3 Animal welfare

- Supplier shall respect animal welfare. Measures should be taken to minimize any negative impact on the welfare of livestock and working animals. National and international animal welfare legislation and regulations shall be respected.

5.4 Data Privacy

- Whenever a Supplier is entrusted with personal information about individuals, Supplier shall safeguard it and take appropriate steps to protect it from misuse. All applicable data privacy laws as well as the contractual terms with Asker shall be observed when collecting, storing, using, processing or sharing personal information about individuals.

5.5 International sanctions

- Asker is committed to comply with relevant sanctions regulations in all jurisdictions in which it operates. Therefore Asker subsidiaries need to know their external parties and Suppliers

shall be transparent about real beneficial owners with whom they conduct business. Supplier shall not engage, directly or indirectly, with any person or entity listed on any of the applicable sanctions lists, nor to conduct business, directly or indirectly, in any country or region subject to country or territory wide sanction. Any concerns regarding sanctions laws and regulations shall be reported to Asker.

6. Compliance

Asker always seeks collaboration in order to achieve responsible business conduct. However, in case of a material breach to comply with the requirements in this Supplier Code of Conduct, Asker reserves the right to discontinue the business relationship and terminate any agreements with the Supplier.

6.1 Reporting concerns and no retaliation

Supplier shall report a suspected or known violation of the Supplier Code of Conduct to their business contact persons at Asker or through the Asker Whistleblowing System, which can be accessed via the following link: <https://www.report.whistleb.com/en/asker> .

6.2 Verification

Supplier hereby commits to comply with the requirements presented in this Supplier Code of Conduct.

Fundamental frameworks

Asker's Supplier Code of Conduct is based upon the following international conventions and declarations:

- Universal Declaration on Human Rights
- United Nations Global Compact
- United Nations Guiding Principles on Business and Human Rights
- United Nations Convention on Discrimination Against Women
- United Nations Covenant on Civil and Political Rights
- United Nations Convention on the Rights of the Child
- United Nations Convention against Corruption
- International Labour Organization Declaration on Fundamental Principles and Rights at Work
- International Labour Standards on Occupational Safety and Health
- OECD Guidelines for Multinational Enterprises
- Rio Declaration on Environment and Development
- Paris Climate Agreement