

# Sperre Supplier Code of Conduct



*Dear Valued Supplier,*

*At Sperre, we believe that strong partnerships are built on trust, integrity, and shared values. As Head of Procurement & Supply Chain, I want to personally thank you for your collaboration and commitment to excellence. Together, we play a vital role in driving innovation and sustainability in the maritime industry.*

*This Supplier Code of Conduct reflects our expectations for ethical practices, respect for human rights, and environmental responsibility. It is not just a set of rules—it is a foundation for how we work together to create long-term value for our customers, communities, and the planet.*

*We appreciate your dedication to these principles and look forward to continuing our journey toward a responsible and sustainable future.*

Sincerely,

Luc Crévisier

## Overview

The purpose of the Sperre Supplier Code of Conduct (SCoC) is to define our expectations and requirements from you as a supplier or business partner with regards to sustainable and responsible business practices. This SCoC applies to all suppliers and business partners of goods and services to Sperre Air Power.

Our SCoC is based on international frameworks, standards and legislation governing ethical and sustainable business practices<sup>1</sup>. It complements the Sperre Code of Conduct which guides our employees and upholds our commitment to ethical business conduct. It is also providing expectations from our ISO certificates, especially from ISO 14001 (Environmental management system, ISO 50001 (Energy management system) & ISO 27001 (Information Security management system).

You, as our supplier, are encouraged to implement clear policies and procedures, raise awareness of risks, conduct regular risk assessments, and apply robust due diligence processes across your operations and supply chain to ensure responsible business conduct.

You are further encouraged to build awareness and proactively work towards fair and sustainable working conditions across your operations and supply chain.

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<sup>1</sup> OECD Guidelines for Multinational Enterprises, the International Labour Organisation's (ILO) Fundamental Principles and Rights at Work, the United Nations Global Impact and the International Bill of Human Rights.

## 1. Human Rights and Working Conditions

Suppliers are expected to treat all people with respect and dignity, embrace diversity, value different perspectives, ensure equal opportunities, and promote an inclusive and ethical culture.

The following ethical focus areas provide a non-exhaustive list of those behaviors we expect from you as our Suppliers.

- **Child Labor**

Sperre requires all suppliers to strictly prohibit any form of child labor in their operations and throughout their supply chain. A “child” is defined as any person below the minimum legal age for employment under applicable laws where the work is performed, and as relevant, the type of work involved. The minimum working age must be at least the age of completion of compulsory schooling and never less than 15 years. Young employees aged 15–18 must not be assigned work that could harm their physical or mental health, safety, or morals.

Suppliers are responsible for implementing effective measures to prevent child labor, including verifying age documentation for all workers and applying robust due diligence processes across their operations and supply chain.

- **Modern Slavery, Human Trafficking and Forced Labor**

Sperre believes that all employment relationships must be voluntary and comply with applicable laws and regulations.

Suppliers are expected to respect the rights of individuals and comply with all local laws in the countries where they operate, as well as regulations prohibiting slavery, human trafficking, and forced labor. Sperre does not tolerate any form of modern slavery or forced labor, including but not limited to forced, bonded, or compulsory labor and human trafficking.

- **Working Conditions**

Sperre expect Suppliers to provide a safe, healthy, and hygienic environment for employees in all facilities, accommodations, and transportation. Safety risks must be identified, controlled, and mitigated through proper maintenance, and safe work procedures. Where hazards remain, suppliers shall provide protective equipment, first-aid access, and safety training.

- **Wages, Working Hours and Leave**

Suppliers shall provide employees with a written employment contract and timely wage statements. Suppliers must always pay wages and provide benefits that, at a minimum, comply with applicable laws and collective bargaining agreements. They are required to comply with all wage and hour regulations, including minimum wage, overtime, maximum working hours, meal and rest periods, and to provide all legally mandated benefits. Where local industry standards exceed legal requirements, suppliers are encouraged to meet or exceed those higher standards.

- **Harassment and Non-Discrimination**

Suppliers shall ensure that all employees work in an environment free from physical, psychological, verbal, or sexual harassment, as well as any other form of abusive conduct, in full compliance with applicable laws. Humiliating or physical punishment, intimidation, or abuse of any kind will not be tolerated.

Suppliers must provide equal employment opportunities and conditions based solely on an individual's ability to perform the job, without discrimination on the basis of gender, gender identity or expression, age, nationality, race, ethnicity, cultural background, religion or belief, disability, genetic or health information (including pregnancy), sexual orientation, union affiliation, or any other characteristic protected by law. Employment decisions shall be fair and consistent with all applicable regulations.

- **Substance Abuse**

We expect suppliers to maintain a workplace that is fully compliant with applicable laws and free from the illegal use, possession, sale, or distribution of controlled substances.

- **Freedom of Association and Collective Bargaining**

Suppliers shall respect the right of all employees to lawfully form, join, or choose not to join labor unions, bargain collectively, seek representation, and participate in workers' councils in accordance with local laws and international conventions. Where local law imposes restrictions on freedom of association or collective bargaining, suppliers shall allow alternative forms of worker representation, association, and bargaining to ensure that employees can still express their views and protect their interests.

## 2. Environmental, Health and Safety Performance

We expect suppliers to operate in a manner that actively manages environmental and health risks, conserves natural resources, and protects both the environment and individuals.

- Suppliers must safeguard the health, safety, and welfare of their employees, visitors, and anyone affected by their activities.
- Suppliers are encouraged to implement principles of an environmental management system to establish a systematic approach for identifying and managing risks, hazards, and opportunities related to environmental performance.
- Suppliers are required to comply with all applicable environmental, health, and safety laws, regulations, and directives.
- Furthermore, suppliers should strive to reduce emissions, energy consumption, waste, and the use of hazardous substances.
- We encourage the adoption of environmentally friendly technologies and innovation in circularity and sustainable operations to minimize adverse impacts and create long-term value.
- In addition, we encourage all Suppliers to comply with ISO14001, ISO45001 or equivalent.

## 3. Responsible Sourcing of Raw Materials

Suppliers must comply with all applicable laws and regulations regarding conflict minerals, including conducting due diligence and providing required disclosures under the U.S. Securities Exchange Act of 1934. Suppliers shall follow the OECD Due Diligence Guidelines when sourcing, extracting, and handling tantalum, tin, tungsten, gold (“3TG”), and cobalt, ensuring these minerals do not directly or indirectly finance armed groups or contribute to human rights abuses.

Suppliers must have policies and processes in place to trace the origin of these minerals and ensure that all smelters and refiners in their supply chain participate in recognized third-party audit programs. Upon request, suppliers must provide information on smelters and refiners to Sperre. Suppliers are also encouraged to apply similar due diligence to other materials that may pose risks of human rights or environmental violations, particularly those from conflict-affected or high-risk areas.

## 4. Business Ethics and Integrity

Sperre requires suppliers to uphold the highest standards of integrity and conduct business honestly, fairly, and in compliance with all applicable laws. We believe that earning business through lawful and ethical practices is essential to building trust with customers and

partners. Therefore, we expect suppliers to operate with the same commitment across all aspects of their operations and business relationships.

- **Anti-Corruption and Antitrust**

Suppliers must never engage in, endorse, or tolerate any form of bribery or corruption, whether directly or indirectly. They shall not offer or accept any improper benefit—such as cash, gifts, favors, travel, facilitation payments, job opportunities, promises to pay debts, or unlawful entertainment—from any private or public party for the purpose of obtaining or retaining business or securing preferential treatment.

Suppliers are required to comply with all applicable anti-corruption laws and regulations, including but not limited to the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act.

Suppliers are expected to exercise due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and when engaging consultants. These measures are essential to uphold integrity and maintain trust in all business relationships.

- **Conflict of Interest**

Suppliers must act with honesty, transparency, and integrity, avoiding any actual or perceived conflicts of interest. Any personal or financial ties between a Supplier and a Sperre employee or contractor must be reported immediately through standard channels. Suppliers are expected to notify all relevant parties if a conflict arises, including situations involving personal interests or those of close relatives, friends, or associates.

- **Illegal Payments**

Suppliers must never offer or accept illegal payments from any customer, supplier, agent, representative, or other party. Any payment, promise, or transfer of money or anything of value—whether direct or indirect—intended to gain undue influence or improper advantage is strictly prohibited. This prohibition applies even in jurisdictions where such practices may not violate local law.

- **Gifts/Business hospitality**

Sperre expect suppliers to compete based on the quality and value of their products and services. Gifts and business hospitality should always be given and offered in a transparent way, and must never be used for the purpose of influencing a particular decision or negotiation.

- **Fair Competition**

Suppliers must respect and comply with all applicable fair trade, competition, and

antitrust laws and regulations. They shall never engage in anti-competitive practices, including illegal price-fixing, bid rigging, market sharing, customer allocation, or any other restrictive agreements at any level of the production or distribution chain. Exchanging current, recent, or future pricing information with competitors or participating in cartels is strictly prohibited.

## 5. Information Protection

- **Confidential and Proprietary Information**  
Suppliers are responsible for safeguarding confidential and proprietary information related to Sperre, including personal data, from unauthorized access, alteration, misuse, destruction, or disclosure. This must be achieved through appropriate physical and electronic security measures. Suppliers must also ensure that these requirements are extended to any sub-tier sources they work with. Compliance with all applicable data protection laws is mandatory.
- **Intellectual Property Rights**  
Suppliers must respect intellectual property rights and comply with all relevant laws. This includes proper handling of patents, copyrights, trademarks, and ensuring protection against unauthorized disclosure of intellectual property.
- **Privacy**  
Suppliers must protect the privacy of individuals they interact with—such as employees, former employees, customers, and other suppliers. When collecting, storing, processing, transmitting, or sharing personal data, suppliers must adhere to relevant privacy laws and contractual obligations with Sperre. Personal data must be safeguarded against misuse, and suppliers are encouraged to implement a risk assessment process to identify and address potential privacy threats.

## 6. Monitoring and Compliance

- **Audits and Assessments:** Sperre reserves the right to conduct audits and assessments of suppliers to ensure compliance with this Code of Conduct.
- **Corrective Actions:** Breaches of the Sperre SCoC may lead to corrective actions and/or reporting to authorities in case of legal violations. Continued non-compliance may result in termination of the business relationship under contract terms.

## 7. Reporting Concerns

- **Whistleblower Protection:** Suppliers must provide a mechanism for employees to report concerns or violations of this Code without fear of retaliation.
- To report concerns to Sperre, please use our whistleblowing channel:  
whistleblowing@sperre.com

## 8. Acknowledgment

By signing below, the supplier acknowledges and agrees to comply with this Supplier Code of Conduct.

Date .....

For and on behalf of