



Intelligent  
Energy

# Supplier Code of Conduct

Intelligent Energy Global Sourcing

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# Code of Conduct

## **Introduction**

Within Intelligent Energy, we are committed to ensuring that those involved in our supply chain operate to a set of minimum standards. These standards include safe and fair treatment of employees around the world and minimising environmental impact.

In order to achieve this, we require our suppliers to abide by this Code of Conduct, to ensure that we only source products and services from suppliers and facilities that share our commitment to these minimum standards.

In many cases, we expect that our suppliers will have equivalent policies and codes of conduct, and such policies may be more specific or more demanding than the generic requirements we have set out in this Code of Conduct. We see such policies as valuable factors when deciding which suppliers we will engage with, as well as a driver for the continued development of this Code of Conduct to raise the minimum standards and to identify more specific, beneficial behaviours and standards.

Customer expectations are growing and becoming ever more demanding. Our customers expect to engage with a company that understands its supply chain and operates as an ethical business within the countries and markets in which it operates. For instance, customers and consumers increasingly demand comfort that goods are made:

- in safe and healthy conditions;
- by adult workers who are properly paid;
- by workers who are working in humane conditions and treated ethically at all times; and
- in factories where damage to the environment is minimised.

We all want to run successful, efficient businesses. Intelligent Energy believes that good workplace standards; appropriate health and safety requirements; fair pay and conditions; and care for the environment are important elements in business success.

Intelligent Energy has determined a set of standards reflecting the way in which we would like our suppliers to operate. These standards are detailed in this Code of Conduct and provide clear direction and guidance to our supply base as to what we recognise as best practice.

Intelligent Energy understands and recognises that it can help improve practices within its supply chain where required. However, we acknowledge that there are certain situations or practices that are wholly unacceptable and cannot be condoned under any circumstances.

Intelligent Energy will make buying decisions based on, amongst other factors, demonstrated compliance with this Code of Conduct and will oblige its suppliers to ensure compliance with this Code of Conduct.

The Code is made up of seven sections. Sections A, B, and C outline standards for Labour, Health and Safety, and the Environment respectively. Section D outlines standards relating to business ethics; Section E outlines the elements of an acceptable system to manage conformity with this Code; Section F details anti-bribery and corruption standards and Section G outlines our position on Modern Slavery and Human Trafficking.

## Definitions

In this Code of Conduct:

- a reference to **Participants** includes all contributors to Intelligent Energy's supply chain, such as manufacturers, distributors, suppliers, vendors, factories and service providers;
- a reference to a **Worker** shall mean any person appointed by a Participant to carry out any work for the Participant; and
- a reference to a **Whistle-blower** is any person who makes a disclosure about improper conduct by an employee or officer of a company, or by a public official of official body.

## **A. LABOUR**

Intelligent Energy is committed to uphold the human rights of Workers and to treat them with dignity and respect as understood by the international community. This applies to all Workers including temporary, migrant, student, contract and direct employees.

### **Child Labour Avoidance**

Child labour is not to be used by any supplier in Intelligent Energy's supply chain. The term 'Child' refers to any person (i) under the age of 15 (or 14 where the law of the country permits); (ii) under the age for completing compulsory education; or (iii) under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported. Workers under the age of 18 shall not perform work that is likely to jeopardise their health and safety.

### **Hours of Work**

Studies of business practices clearly link Worker strain to reduced productivity, increased turnover and increased risk of injury and illness. Workweeks are not to exceed the maximum set by local law. Further, a workweek should not be more than 60 hours per week, including overtime, except in emergency or unusual situations.

### **Wages and Benefits**

Compensation paid to Workers shall comply with all applicable local wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. In compliance with local laws, Workers shall be compensated for overtime at pay rates greater than their regular hourly rates, if applicable. Deductions from wages as a disciplinary measure shall not be permitted. The basis on which Workers are being paid is to be provided in a timely manner via pay stub or similar documentation.

### **Humane Treatment**

There is to be no harsh or inhumane treatment including (without limitation) sexual harassment; sexual abuse; corporal punishment; mental or physical coercion or verbal abuse of Workers; nor is there to be the threat of any such treatment. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to Workers.

### **Slavery and Human-Trafficking**

We have zero tolerance to slavery, servitude, forced and compulsory labour and human trafficking, consistent with our disclosure obligations under the Modern Slavery Act 2015. Participants should have effective systems and controls to ensure that modern slavery is not taking place anywhere in their own business or in any of their supply chains.

### **Non-Discrimination**

Participants shall be committed to a workforce free of harassment and unlawful discrimination. Companies shall not engage in discrimination based on race; colour; age; gender; sexual orientation; ethnicity; disability; pregnancy; religion; political affiliation; union membership; or marital status in hiring and employment practices such as promotions, rewards, and access to training. In addition, Workers or potential Workers should not be subjected to medical tests that could be used in a discriminatory way.

### **Freedom of Association**

Open communication and direct engagement between Workers and management are the most effective ways to resolve workplace and compensation issues. The rights of the Workers to associate freely, join or not join labour unions, seek representation, and join Workers' councils in accordance with local laws shall be respected. Workers shall be able to openly communicate and share grievances with management regarding working conditions and management practices without fear of reprisal, intimidation or harassment.

Participants will permit the audit of its employees' working conditions or provide evidence of workplace standards and details of fair pay and conditions upon request.

## **B. HEALTH & SAFETY**

Participants recognise that in addition to minimising the incidence of work-related injury and illness, a safe and healthy work environment enhances the quality of products and services, consistency of production and Worker retention and morale. Participants also recognise that ongoing Worker input and education is essential to identifying and solving health and safety issues in the workplace.

Where Participant is a manufacturer, the following applies:

### **Occupational Safety**

Worker exposure to potential safety hazards are to be controlled through proper design, engineering and administrative controls, preventative maintenance and safe work procedures and ongoing safety training. Where hazards cannot be adequately controlled by these means, Workers are to be provided with appropriate, well-maintained, personal protective equipment. Workers shall not be disciplined or discriminated against for raising safety concerns.

### **Emergency Preparedness**

Potential emergency situations and events are to be identified and assessed, and their impact minimised by implementing emergency plans and response procedures including emergency reporting; employee notification and evacuation procedures; Worker training and drills; appropriate fire detection and suppression equipment; and adequate exit facilities and recovery plans.

### **Occupational Injury and Illness**

Procedures and systems are to be in place to prevent, manage, track and report occupational injury and illness including provisions to encourage Worker reporting; classify and record injury and illness cases; provide necessary medical treatment; investigate cases and implement corrective actions to eliminate their causes; and facilitate the return of Workers to work.

### **Industrial Hygiene**

Worker exposure to chemical, biological and physical agents is to be identified, evaluated and controlled. Engineering or administrative controls must be used to control over-exposures. When hazards cannot be adequately controlled by such means, Worker health is to be protected by personnel monitoring of exposure and appropriate personal protective equipment programs.

### **Physically Demanding Work**

Worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.

### **Machine Safeguarding**

Production and other machinery shall be evaluated for safety hazards. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to Workers

### **Sanitation, Food, and Housing**

Workers are to be provided with ready access to clean toilet facilities, potable clean water and sanitary food preparation, storage, and eating facilities. Worker dormitories provided by the Participant or a Participant's labour agent are to be maintained to be clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, adequate heat and ventilation, reasonable personal space and reasonable entry and exit privileges.

### **Combustible Dusts**

Production and other machinery shall be evaluated for safety hazards. Appropriate local exhaust ventilation systems should be installed and maintained to prevent the build-up of dangerous levels in the environment. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to Workers.

## **C. ENVIRONMENTAL**

Participants recognize that environmental responsibility is integral to producing world-class products. In manufacturing operations, adverse effects on the community, environment and natural resources are to be minimised while safeguarding the health and safety of the public.

Where Participant is a manufacturer, the following applies:

### **Pollution Prevention and Resource Reduction**

Waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials.

### **Hazardous Substances**

Chemicals and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

### **Wastewater and Solid Waste**

Wastewater and solid waste generated from operations, industrial processes and sanitation facilities are to be characterised, monitored, controlled and treated as necessary prior to discharge or disposal.

### **Storm Water Management**

Participants and their agents shall implement a systematic approach to prevent contamination of storm water run-off. Participants and their agents shall prevent illegal discharges and spills from entering storm drains.

### **Air Emissions**

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterised, monitored, controlled and treated as required prior to discharge.

### **Product Content Restrictions**

Participants are to adhere to all applicable laws, regulations and customer requirements regarding prohibition or restriction of specific substances, including labelling for recycling and disposal.

### **Boundary Noise Management**

Participants shall identify, control, monitor and reduce noise generated by the facility that affects boundary noise levels.

## **D. LEGAL COMPLIANCE AND ETHICS**

To meet social responsibilities and to achieve success in the marketplace, Participants and their agents are to uphold the highest standards of ethics including:

### **Disclosure of Information**

Information regarding business activities, structure, financial situation and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices. Falsification of records or misrepresentation of conditions or practices in the supply chain is unacceptable.

### **Intellectual Property**

Intellectual property rights are to be respected, and transfer of technology and know-how is to be done in a manner that protects intellectual property rights.

### **Fair Business, Advertising and Competition**

Standards of fair business, advertising and competition must be upheld. Appropriate means to safeguard customer and consumer information must be available.

### **General Data Protection Regulations (GDPR)**

Participants and their agents are to uphold the data protection standards set by GDPR. Participants must ensure that personal data is protected at all times, and only processed in accordance with the purpose for which it was collected. Any requests for deletion must be processed in a timely manner in accordance with GDPR.

### **Protection of Identity**

Programs that ensure the confidentiality and protection of supplier and employee whistle-blowers are to be maintained. Any allegations must be dealt with fairly and properly and any issues raised must be investigated thoroughly. Employees' concerns must be managed in confidence and genuine concerns should be able to be raised without fear of reprisals.

### **Responsible Sourcing of Minerals**

Participants shall have due diligence processes in place to identify and verify the source and chain of custody of their goods which contain or may contain conflict minerals, including but not limited to tin (cassiterite), tungsten (wolframite), tantalum (coltan) or gold, or any derivatives of such minerals ("3TG") contained in their products, and make such due diligence measures available upon request.

Intelligent Energy does not source components directly from conflict-ridden territories. Where appropriate, Participants shall ensure compliance with the requirements of the Dodd-Frank Act and the EU Conflict Minerals Regulation, in order to warrant that trade of 3TG does not fund conflicts and human rights abuses in conflict-affected and high-risk areas such as the Democratic Republic of Congo and/or the wider African Great Lakes region.

### **Privacy**

Participants are to commit to protecting the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers and employees.

### **Non-Retaliation**

Participants should have a communicated process for their employees to be able to raise any concerns without fear of punishment, unfair treatment or retaliation in any form.

## **E. MANAGEMENT SYSTEM**

Participants shall adopt or establish a management system whose scope is related to the content of this Code. The management system shall be designed to ensure: (a) compliance with applicable laws, regulations and customer requirements related to the Participant's operations and products; (b) conformance with this Code; and (c) identification and mitigation of operational risks related to this Code. It should also facilitate continual improvement.

The management system should contain the following elements:

### **Company Commitment**

Corporate, social and environmental responsibility policy statements affirming Participant's commitment to compliance with and continual improvement of its Code of Conduct, endorsed by executive management of the Participant.

### **Management Accountability and Responsibility**

Participants should clearly identify company representative(s) responsible for ensuring implementation of the management systems and associated programs. Senior management should review the status of the management system on a regular basis.

### **Legal and Customer Requirements**

A process to identify, monitor and understand applicable laws, regulations and customer requirements, including the requirements of this Code.

### **Risk Assessment and Risk Management**

A process to identify the environmental, health and safety (including production and all other working areas, warehouse and storage facilities, plant/facilities support equipment, laboratories and test areas, sanitation facilities, kitchen/cafeteria and Worker housing/dormitories) and labour practice and ethics risks associated with Participant's operations. Determination of the relative significance for each risk and implementation of appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.

### **Improvement Objectives**

Written performance objectives, targets and implementation plans to improve the Participant's social and environmental performance, including a periodic assessment of Participant's performance in achieving those objectives.

### **Training**

Programs for training managers and Workers to implement Participant's policies, procedures and improvement objectives and to meet applicable legal and regulatory requirements.

### **Communication**

A process for communicating clear and accurate information about Participant's policies, practices, expectations and performance to Workers, suppliers and customers.

### **Worker Feedback and Participation**

Ongoing processes to assess employees' understanding of and obtain feedback on practices and conditions covered by this Code of Conduct and to foster continuous improvement.

### **Audits and Assessments**

Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of this Code of Conduct and customer contractual requirements related to social and environmental responsibility.

### **Corrective Action Process**

A process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews.

### **Documentation and Records**

Creation and maintenance of documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

**Supplier Responsibility**

A process to communicate Code requirements to suppliers and to monitor supplier compliance to the Code.

## **F. ANTI-BRIBERY AND CORRUPTION**

Participants shall have a zero-tolerance policy to any form of bribery, corruption, extortion and embezzlement (including any promising, offering, giving or accepting any bribes). All business dealings should be transparently performed and accurately reflected in Participant's business books and records. Monitoring and enforcement procedures shall be implemented to ensure compliance with anti-corruption laws.

### **No Improper Advantage**

Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted.

### **Policies**

Participant shall have in place a clear anti-bribery and corruption policy and must ensure that its employees are required to comply with such policy and any applicable anti-bribery and corruption laws. Participants should consider implementing more formal compliance management systems where the nature of their business or the compliance risks they face justify it.

### **Legal Obligations**

Participants will ensure that they are aware of and understand any applicable anti-bribery and corruption laws, and the acts that such laws prohibit.

### **Compliance**

Participants must comply with any applicable anti-bribery and corruption laws at all times and require that its suppliers and business associates do likewise. Participant undertakes that all acts undertaken on behalf of Intelligent Energy will be conducted in accordance with such laws.

### **Audit**

Whilst a contributor to Intelligent Energy's supply chain, and for 3 years thereafter, Participants must provide to Intelligent Energy upon reasonable request, evidence and/or certification of its compliance with applicable anti-bribery and corruption laws and/or the effective implementation of its policies and procedures to prevent bribery.

### **Breach**

Intelligent Energy considers that any breach of the requirements in this Section F by a Participant shall constitute a fundamental breach of the contractual relationship between Intelligent Energy and Participant, and shall entitle Intelligent Energy to terminate the contract and/or claim damages in respect thereof.

## **G. MODERN SLAVERY AND HUMAN TRAFFICKING**

Participants shall have a zero-tolerance policy towards all forms of slavery, servitude, forced labour and human trafficking.

### **Forced or involuntary labour**

Workers shall not be subject to any form of forced, compulsory, bonded, indentured or prison labour. All work must be voluntary, and Workers shall have the freedom to terminate their employment at any time without penalty, given notice of reasonable length.

### **Document Retention**

Confiscating or withholding Worker identity documents or other valuable items, including work permits and travel documentation (e.g.: passports) is strictly prohibited. The retention of personal documents shall not be used as a means to bind workers to employment or to restrict their freedom of movement.

### **Humane Treatment**

The workplace shall be free of any form of harsh or inhumane treatment. Disciplinary policies and procedures shall be clearly defined and communicated to all workers, and shall not include any inhumane disciplinary measure, including any corporal punishment, mental or physical coercion, or verbal abuse of workers; nor shall they include sanctions that result in wage deductions, reductions in benefits, or compulsory labour. The use or threat of physical or sexual violence, harassment and intimidation against a Worker, his or her family, or close associates, is strictly prohibited.

### **Freedom of Movement and Personal Freedom**

Workers' freedom of movement shall not be unreasonably restricted. Workers shall not be physically confined to the workplace or related premises; nor shall any other coercive means be used to restrict Workers' freedom of movement or personal freedom. Mandatory residence in employer-operated facilities shall not be made a condition of employment.

### **Monitoring and Enforcement Procedures**

Monitoring and enforcement procedures must be implemented by Participants to ensure awareness and compliance with the Modern Slavery Act 2015 (including any jurisdictional equivalent) within the Participant's organisation.

### **Legal Obligations**

Participants will ensure that they are aware of, and understand any applicable Modern Slavery laws, and the acts that such laws prohibit.

### **Compliance**

Participants must comply with the Modern Slavery Act 2015 (including any jurisdictional equivalent) at all times and require that its suppliers and business associates do likewise. Participant undertakes that all acts undertaken on behalf of Intelligent Energy will be conducted in accordance with the Modern Slavery Act 2015 (including any jurisdictional equivalent).