

SUPPLIER CODE OF CONDUCT

The Sonepar Group (“**Sonepar**”) is committed to acting as a responsible corporate citizen worldwide. We believe that high standards for ethical, social and environmental behaviors are essential and we expect the same of our suppliers and their supply chain.

Our suppliers shall comply with the Sonepar Code of Conduct, all applicable laws and regulations, contractual obligations and the terms of this Supplier Code of Conduct.

COMPLIANCE WITH LAWS

Suppliers must ensure their production, products and services are in compliance with applicable laws and regulations, both local and otherwise. Suppliers must also comply with the local laws, regulations and procedures that apply to their manufacturing plants.

HUMAN RIGHTS

Suppliers must respect Human Rights and privacy of each individual. Suppliers are expected to treat people with respect and dignity, promote diversity and equal opportunities for everyone, and foster an inclusive, committed and ethical culture.

Child labor

Suppliers shall not use child labor or conduct business with business partners using child labor. The term “child” means any person under the statutory minimum age applicable to employees where the work is performed, provided the legal age is consistent with the minimum working ages defined by the International Labour Organization.

Human trafficking

Suppliers shall refrain from the recruitment, transportation, transfer, harboring or receipt of persons, by means of force, fraud or coercion for the purpose of exploitation. They shall also refrain from using or providing labor or services procured illegally, and notably through migrant smuggling.

Forced labor

Suppliers shall never employ or make anyone working against his or her will or conduct business with business partners that promote or use such practices.

EMPLOYMENT PRACTICES

Suppliers shall prevent harassment and ensure that their employees can work in an environment free of physical, psychological and other forms of abuse.

Suppliers must ensure that they respect the rights of their employees and comply with all applicable laws and regulations in the country or countries in which they operate. This includes all rights and minimum standards relating to wages, benefits and working conditions.

Suppliers shall comply with the applicable legal requirements for employee compensation and working hours.

Suppliers are expected to respect the freedom of association or workers and their rights to communicate openly with management regarding working conditions without fear of harassment, intimidation, penalty, interference or retaliation.

ENVIRONMENTAL, HEALTH AND SAFETY

Suppliers shall respect their environment and work to minimize environmental impacts linked to their activities. They shall endeavor to use energy as efficiently as possible and promote the use of renewable energy.

Suppliers shall ensure the safety, health and welfare of their employees, visitors and others who are involved in their business activities.

Furthermore, they shall comply with all applicable laws and regulations and use their best efforts to respect health and safety procedures.

CORRUPTION

Compliance with Anti-Corruption laws

Suppliers shall neither tolerate nor engage in any form of corruption or influence peddling and shall not grant, offer or promise, or ask for, directly or indirectly, anything of value to or from a public official or a private-sector employee to influence actions or obtain an improper advantage. This includes any facilitation payment.

Suppliers are expected to conduct reasonable due diligence to prevent and detect corruption and influence peddling in all business arrangements, including partnerships, joint ventures, and the use of intermediaries such as agents or consultants.

Gifts and invitations

Exchanges of gifts or invitations may not be used to gain an unfair competitive advantage. In any business relationship, suppliers must ensure that the offering or receipt of any gift, invitation, entertainment or business courtesy is permitted by law and regulation, for a legitimate purpose, reasonable, and not intended to influence, and that these exchanges do not violate the rules and standards of the recipient's organization and are consistent with reasonable market place customs and practices.

COMPETITION

Suppliers shall comply with all applicable antitrust, competition and trade practices laws and regulations. In doing so, they shall refrain from practices such as improper exchanges of information and data, pricing arrangements with competitors, bid-rigging, improper customer or territory allocation or other practices which unlawfully restrict competition.

CONFLICTS OF INTEREST

Suppliers shall avoid all forms of conflicts of interest and situations that could have the appearance of a conflict of interest in the business they conduct with Sonepar. Potential situations that could lead to a conflict of interest between Suppliers and Sonepar should be discussed with Sonepar.

CONFIDENTIAL INFORMATION

Suppliers shall take the necessary measures to protect all Sonepar sensitive information and data, including, but not limited to, confidential, proprietary, company specific and personal information and data. Information and data must not be used for purposes beyond the scope of the business arrangements with Sonepar, without first obtaining Sonepar's approval in writing.

INTELLECTUAL PROPERTY

Suppliers shall respect intellectual property rights and always refrain from breaching any third-party intellectual property

rights in all instances when developing, manufacturing or delivering products, or rendering services to Sonepar. Suppliers shall not commit any form of infringement or supply counterfeit products.

PERSONAL DATA

Suppliers must comply with all applicable laws and regulations concerning the protection of personal data.

INTERNATIONAL TRADE COMPLIANCE

Export and import control

Suppliers must ensure that their actions comply with all applicable laws and regulations that apply to the import and export of goods they provide or services they render.

In particular, suppliers shall take measures to avoid acting in any manner that would result in a violation of any applicable sanction laws, administered or enforced by any national or international authority.

Hazardous substances and conflict minerals

Suppliers shall comply with any applicable laws and regulations regarding hazardous substances and conflict minerals.

In particular, suppliers shall take measures to ascertain whether their products contain conflict minerals. Conflict minerals are raw materials, such as tin, tantalum, gold and tungsten, which are marketed directly or indirectly on the international market by violent groups in conflict areas or neighbouring countries. If this proves to be the case, suppliers shall conduct a meticulous investigation to check the supply chain for the origin of the materials concerned and take the necessary measures to ensure that products supplied to Sonepar are free of such conflict minerals.

ACCURATE RECORDS

Suppliers are expected to maintain accurate records, and not alter any record entry to conceal or misrepresent the underlying transaction represented by it. All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented. Records should be retained based on all applicable legal and contractual retention requirements.

REPORTING

Suppliers must provide their employees with appropriate means to raise problems or concerns for discussion, without any fear of retaliation. Suppliers' associates may also choose to use the Sonepar Whistleblowing Procedure accessible to any third parties, as referred to on Sonepar's corporate website.