

INDIRECT PURCHASING

Indirect Purchasing Ethical Code of Conduct

Suppliers of Leroy Merlin Poland



Indirect Purchasing Ethical Code of Conduct

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1. THE KEY ELEMENTS OF ADEO'S CULTURE

Each of the companies in the ADEO community has strong **values that are shared by all employees and lived on a daily basis**. Our values define our behavior within our companies but also within our ecosystem of customers, service providers, suppliers, administrations, etc.

ADEO also has to comply with the applicable laws, particularly in the **fight against discrimination, harassment, corruption and the protection of personal data**.

The present Indirect Purchasing Ethical Code of Conduct demonstrates ADEO's intention to apply to all of its Suppliers (as defined below) the set of rules allowing us to **live in coherence our strong values** as well as our legal obligations.

2. TO WHOM DOES THE ADEO INDIRECT PURCHASING ETHICAL CODE OF CONDUCT APPLY?



This ADEO Indirect Purchasing Ethical Code of Conduct applies to **all Suppliers**, as defined below, subject to any specific local legal conditions.

By "Supplier" or "Suppliers", we mean any natural person or legal entity directly supplying goods and/or commercial services to companies of the ADEO GROUP throughout the world.

When the Indirect Purchasing Ethical Code of Conduct is more demanding than local laws or practices, I, the Supplier, undertake to comply with the present Ethical Code of Conduct, which must prevail.

Me, as the Supplier, I also undertake to sign the Indirect Purchasing Ethical Code of Conduct and to collaborate with the companies of ADEO to implement it and, if necessary, to take all appropriate corrective measures as part of a process of continuous improvement. Compliance with the principles of this Indirect Purchasing Ethical Code of Conduct is essential and decisive for the continuity of relationships between the companies of ADEO and its Suppliers.

ADEO may modify the Indirect Purchasing Ethical Code of Conduct at any time, notably to respond appropriately to legislative developments or new situations.



3. THE COMMITMENTS OF ADEO

Our Suppliers play a key role in the growth and success of ADEO companies. It is also important to reiterate the commitments that we make to them.

3.1. Selection of Suppliers

Suppliers are selected according to an objective selection process (based on defined criteria defined with regard to the service or services in question).

Their non-selection is communicated to Suppliers which are not selected.

3.2. Etyka społeczności Przedsiębiorstwa ADEO

ADEO has formalised the behaviour expected from its employees in the ADEO Responsible Ethical Code of Conduct. Composed of 7 commitments concerning gifts, invitations and travel; conflict of interest; non-discrimination and fighting against harassment; facilitation payments; relationships with suppliers and intermediaries; accounting control procedures and corporate patronage, sponsorship and lobbying. This code establishes the frame of reference for our employees, who must comply with it.

This means that all decisions on the selection of our Suppliers are based on ethical principles and objective foundations such as qualifications, function, experience and performance required for the provision of the service(s) or products to ADEO.

4. YOUR COMMITMENTS

4.1. BUSINESS ETHICS PART

Gifts, invitations and travel

Gifts, invitations and travel may influence independence of judgement in the context of business relationships, as well as independence from the partners of the ADEO GROUP companies.

In addition, Suppliers shall not offer offers, promises, gifts or any other benefits to any person entrusted with the public authority, charged with a public service mission, or invested with a public elected office, in a State or within a public international organization, or a person exercising jurisdictional functions, for the purpose of performing or refraining from performing an act of his or her function, mission or mandate or facilitated by its function, mission or mandate.

The rule is not to offer anything to our employees in a personal capacity.

Consequently, me, as the Supplier, I must:

- ▶ Refrain from inviting an ADEO employee to a sporting or cultural event,
- ▶ Refrain from paying for an employee of ADEO all costs related to discovery trips / exploratory expeditions, unless ADEO pays these expenses, or that the collaborator has obtained an agreement from his manager according to the ADEO process,
- ▶ Not give any gift, whether this is money, material goods or services, with the exception of small promotional objects ("goodies"),
- ▶ Not accept any gifts from ADEO employees unless they clearly only have a symbolic value: advertising pens, USB drives, etc.
- ▶ For any meal, accept that everyone takes their share, or possibly, the collaborator of ADEO may (i) invite me by respecting his internal policies in the matter or (ii) I could invite him after approval of his manager, which I must make sure,
- ▶ Refrain from soliciting, in exchange for goods, services or other, any advantage (commercial discount, equipment, etc.) which could influence my professional decision.
- ▶ Refrain, directly or indirectly, from offering, promising, granting, authorizing or receiving a gift or the provision of a service, from a person entrusted with the public authority, in charge of a public service mission, or with a public elected office, in any State or within a public international organization, a person invested with jurisdictional functions or a private person within the framework of my mission for ADEO.

Conflict of interest

The supplier must be particularly vigilant to prevent or avoid any situation of conflict between his/her personal and professional interests. He/she must always act only in a professional interest in order not to harm the reputation of ADEO or that of its employees.

Consequently, me, as the Supplier, I must:

- ▶ Inform ADEO of any potential or confirmed situations of conflict of interest. ADEO will decide on any further action to take.
- ▶ Refrain from hiding from ADEO any situation of potential or confirmed conflict of interest.

Facilitation payments

Facilitation payments, meaning any sum of money or benefit in kind, such as a gift, even modest, paid as a personal benefit to civil servants or employees in the private or public sectors in order to ensure the implementation or acceleration of routine acts (transition through customs, buildings permits, etc.) are prohibited.

Consequently, me, as the Supplier, I must:

- ▶ Refuse any requests for facilitation payments,
- ▶ Refrain from offering, promising, granting or authorising, a facilitation payment to a private or public person.

Non-discrimination and the fight against harassment.

The respect due to each employee at his/her place of work is a key value of ADEO. Therefore, any form of harassment is strictly prohibited. Likewise, any discrimination, notably based on origin, sex, disablement, family situation, pregnancy, state of health, sexual orientation, age, political and philosophical opinions, trade-union activities, or the belonging or non-belonging, real or assumed, to an ethnic group, nation or religion, is prohibited.

ADEO fully adheres to international laws and agreements that combat these behaviours. Our collaborators come from all walks of life and ADEO considers diversity to be one of its greatest strengths.

Our decisions on recruitment, employment, training, remuneration, benefits and assignment of missions and promotions are based on objective foundations such as qualifications, function, experience and performance of collaborators and suppliers.

Consequently, me, as the Supplier, I must:

- ▶ Fully comply with the laws and international agreements that fight this behaviour.
- ▶ Support and promote commitments in favour of a place of work that is free of any form of harassment or discrimination, both in my company and in my relationships with ADEO,
- ▶ Take care to maintain and promote a culture of mutual respect,
- ▶ Ensure that everyone feels accepted,
- ▶ Stop any behaviour if I am informed that it is undesirable.

Supplier relationships

All Suppliers of the first rank, and all intermediaries, must follow a process so that ADEO can be sure of their integrity.

Consequently, me, as the Supplier, I must:

- ▶ Respond to questionnaires sent and other requests for documents from ADEO,
- ▶ Respect contractual clauses applicable in the matter.

Accounting controls

All supplier shall ensure that procedures are in place to ensure that the accounting checks carried out are not used to mask facts of corruption or influence peddling.

Consequently, me, as the Supplier, I must:

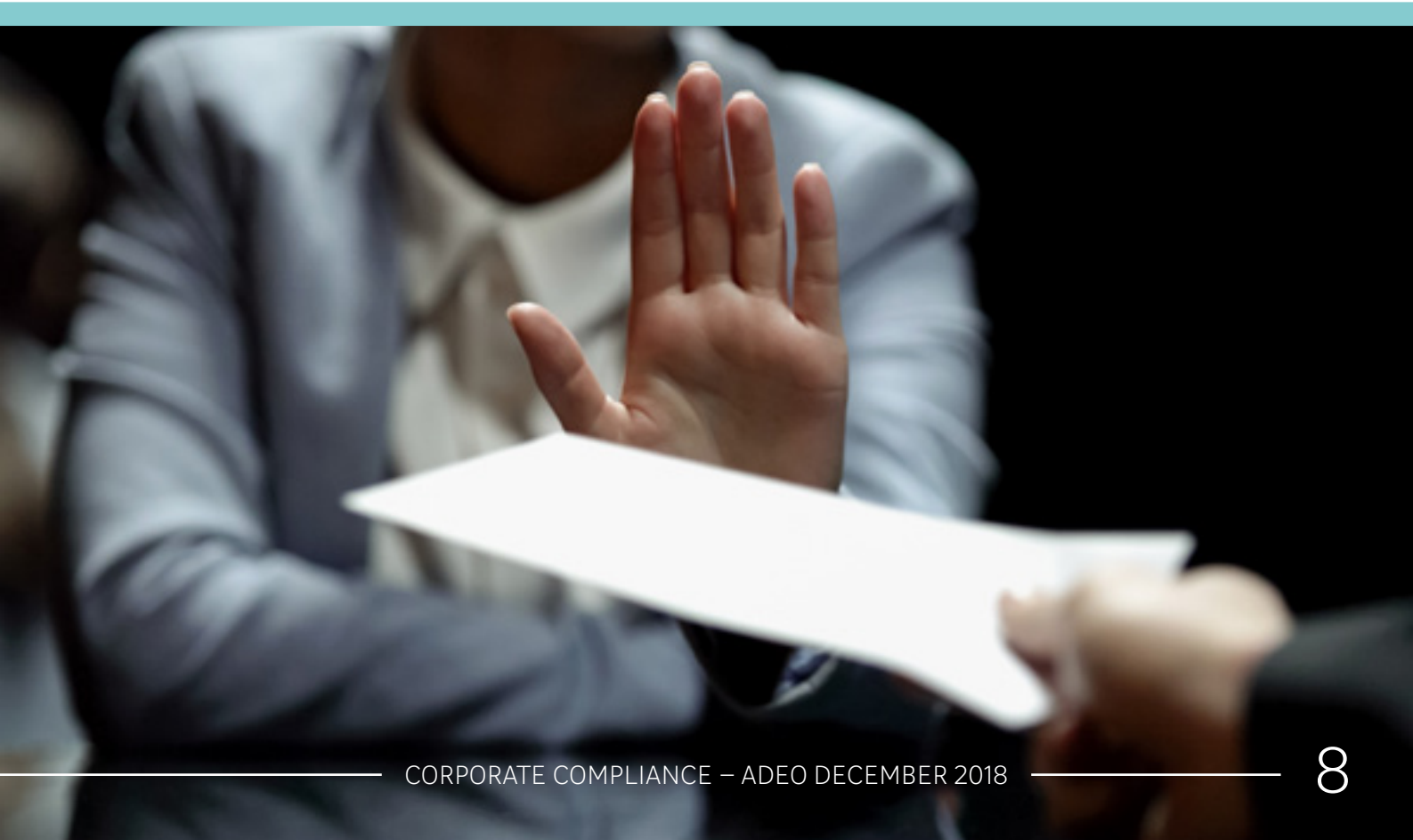
- ▶ Make sure that all services and deliveries are defined with the greatest precision possible,
- ▶ Check that the financial counterpart is justified and proportionate to the nature and extent of the services and deliveries supplied,
- ▶ Comply with the applicable legal rules in traceability and keeping the accounts,
- ▶ Make sure that the contract chain is respected when making a payment. Thus, it is a single company that signs the contract with the ADEO company, issues the invoice, holds the bank account on which the transfer is made. All of these operations must take place in the same country.

Respect international sanctions

ADEO is subject to compliance with applicable laws and international regulations on the control of its imports and exports. ADEO oversees the legality of its commercial exchanges and must also make sure that its activities are carried out in full compliance with the economic and financial sanctions regimes imposed by the USA, the United Nations, the European Union, France and (Add here the country of your BU).

Consequently, me, as the Supplier, I must:

- ▶ Respond to questionnaires sent and other requests for documents from ADEO.



A photograph showing a group of business professionals in a meeting. In the foreground, a person's hands are clasped over a clipboard with a colorful bar chart. Another person's hand holds a pen, ready to write. The background is softly blurred, showing other participants and papers.

5. MONITORING COMMITMENTS

5.1. Communication and information

I, the Supplier, undertake to communicate the present ADEO Indirect Purchasing Ethical Code of Conduct to all of my employees, my personnel and my subcontractors for immediate application.


Consequently, me, as the Supplier, I must:

- ▶ Provide information as soon as possible on the discovery of any breach to the rules of the Indirect Purchasing Ethical Code of Conduct that directly or indirectly concerns my relationship with ADEO.



6. PENALTIES AND CONSEQUENCES OF NON-COMPLIANCE WITH THE INDIRECT PURCHASING ETHICAL CODE OF CONDUCT

The Supplier recognises that compliance with the principles stated in the present Indirect Purchasing Ethical Code of Conduct is an essential element and determining of the commercial relationship with ADEO. Non-compliance with any provision of the present Charter may lead, in accordance with the provisions of the contract, to immediate corrective measures, or even, according to the gravity of the breaches and/or lack of corrective action plans, to the termination of the contract.



7. HOW TO REPORT CONDUCT OR A SITUATION CONTRARY TO THE INDIRECT PURCHASING ETHICAL CODE OF CONDUCT?

In case of conduct or a situation that is contrary to the ADEO Indirect Purchasing Ethical Code of Conduct and in order to report this conduct or situation to ADEO, a secure alert channel is in place.

This channel is a tool available to you, to help you to deal with situations that you would like to bring to our attention.

7.1. For whom?

The alert channel is for collecting reports of actions or behaviours that are contrary to the present ADEO Indirect Purchasing Ethical Code of Conduct reported by any Supplier.

The person originating the alert must act in good faith, meaning without malice and without seeking any personal benefit. At the time of the alert, he/she must have elements that enable him/her to believe in the truth of what is reported.

In this regard, me, as the Supplier, I must:

- ▶ Inform my employees of the existence of this alert channel.

7.2. How?

All alerts must be issued via the following channel:

- ▶ For Chinese suppliers:



- ▶ For Russian suppliers:



- ▶ For suppliers from other countries:



7.3. Protection of the author of the alert

Confidentiality

The author of the alert will give his/her identity. In return, ADEO has taken all necessary measures to protect the identity of the author of an alert and the persons targeted by this alert.

Investigations and reports arising from an alert will also be processed in complete confidentiality.

In this regard, as the Supplier, I must:

- ▶ Comply with all applicable laws and regulations regarding the exclusivity of information and the safeguarding of information received from ADEO by ensuring that such information is used only for authorized purposes, be shared only with authorized persons and are properly stored and safe.
- ▶ In case of access to such information or any other information of a confidential nature or personal and confidential data, please contact ADEO for any questions relating to the correct use of this information.

Protection of the author of the alert

The author of an alert made in good faith will be protected due to the facts denounced.

In this regard, as the Supplier, I must not :

- ▶ Sanctioning, dismissing, or putting in place a direct or indirect discriminatory measure towards my collaborators even if the facts denounced in good faith did not prove justified after investigation.

8. SIGNATURE



I, as the Supplier, hereby confirm:

- ▶ That I have received and fully read the present ADEO Indirect Purchasing Ethical Code of Conduct;
- ▶ That I support and undertake to comply with its principles and that not complying with them may be considered as a breach of my obligations likely to lead to the application of the penalties specified above;

Company

Name:

Name and function of representative:

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.....

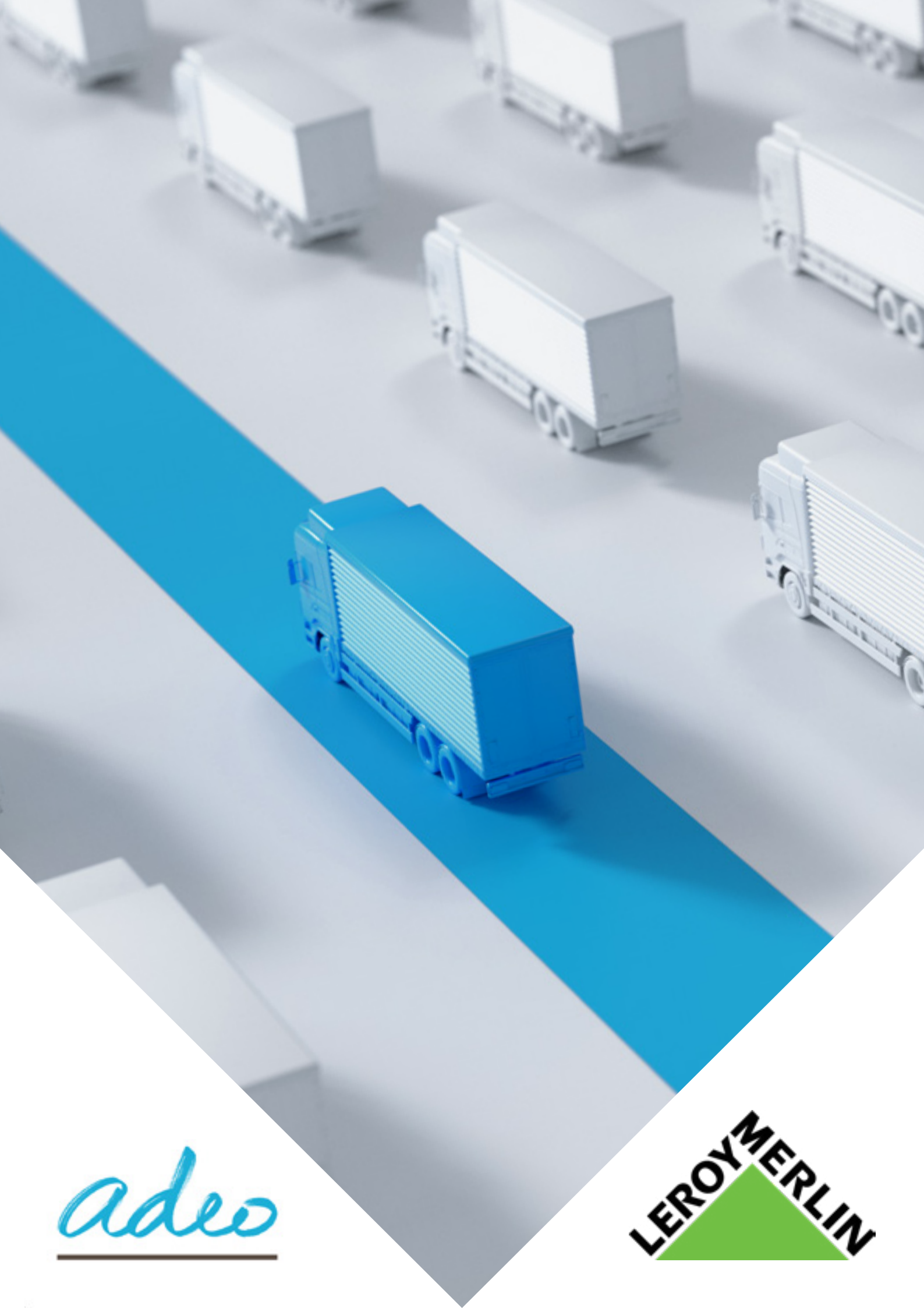
Signature

.....

Signed at:.....

On:/...../.....

Company stamp



adeo

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