PRO-LOCK®
Safety & Procurement Services

SUPPLIER AND AGENT CHARTER AGREEMENT

1. Preamble

We are Pro-Lock Safety Ltd, a company incorporated and registered in Jersey (Channel Islands) with company number JE115351, and whose registered office is at Le Carrefour, La Rue Mahier, St Mary, Jersey, JE3 3DW ("**Pro-Lock**", "**we**", "**us**").

Pro-Lock places sustainable development at the heart of its strategy. This Supply Partner Charter Agreement ("**Charter**") seeks to establish a clear understanding of Pro-Locks commitments, and the expectations it places on its suppliers, agents, distributors, subcontractors, and associated business partners (each a "**Supply Partner**" and together the "**Supply Partners**"). This Charter shall apply to all Supply Partners, including its employees, officers, consultant, contractors, casual workers, agency workers, volunteers and interns.

We note that the applicability of this Charter will depend on the nature and scale of the supply, and therefore there are some paragraphs within this Charter which may be of more relevance to some Supply Partners than others. The aim of this Charter however is to ensure that its Supply Partners are committed to complying with our values and expectations, and to improve our overall corporate performance.

At Pro-Lock, we value the business relationships we have with our Supply Partners. We aim to work with Supply Partners throughout our supply chain, that share our values and help us better our business outcomes. Our aim is to work together to achieve the highest standards, whilst achieving wider social, economic, and environmental benefits.

This Charter applies to both potential and existing Supply Partners, and we encourage each business to promote the terms of this Charter within its own business sphere.

The Charter is intended to be non-exhaustive and may be amended by Pro-Lock from time to time. This Charter was last reviewed and updated on the 31st January 2023.

2. Our Values

[VALUES].

Pro-Lock upholds a set of core values that drive our actions and decisions. These principles aim to uphold our approach to matters of ethics, health and safety, environmental consciousness (including carbon footprint reduction), respect for customers and business associates, diversity, continuous training, effective risk management, community engagement, and unwavering customer focus.

Each of our expectations and principles are set out in further detail below.

3. Our Expectations

In line with its commitment and values, Pro-Lock expects each of its Supply Partners to uphold and to respect the principles set out in this Charter. This includes implementing policies and procedures reflective of our values. We also expect our Supply Partners to communicate our values to its own suppliers, employees, and associates throughout the supply chain.

Here at Pro Lock, we continuous look to improve our responsible practices, and our Supply Partners are strongly encouraged to communicate and work with us to further support and enhance our principals (as further set out below). We are convinced that the co-operation of our Supply Partners, and its adherence to this Charter will contribute to ethically sustainable practice and to maintain mutually beneficial relationships.

Laws and Regulations

Supply Partners must respect and comply with the applicable laws, regulations and by-laws in all countries in which they operate, procure and/or sell goods and services (**"Applicable Laws"**). This includes but is not limited to Applicable Laws which relate to the following:

- human, labour, and social rights.
- the environment.
- business ethics, including competitions law, anti-bribery and money laundering regulations; and
- protection of resources, including information and data.

Where relevant and in addition to this Charter, Supply Partners are required to adhere to the terms and conditions outlined in the Supply Contract it has with Pro-Lock ("**Supply Contract**"). We require each Supply Partner to incorporate Pro-Lock's Charter requirements throughout its supply chain at all times.

4. Our principles

We actively advocate for human rights, uphold relevant labour standards, combat corruption, and prioritize environmental concerns.

4.1 Human Rights

Respecting human rights means being proactive and vigilant throughout the supply chain. Every individual should have the freedom to lead a dignified life, free from fear or want, and free to express independent beliefs. We have a zero tolerance to modern slavery in all its forms of forced or compulsory labour and human trafficking.

Individuals should enjoy their rights without distinction on any ground such as origin, race, gender, language, religion, political or other opinion, national or social origin, property, birth, or other status, and we commit to upholding and enforcing this in our everyday business practice.

4.2 International Labour Standards Principles

Freedom of Association

The right to freedom of assembly and association implies respect for the right of all employers and employees to freely organise and take part in peaceful meetings, marches, and demonstrations. It protects your right to be part of 'associations' such as clubs, societies, political parties, religious organisations, and trade unions. Pro-Lock will support freedom of association and the right to collective bargaining, where local rights exist, and we request our Supply Partners ensure that all its employees are aware of their freedom of association and the rights associated with this.

Modern Slavery Transparency Statement

Modern slavery is a crime and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labour and human trafficking, all of which have in common the deprivation of a person's liberty by another to exploit them for personal or commercial gain. Pro-Lock have a zero-tolerance approach to modern slavery, and we are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own business or in any of our supply chains.

We are also committed to ensuring there is transparency in our own business and in our approach to tackling modern slavery throughout our supply chains, consistent with our obligations under the Modern Slavery Act 2015. We expect the same high standards from all our Supply Partners and, as part of our contracting processes, we include specific prohibitions against the use of forced, compulsory or trafficked labour, or anyone held in slavery or servitude,

whether adults or children, and we expect that our Supply Partners will hold its own suppliers to the same high standard. We expect them not only to uphold the Modern Slavery Act 2015 but also implement its own anti-slavery policy.

Child Labour

Modern slavery can take many forms, one of which includes child labour. Pro-Lock will not tolerate child labour and/or modern slavery in any aspects of our organisation. We hold our Supply Partners and ourselves accountable and we will uphold compliance with the provisions of the Modern Slavery Act 2015 (together with all Applicable Laws) in relevant aspects of our work. As our Supply Partner, we expect you to never use or support practices that breach these statutes and/or facilitate the exploitation of children.

Discrimination

Pro-Lock observes the Equality Act 2010 protecting people against discrimination at work. Pro-Lock employs people from a wide variety of backgrounds, origins, experiences, and cultures. We recognise diversity as an asset. We value the unique skills; education; experience; background; age; working style; religion or belief; sexual orientation; race; gender and other individual characteristics that our employees bring. This in turn enhances our decision-making process, and we are committed to fostering a culture that appreciates and respects the rights of every individual in our workforce. We therefore expect our Supply Partners to:

- encourage diversity and promote an inclusive workplace which respects and observes the individual human rights of all employees.
- prevent harassment or discrimination towards employees, including all forms of physical, verbal or psychological abuse.
- commit to tackling racism, and other forms of discrimination, remove bias and provide equal opportunities for all.
- conform to accessibility standards and/or processes in accordance with disability guidelines.
- work to support the growth and development of innovation and disruptive technologies throughout the supply chain; and
- provide appropriate training to all your employees to ensure compliance with relevant law, policies, and procedures.

Health and Safety

Pro-Lock aims to sustain a safe working environment for our employees and to minimise employee's exposure to unacceptable health or safety risks. Pro-Lock

is committed to upholding business activities in a manner that protects, supports, and promotes wellbeing; and prevents injury and detriment to the physical and psychological health of our employees. Pro-Lock will not compromise on health and safety and identifies that we all have a responsibility for upholding the health, safety and wellbeing of our employees, contractors, and visitors at all our offices.

As our Supply Partner, we expect you to:

- identify and eliminate any unsafe working conditions;
- implement all necessary preventive measures to achieve the above mentioned aims and thus minimise the occurrence of occupational accidents and diseases;
- provide appropriate training and health related equipment to ensure capable and competent employees, including but not limited to training, safety orientation, protective equipment, work equipment and adapted operating procedures;
- notify us of any unsafe working conditions or any relevant incidents in line with this Charter; and
- where relevant, conduct regular risk assessments to identify and mitigate potential risks within the workplace.

Working Hours

Supply Partners must comply with all the Applicable Laws in relation to working hours. including The Working Time Regulations 1998. We expect our Supply Partners to ensure that working hours of your employees are reasonable and comply with the Applicable Laws and industry standards.

Fair Wages

At Pro-Lock we will always ensure that we provide written and clear contracts of employment which detail pay and the terms and conditions of employment. We expect our Supply Partners to comply with the National Minimum Wage Act 1998 and/or the applicable legislation in force in the country concerned and ensure that all employees have written and clear contracts in place governing their employment, this includes ensuring that any employees are paid in a fairly and a timely manner.

4.3 Environmental Principles

Pro-Lock actively promotes energy efficient practices in all its business activities to reduce our environmental impact aligning with our environmental objectives.

We aim to:

- organise vehicle routing to minimise travel distances and, whenever feasible, arrange direct deliveries from our Supply Partners;
- work alongside Supply Partners to reduce our carbon footprint, use resources wisely and deliver our services to clients in an environmentally sustainable manner;
- continue to manufacture the Pro-Lock in the North West close to our operational headquarters, complementing our aim of reducing our environmental impact;
- ensure the adoption and management of Pro-Lock's environmental procurement policy with the intent of minimising related environmental impacts when procuring on behalf of clients;
- provide the necessary training and motivation for employees, to allow a full understanding of Pro-Lock's environmental policy and ensure that they can contribute to its implementation;
- encourage the development of an environmentally responsible attitude by Supply Partners;
- monitor and reduce the waste generated by Pro-Lock, promote recycling and reuse or disposal with minimal environmental impact. Pro-Lock Safety recognises the need to prevent pollution in all its undertakings; and
- adopt an attitude of openness towards staff and other stakeholders, informing them of Pro-Lock's environmental policy and recognising any legitimate concerns they may wish to express about Pro-Lock's position on environmental matters.

As our Supply Partner, we expect you to:

- identify your own environmental impacts and develop a responsible attitude to reducing its carbon footprint;
- carry out your business activities with respect for the environment, having an active carbon reduction plan, monitor your environmental performance and work towards protecting and preserving natural resources;
- ensure a process is in place to assess the impacts of climate change on your company;
- purchase goods and/or services that are responsibly and ethically sourced;

- work together with us to provide sustainable and lower-carbon alternatives so that Pro-Lock and Pro-Lock's clients can achieve our environmental objectives; and
- train staff and contractors on climate change and environmental accountability.

4.4 Ethical Business Principles

Pro-Lock selects its Supply Partners based on open and fair consultations. We require our Supply Partners to establish and maintain the highest standards of ethical principles at all levels of the company.

Combating Corruption, Extortion, Bribery

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine and employers that fail to prevent bribery can face an unlimited fine, exclusion from tendering for public contracts, and damage to its reputation.

To protect itself against reputational, financial, and legal risks, Pro-Lock requires its Supply to Partners to comply with anti-bribery and anti-corruption law including but not limited to the Bribery Act 2010. In particular our Supply Partners must not:

- give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
- offer or accept a gift to or from government officials or representatives, or politicians or political parties;
- threaten or retaliate against another individual who has refused to commit a bribery offence; or
- engage in any other activity that might lead to a breach of this Charter.

Competition

Pro-Lock expects its Supply Partners to conduct its activities in a fair and transparent manner, and in compliance with competition laws (including but not limited to the Competition Act 1998 and the Enterprise Act 2002). Supply Partners and its employees or associates should not engage in anti-competitive behaviour, nor should it enter into any anti-competitive agreements. Some examples of anti-competitive behaviour are set out below:

- entering into illegal agreements with other organisations 'not to compete' or 'not to poach';
- price fixing, or negotiating a price fixing structure (for example charging the same prices to customers, offering discounts or increasing prices at the same time);
- market sharing or allocating customers (agreeing not to approach certain customers or compete for customers);
- bid-rigging (which involves a process of co-operating with competitors in a procurement process to influence its process);
- dividing territories between businesses and organisations;
- exchanging confidential information for the purpose of adversely affecting competition (such as production, prices, members or contractors); and
- limiting the production of products or the supply of services.

Taxation

Supply Partners must pay, in a timely manner, all charges and taxes for which they are liable in accordance with Applicable local laws.

Personal Data

Supply Partners must undertake to process personal data (including any data concerning Pro-Lock's employees and business partners) in accordance with the United Kingdom's General Data Protection Regulation (UK GDPR) and any other applicable legislation on the protection of personal data. Our Supply Partners are expected to only process personal data in accordance with our express written instructions and are expected to have appropriate technical and organisational security measures in place to protect personal data.

Anti-Money Laundering

Using appropriate measures, Supply Partners must ensure that transactions with third parties do not violate Applicable Law on economic embargoes or trade regulations.

Supply Partners must at all times act in compliance with the Proceeds of Crime Act 2002 and the Money Laundering, Terrorist Financing and Transfer of Funds Regulations 2017. To uphold relevant legislation, we require all Supply Partners to conduct appropriate due diligence, risk assessments, and to implement suitable policies and procedures within its business practice, including where relevant, appointing a money laundering reporting officer.

Relationships with Small and Medium-Sized Suppliers

Pro-Lock's Supply Partners are required to pay attention to its relations with its small and medium-sized suppliers, particularly in relation to the following:

- financial fairness: payment in accordance with the Applicable Laws or with the national law of the country where the United Nations Convention on Contracts for the International Sale of Goods (CISG) is in force;
- close collaboration with strategic suppliers and subcontractors;
- vigilance over possible mutual dependence and its consequences;
- mutual trust based on the exchange of relations necessary for the management of activities; and
- evaluation of competitiveness based on the completeness of costs and on the estimation of risks inherent in the supply chain.

We, at Pro-Lock, endeavour to promote relevant training and awareness around business ethics and require our Supply Partners to do the same. This will ensure compliance with the relevant law, policies and procedures and will ensure we mutually comply with all Applicable Laws relating to the prevention of bribery, corruption, fraud, tax evasion, anti-competitive practices, or similar and related activities.

5. Reporting Breaches

We require Supply Partners to report any issues on non-compliance with this Charter or with the Supply Contract to us at Pro-Lock as soon as it become aware. We also expect that Supply Partners will adhere to any contractual or regulatory timelines where relevant to communicate corrective actions on reported breaches. Failure to comply with these timelines will be in breach of this Charter.

We will endeavour to notify our Supply Partners of any breaches to this Charter and it is a requirement that our Supply Partners do the same.

Our Supply Partners are asked to sign and stamp this Charter to show its commitment.

Signed by [INSERT NAME] for and on behalf of [SUPPLY PARTNER]

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Director

Dated:

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