

Supplier's Code of Conduct 2024

Preamble

AVRIL is the leader in solutions derived from plant transformation, serving agricultural, food and environmental transitions.

In this Supplier Code of Conduct, the name AVRIL refers to all of AVRIL's purchasing entities with which Suppliers (i.e. suppliers and subcontractors, their own suppliers and subcontractors, their subsidiaries and affiliates, their employees, temporary or not, as well as any third party who supplies goods and/or services to an AVRIL company) have commercial relationships.

In line with its history and its mission since its creation, AVRIL wanted to define, within its organization, its purpose "[Serving the Earth](#)" which it intends to deploy among its employees, partners, suppliers, customers, and stakeholders.

To achieve this ambition, Suppliers commit to implement measures, actions, and behaviours to respect and deploy this purpose, through six commitments to take action:

- for agriculture that respects the planet,
- to protect natural resource and biodiversity,
- to develop local sectors,
- for our investments impact,
- for the climate, a
- for a collective and inclusive project.

With the WeCare program, AVRIL is developing a health and safety culture, involving all its employees and Suppliers. The Group's objective, for all its sites, is to continually reduce its occupational accident frequency rate, towards zero accidents.

AVRIL Suppliers shall comply to the standards and principles set out in:

- this Supplier Code of Conduct available on the [internet page of Purchasing at AVRIL](#)), which is essential for the relationship between AVRIL and its Suppliers, And
- the [Code of Ethics and Conduct](#), which notably includes provisions on anti-corruption and anti-competitive practices, as well as social and environmental responsibility. It is applicable to the employees, Suppliers and partners of AVRIL.

Notes:

In this document:

- "Shall" indicates an obligation,
- "Should" indicates a recommended practice.

This Supplier Code of Conduct is written in several languages, however in the event of discrepancy or dispute, only the French version will prevail (available on the [internet page of Procurement at AVRIL](#)).

AVRIL's commitments to its Suppliers

Within the framework of the Code of Ethics and Conduct as well as the values shared by AVRIL, Buyers must:

- Select Suppliers and collaborate with them according to the principles of integrity, ethics, transparency, performance and in compliance with laws and regulations.
- Promote continuous improvement and performance with Suppliers.
- Purchase in a sustainable manner by considering CSR impacts in the selection of Suppliers.

Alert system:

AVRIL has established a [whistleblowing system](#) accessible to Group employees and third parties (including Suppliers), to receive their reports when they are victims or witnesses of unethical conduct.

Reports are handled in accordance with applicable legal regulations, especially regarding confidentiality and the protection of personal data.

This alert system can be used anonymously.

Laws and regulations

Suppliers shall comply with:

- All applicable laws and regulations without exception, including those applicable in the country or countries of destination of their goods and services,
- All international conventions and treaties, where applicable,
- The principles stipulated in international standards, particularly:
 - The [Conventions of the International Labor Organization \(ILO\)](#),
 - The [Universal Declaration of Human Rights](#),
 - The [Organization for Economic Cooperation and Development \(OECD\) Guidelines](#), And
 - The [principles of the United Nations Global Compact](#), of which AVRIL is a signatory,
 - The [International Bill of Human Rights](#).

Suppliers shall possess all necessary certificates, environmental authorizations and/or permits mandated by law to operate their sites and to market their goods and services in the destination countries.

Respect for Human, social and labor rights

Suppliers shall:

- Respect the protection of human rights,
- Treat all individuals with dignity and respect, and respect their human rights, and
- Identify the risks of non-compliance.

Suppliers shall not be complicit in human rights violations.

Suppliers should implement training programs and improve their employees' understanding of human rights and other social issues.

Local communities and land law

Suppliers shall respect the land rights of indigenous peoples and local communities affected by their sourcing activities and practices.

Suppliers shall not:

- Engage in land grabbing,
- Prevent individuals from accessing to clean drinking water,
- Make it difficult for individuals to access sanitary facilities or destroy them, and
- Harm an individual's health.

Respect for social practices in terms of working conditions

Elimination of forced or compulsory labor

Suppliers shall prohibit all forms of forced and compulsory labor, including involuntary or unpaid prison labor and all forms of modern slavery.

Abolition of child labor

Suppliers shall not resort to child labor.

The minimum age for admission to work must not be lower than the legal minimum age or the age of 15, whichever is higher.

Workers carrying out night or dangerous work, i.e. work likely to endanger the health, safety or personal integrity of a worker, must not be under the age of 18.

Absence of abuse and harassment

Suppliers shall:

- Treat their employees with respect, and
- Ensure that their employees work in an environment free from any form of harassment.

Suppliers shall not engage in physical, mental, verbal or any other type of abuse, degrading or inhumane treatment, or any form of harassment.

Elimination of discrimination

Suppliers shall not discriminate, exclude or show preference to their employees on the basis of ethnic origin, gender, religion, age, family status, disability, political opinion, social origin or any other personal characteristic. Such discrimination should not affect equality of opportunity or treatment in employment and shall guarantee equal remuneration for work of equal value.

Diversity and inclusion

Suppliers shall strive to ensure equal opportunities in the recruitment and career development of their employees, by raising awareness, training and deploying policies that promote diversity and inclusion in Human Resources processes, management methods and daily interactions, particularly for equality between women and men and people with disabilities.

Salaries, benefits and working hours

Suppliers shall comply with applicable laws and industry-specific labor regulations regarding:

- Minimum wage and social benefits, and
- Working time, including sufficient rest time, overtime and their remuneration.

Suppliers should guarantee a decent salary to their employees.

Non-recourse to concealed work

Suppliers shall not engage in any form of concealed work.

Suppliers shall fulfil their obligations regarding declarations to the administrative, social and tax authorities as stipulated for by the regulations in the countries where they are active.

Respect for trade union and freedom of association

Suppliers shall recognize and respect the right of their employees to freedom of association, protection of the trade union rights and collective bargaining.

Career management and quality of work environment

Suppliers should implement actions to attract, retain, inspire and develop employees whose aptitude and aspirations are in line with the organizational needs and future goals of their company.

Health and Safety

On the Suppliers site

Suppliers shall for their employees and subcontractors:

- Have implemented a risk prevention and management policy,
- Take necessary measures to ensure the health and safety at work of their employees and subcontractors,
- Provide them with the appropriate protective equipment,
- Guarantee the health and safety of AVRIL personnel on their sites,
- Track the number of lost-time accidents, and
- Implement all measures aimed at reducing this number of accidents.

On the AVRIL sites

In the event of intervention on an AVRIL site, Suppliers shall:

- Conduct a risk analysis beforehand, particularly for loading-unloading operations, subcontracting (maintenance, new works...), etc.,
- Comply with AVRIL standards, in particular the Life-Saving Procedures,
- Report all serious events and those with a high severity potential,
- Report to AVRIL any work-related accident with or without lost time, which may have occurred during an operation carried out by them and/or their subcontractors, and
- Stop a task or refuse to perform a task if it cannot be performed safely.

Goods, products and services sold

Suppliers shall:

- Transmit all safety instructions concerning the hazardous materials and products they supply to AVRIL in order to train users on AVRIL sites and prevent risks, and
- Inform AVRIL of any risk linked to their goods, products or services.

Food Safety

Depending on their sector of activity, Suppliers can contribute to improving food security – i.e. the right of all people to healthy and nutritious food - by developing production methods which preserve soil fertility, ensuring the security of food supplies by adapting the nature of the processing to avoid degrading the nutritional quality of foods and favoring local food resources to reduce transport distances.

Where HACCP-type procedures are not required by law, Suppliers can implement them.

Ethical professional practices

As part of their commercial relationship, Suppliers shall foster a climate of respect and mutual trust. Therefore, Suppliers undertake, in their commercial relations, to adopt a respectful, courteous, exemplary and responsible attitude with AVRIL and its employees.

Rules in commercial relations

- **Commercial negotiations**
Suppliers shall comply with the applicable texts and regulations governing commercial negotiations, in particular the EGALIM law.
- **Fair competition**
Suppliers shall take all appropriate measures to prevent the abuse of a dominant position, concerted practices or illicit agreements between competitors such as price-fixing or market sharing, or any boycotts limiting the production of certain products.

Dependence threshold

AVRIL seeks to avoid any economic dependence between the Group and its Suppliers which could jeopardize either party.

The Supplier shall:

- Inform AVRIL when its dependency rate reaches 30% of its turnover,
- Implement measures allowing the diversification of its customers and avoid any dependence on AVRIL.

Corruption

Suppliers shall:

- Implement a compliance program designed to detect and prevent corruption, including in particular internal rules prohibiting and sanctioning corrupt practices,
- Comply with the tax regulations in force in the countries in which they are established and in which they carry out transactions, and
- Conduct their activities in accordance with the principles of honesty, transparency and fairness.

Suppliers shall under no circumstances:

- Be involved in crimes of fraud and tax evasion of any type,
- Participate in or be complicit in fraudulent acts, including but not limited to corruption, bribery, extortion, theft, embezzlement, swindling, falsification, theft within their company, from a client or from a third party, and
- Offer AVRIL employees gifts or benefits aimed at influencing or facilitating their commercial relationship with AVRIL.

Suppliers should implement appropriate control systems and raise awareness and train their employees, subcontractors and suppliers on the fight against corruption.

Illegal payments

Suppliers shall not offer or receive illegal payments from any customer, supplier, their agents, representatives or anyone else. The collection, payment and/or promise of payment, direct or indirect, of any sum of money or object of value intended to exert influence or provide an inappropriate advantage is prohibited.

This prohibition also applies to regions where such activities are not contrary to local law.

Money laundering

Suppliers shall take all appropriate measures to prevent their operations from being used as a vehicle for money laundering.

Insider trading

Suppliers shall not use any document or confidential information obtained as part of their business relationship with AVRIL as a basis for transactions or to allow third parties to trade shares or securities of a company.

International trade rules

Suppliers shall:

- Comply with applicable international trade regulations, including trade sanctions, embargoes, foreign trade controls, import and export controls, non-proliferation, anti-terrorism and similar laws,
- Disclose any restrictions that may be imposed on the export, re-export or transfer of their supplies of products, software, technology or services,
- Identify any part of the delivery or service that is subject to export regulations - directly or indirectly through the integration of controlled items, software or technology - at the time of signing a contract or receiving an order,
- Modify this information if export regulations or classifications change,
- Provide AVRIL with all information relating to applicable export regulations, in particular the CBAM (Carbon Border Adjustment Mechanism), and
- Provide AVRIL, upon request, with all necessary classification certificates.

Conflict of interest

Suppliers shall:

- Avoid any situation or relationship that could lead to an inappropriate conflict or even give the impression of a conflict with the interests of AVRIL, and
- Disclose to AVRIL any economic ties or interest of any kind whatsoever that may exist between a Group employee or a member of the family of a Group employee and the Supplier.

Local socio-economic development

Suppliers should:

- Contribute to the economic and social development of the communities in which they operate, and
- Implement, in their own purchasing policies, procedures that favor local suppliers wherever possible and reasonable.

Conflict minerals

Suppliers shall:

- Ensure that no prohibited materials are present or used in their products or supply chain, including minerals from conflict zones such as tantalum, tin, tungsten and gold ("conflict minerals"), and
- Identify the source and trace the chain of custody, wherever possible, of the minerals used in the manufacturing of products supplied to AVRIL.

Data, intellectual property and confidentiality

Cybersecurity

Suppliers shall follow industry best practices to prevent any compromise of their information systems, computer networks or data files ("Systems") by unauthorized users, viruses or computer malware that may be spread via computer networks, e-mail, magnetic media or other means to AVRIL.

Suppliers shall immediately notify AVRIL if the security of their Systems is breached or compromised in any way.

Protection of intellectual property

Suppliers shall:

- Protect such information with a reasonable care;
- Respect the intellectual property rights of AVRIL and third parties and not violate or infringe upon the intellectual property rights by providing AVRIL; and
- Ensure that any confidential information or trade secret is kept in the strictest confidence and is neither disclosed nor used inappropriately.

Suppliers shall only use data, intellectual property, commercial information and confidential information under the conditions permitted in the terms of the contracts with AVRIL.

Use of name and advertising

Suppliers shall not use the names, brands, domain names or logos of AVRIL or its subsidiaries, or make public their collaboration with AVRIL, in any advertising, any marketing document or any other relationship with third parties, except with the prior written authorization from AVRIL.

Protection of personal data

Suppliers shall always comply with all applicable local laws, rules and regulations regarding the protection of personal data and, in all cases, comply with French and European regulations and ensure a level of protection for such personal data at least equivalent to that prescribed by Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data (GDPR) for any data processing that it implements as data controller or subcontractor.

Protection of assets and resources

Suppliers shall:

- Adequately protect the assets and resources provided by AVRIL,
- Return the goods as soon as possible upon request or at the end of the commercial relationship between the Suppliers and AVRIL, and
- Use assets in accordance with their intended purpose and AVRIL's requirements.

Suppliers shall not copy, reverse engineer, decompile or disassemble any goods or resources provided by AVRIL, unless authorized in writing by AVRIL.

Environmental protection

Reduction of environmental impacts and resource consumption

Suppliers shall:

- Adopt a precautionary approach to environmental problems,
- Identify their environmental risks,
- Structure their activities and their supply chain to avoid or minimize negative impacts on the environment,
- Promote the development of environmentally friendly agriculture and technologies, and
- Integrate environment protection into their purchasing of goods and services, as well as into the design, production and implementation of their own goods and services, in order to:
 - Optimize energy consumption and contribute to the reduction of greenhouse gas emissions,
 - Optimize consumption of natural resources,
 - Reduce the quantities of waste generated and implement recycling and recovery solutions,
 - Reduce discharges into the environment (such as water, air, soil) and other nuisances, such as noise pollution, and
 - Develop products with the lowest possible environmental impact throughout their life cycle.

Preservation of biodiversity

Suppliers should develop measures to ensure the preservation of biodiversity throughout their supply chain, through the restoration of biodiversity losses, the protection of sensitive areas near their activities, etc.

Deforestation

Suppliers shall ensure that there has been no deforestation, in accordance with European Regulation no. 2023/1115, or conversion of ecosystems after 12/31/2020 in their supply chain.

Responsible palm and soy sourcing policy

Suppliers shall comply with [AVRIL's responsible palm and soy sourcing policy](#), which is available on the AVRIL website and includes the list of recognized certifications.

Decarbonization

AVRIL is committed to a decarbonization trajectory with objectives validated by [SBTi](#).

Suppliers should contribute to this objective through the following axes:

- Indicate the carbon footprint of the goods and services provided,
- Propose a range of low carbon goods and services, and
- Commit to a decarbonization process, and
- Engage in sector initiatives (such as Freight21, 2BS, etc.).

Animal wellbeing

Suppliers shall comply with AVRIL's [Policy on Animal Welfare](#).

CSR evaluation of suppliers

Suppliers shall agree to be evaluated at their own expense or to be audited by AVRIL or by a third party mandated by AVRIL. In the event of unsatisfactory results or non-conformity, the Supplier shall implement the necessary corrective and preventive actions.

Implementation and modification of the Supplier Code of Conduct

AVRIL reserves the right to verify the compliance of the Suppliers' activities with this Supplier Code of Conduct, in particular by means of an audit.

All new versions of the Supplier Code of Conduct available online apply to Suppliers.

Breach of the Supplier Code of Conduct

In a spirit of continuous improvement, AVRIL encourages its Suppliers to set up a self-assessment system to ensure compliance with the commitments made within the framework of this Supplier Code of Conduct. To this end, Suppliers undertake to alert AVRIL if they identify any potential or actual breach of commitments. A good faith report of a potential breach of commitments by a Supplier shall not affect the relationship of this Supplier with AVRIL, provided that the breach is remedied.

In the event of a breach of the Supplier Code of Conduct, the parties will examine the corrective measures to be implemented, through open dialogue.

If a Supplier fails to comply with any of the obligatory terms of this Supplier Code of Conduct and if no agreement on corrective measures can be reached within a reasonable period time, or if such measures are not implemented, AVRIL reserves the right to terminate any commercial relationship with the Supplier.

I hereby state that:

Company Name: _____

Name: _____

Function: _____

Is and will remain compliant with the Supplier Code of Conduct.

Signature: _____

Date: _____