



RESPONSIBLE PURCHASING CHARTER FOR A SUSTAINABLE DEVELOPMENT



Version 4 - January 2022

Introduction



As an international and multi-sectoral player, CLAYENS NP has undertaken to carry out its activities according to a sustainable, responsible and ambitious development approach. CLAYENS NP committed to be concern about the social and environmental practices associated with the development of its products. This commitment covers not only its own internal practices but also those of its suppliers. CLAYENS NP complies with the laws existing in each country in which it operates, as well as international texts adopted by the United Nations. The Group is one of the signatories of the Global Compact (GCC), which it has supported since 2004.

Through its membership, CLAYENS NP is committed to respect the strictest rules of ethics. The Code of Ethics is the reference document for the good conduct of the daily business activities of each employee.

CLAYENS NP has implemented a sustainable development initiative with responsible purchasing as a key component. As such, CLAYENS NP asks its suppliers and subcontractors to be part of this process of continuous progress.





Principles

CLAYENS NP suppliers and subcontractors shall comply with:

- The United Nations Universal Declaration of Human Rights, the Fundamental Conventions of the International Labour Organization
- The Organization for Economic Co-operation and Development (OECD) guidelines
- Any other international, national and local conventions or regulations applicable to their activities in the countries in which they operate.
- All the principles set out in the following chapters



1- Human rights Labour standards

CLAYENS NP suppliers and subcontractors comply with the International Labour Organization, declaration on fundamental principles and rights at work and international human rights law, and fight all forms of modern slavery.

The suppliers and subcontractors of CLAYENS NP are not accomplice in human rights abuses. In this regard, it is their responsibility to ensure that devices are in place to ensure compliance with labour standards, the respect of the following principles at their plants and, where applicable, with those of their own suppliers:

- Abolition of child labour: the suppliers and subcontractors of CLAYENS NP do not employ persons who have not reached the minimum legal age and prohibit themselves from supporting child labour, except within the framework of an official youth training programme approved by the public authorities;
- Elimination of forced and compulsory labour
- Freedom of association and collective bargaining
- Elimination of discrimination in the workplace, fair treatment
- Compliance with all applicable compensation, benefits and working time legislation.

2- Ethics

The suppliers and subcontractors of CLAYENS NP conduct their activities in accordance with the principles of the ethics code CLAYENS NP.

Furthermore, the suppliers and subcontractors of CLAYENS NP strictly respect all the legal provisions relating to their activities and their professional environment as well as the commitments made by CLAYENS NP to international institutions.

In particular, in the areas below, the suppliers and subcontractors of CLAYENS NP:

- **Competition:** *compliance with all applicable laws and regulations related to fair competition and shall endeavour to detect and prevent any illicit and unethical practices in the course of their commercial activities.*
- **Corruption :** *compliance with all applicable laws and regulations on corruption, bribery and extortion. Notably, CLAYENS NP's Suppliers and Contractors must not offer on their own behalf or on behalf of CLAYENS NP, directly or indirectly, any pecuniary or other advantage to CLAYENS NP employees, a public official, a political party, an employee or agent of a customer in the public or private sectors, with a view to obtaining or retaining business or securing any facility or favour that infringes regulations.*

CLAYENS NP suppliers and subcontractors are committed to fighting all forms of corruption, extortion and fraud.

- **Responsible Taxpayer:** *The suppliers and subcontractors of CLAYENS NP undertake to pay all taxes that they may be liable for in the different countries in which they operate.*
- **Money laundering:** *compliance with all laws related to money laundering. CLAYENS NP's Suppliers and Contractors shall not be involved in, or support money laundering practices.*

• **Conflicts of interest:** avoidance, identification and disclosure of situations where there is an actual or potential conflict of interest with CLAYENS NP employees or their relatives that could adversely affect their business actions or decisions.

• **Gifts and hospitality:** refraining from offering gifts and hospitality to CLAYENS NP's employees.

CLAYENS NP will refuse all gifts and hospitality:

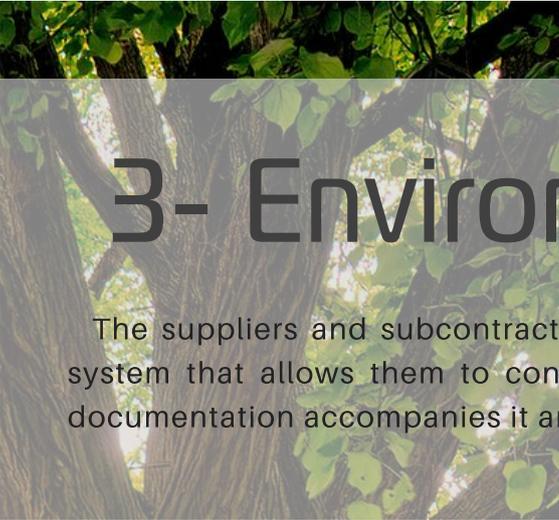
- That are not reasonable, modest and symbolic.
- That are not offered in a transparent manner
- In order to obtain a benefit in return
- That are contrary to the laws and customs of the countries
- During tenders or other negotiations.

• **Data confidentiality:** The suppliers and subcontractors of CLAYENS NP undertake:

- To respect and maintain the confidentiality of any confidential information of CLAYENS NP, including in particular intellectual property rights, project or expert information, and data related to manufacturing processes, and all commercial data.
- To refrain from disclosing any information that may be injurious to CLAYENS NP.

The suppliers and subcontractors of CLAYENS NP undertake not to use the image, brand or products of CLAYENS NP for the purpose of promoting their company at salons, customer visits or external presentations, without the prior written consent of a duly authorised representative of CLAYENS NP.





3- Environment

The suppliers and subcontractors of CLAYENS NP have an environmental management system that allows them to constantly improve their performance in this area. Updated documentation accompanies it and is made available to CLAYENS NP upon request.

The suppliers and subcontractors of CLAYENS NP:

- *Implement and/or develop policies that contribute to the preservation of natural resources to the greatest extent possible.*
- *Limit the waste generated by their industrial processes and ensure their disposal through environmentally friendly solutions.*
- *Avoid the use of toxic products as much as possible. In the event that there is no alternative solution to the use of such products, the suppliers and subcontractors of CLAYENS NP shall limit the use of such products and ensure that their handling and use are safe for human health.*
- *Ne doivent fournir en aucun cas des produits et emballages contenant de l'amiante dont l'usage est formellement interdit par CLAYENS NP.*
- *Encourage the development of environmentally friendly technologies (controlling pollutants and greenhouse gases emissions), recycling and implement actions to control their carbon footprint as well as logistical strategies to limit environmental impacts (in particular in terms of storage, transport and transshipment).*

For all other hazardous substances, elements or wastes with limited use, CLAYENS NP suppliers and subcontractors shall strictly comply with the applicable legal provisions.

- *Regulatory Compliance: CLAYENS NP suppliers and subcontractors comply with environmental laws and regulations in force in the countries in which they operate, and are fully licensed, necessary environmental licensing and registration certificates. Otherwise, they undertake to keep CLAYENS NP informed and to fulfil all legal obligations incumbent upon them.*
- *The hazardous substances or products they produce are systematically accompanied by up-to-date information on risks to the environment, in the form of an appropriate safety data sheet*
- *Responsible Mineral Supply: Suppliers and subcontractors of CLAYENS NP are required to submit documents and other information regarding the origin of tantalum, tin, tungsten, gold and other minerals contained in the products they supply to the Group. They must ensure that their imports of these minerals and metals come exclusively from responsible sources and are not from a conflict zone.*
- *Compliance with RoHS and REACH regulations: Suppliers and sub-contractors undertake to supply the group with goods whose composition conforms to the limits allowed by the RoHS Directive and cannot include more than the permitted percentage of substances of very high concern in the list of substances candidates introduced by the REACH regulation (as available and up-to-date at the time of delivery: <https://echa.europa.eu/en/candidate-list-table>), for goods destined for Europe, nor any substance referred to in Annexes XIV and XVII to that Regulation.*

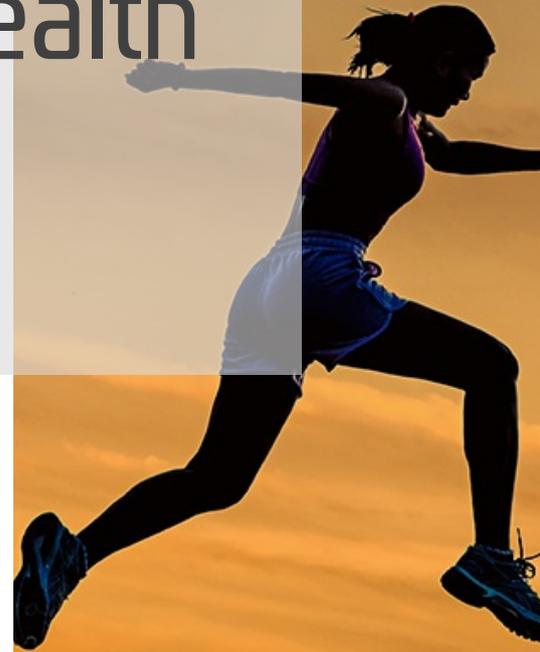


4 - Occupational health and safety

LCLAYENS NP suppliers and subcontractors shall ensure that their activities do not adversely affect the health and safety of their employee, their own subcontractors, local populations and, as a general rule, the users of their products.

CLAYENS NP suppliers and subcontractors are proactive on health and safety issues.

The risks associated with their activities must be identified and assessed. They shall take all appropriate measures to limit or eliminate such risks as far as possible. CLAYENS NP actively works to improve the safety of all those who work on its sites and on the sites of its customers. As the physical integrity of individuals is at stake, CLAYENS NP requires its suppliers and subcontractors to have an identical level of occupational safety requirements when intervening at these sites. In this regard, it is the responsibility of each supplier and subcontractor to report any anomaly found to the CLAYENS NP manager of the site on which it operates.





5- Supply chain - Products and services

CLAYENS NP suppliers and subcontractors are committed to promoting and communicating sustainable purchasing principles within their own supply chain.

The suppliers and subcontractors of CLAYENS NP integrate environmental, health and safety criteria into the design of their products and services, in order to reduce their negative impact throughout their life cycle, while maintaining and/or improving their quality.

SELECTION OF PARTNERS

CLAYENS NP endeavours, to the extent possible, to develop its activities with partners already committed to sustainable development or wishing to take initiatives in this area. A good supplier-customer relationship is based on a number of criteria such as specifications, quality, price, innovation, service offering and technologies, or social and environmental impact.

- **Tender procedure:** *The selection of a supplier is based on the competitiveness of the overall offer. Suppliers are invited to participate in the call for tenders by responding to a consultation (Request for Quotation, RFQ) and a request for information. The final choice is based on a supplier's ability to meet defined specifications and standards, technical competence, competitiveness in terms of price and potential for future cost improvement, quality, logistics, innovation, social and environmental practices, and supplier financial stability.*
- **CSR Questionnaire:** *Key suppliers are encouraged to complete an online self-assessment to outline their practices in the areas of health and safety, environment, and corporate integrity, and labour and human rights practices.*



- **Supplier Evaluation Criteria:** The CLAYENS NP Sourcing process includes a Supplier Performance Improvement and Monitoring Program developed in our Quality purchasing general requirements (**Clayens NP Group | Clayens NP (clayens-np.com)**) designed to enable them to achieve the best results in the areas of Security, Quality Cost Time and CSR

- **Supplier improvement plan:** In order to optimize the performance of the global supply chain and thus maximize the satisfaction of our customers: All gaps in the areas of Security, Quality, Cost, Time and CSR will have to be filled by the supplier itself or through improvement programs initiated and monitored by the NP CLAYENS Purchasing team.

- **Privileged suppliers - strategic:** CLAYENS NP is committed to working with the best suppliers who want to continuously improve their performance in order to develop their activities with the Group. A supplier is considered privileged if it presents:

- An ability to innovate and propose technical-economic solutions for improvement in terms of the environmental impact of the CLAYENS NP supply chain (limiting CO2 emissions, recycling materials, reducing energy and raw material consumption, etc.).

- Day-to-day performance that meets CLAYENS NP evaluation criteria (safety, technical skills, innovation, quality, lead time, competitiveness, service, CSR).

- Approval of the contractual terms of CLAYENS NP and this Purchasing Charter.

- Ability to develop an offer for different NP CLAYENS sites across national and international territory.

- Register in the CSR self-assessment program through the platform provided by the CLAYENS NP group.



COMPLIANCE UNDERTAKING - DEFAULTS

The start of the collaboration with CLAYENS NP is conditioned by the signature of this charter.

Suppliers will be required to inform CLAYENS NP of any changes in their organization. CLAYENS NP will cease to work with any supplier who repeatedly fails to comply with this Charter, and more particularly the ten principles of the United Nations Global Compact and all the regulations in force in the framework of our collaboration. After consultation with the supplier, in the event of a failure to comply with these principles, CLAYENS NP reserves the right to initiate a non-compliance and report it to the relevant regulatory authorities.

Any doubt as to the conformity of a supplier to this charter will give rise to an internal audit or Third party.

This Charter for Sustainable Development constitutes an integral part of all contractual documents entered into between CLAYENS NP and its Suppliers and Contractors.

CLAYENS NP requires its Suppliers and Contractors to hereby represent and warrant to cascade the principles contained in this Charter for Sustainable Development to their own suppliers and contractors and to implement a similar continuous improvement and compliance approach.

By adhering to this Charter for Sustainable Development, each Supplier and Contractor of CLAYENS NP accepts to be assessed or audited by CLAYENS NP or by a third party mandated by CLAYENS NP on the above-mentioned principles.





UNDERTAKING

Implementation and continuous improvement of the principles set out in this Sustainable Development Charter are the axioms of sustainable development policy implemented by CLAYENS NP. Submission of a tender or offer to CLAYENS NP and/or entry into a contractual relationship with CLAYENS NP endorses the undertaking of each supplier and subcontractor to comply with the principles embodied in this Sustainable Development Charter and to cooperate with CLAYENS NP in executing, when required, an action and performance enhancement plan consistent with these principles.

I acknowledge, as the authorized representative of the company referenced below, that I have carefully reviewed and understood the contents of the attached document, and confirm that our company is in full compliance with this NP CLAYENS Charter.

Supplier Company Name:

Supplier representative name :

Title of supplier representative:

Signature :

Date :



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