



Toms Group A/S
Supplier Code of Conduct



Toms Group A/S Supplier Code of Conduct

We expect that our suppliers recognize their social, environmental and financial responsibility. This Supplier Code of Conduct describes the requirements that we want our suppliers to comply with, with in the areas of:

- human rights and labour rights
- health and safety
- business integrity
- Climate, Environment and Nature

Scope

This Code of Conduct applies to any legal or natural person who supplies goods or services to Toms Group, in the following referred to as “supplier” or “suppliers”.

We expect our suppliers to ensure that their subsidiaries, affiliates and sub-suppliers which directly or indirectly provide goods or services to Toms Group also meet the requirements of this Code of Conduct. This entails that the subsidiaries, affiliates and sub-suppliers must be informed about and implement measures necessary to comply with the principles of this Code of Conduct.

Compliance with this Code of Conduct is an enforced part of any agreement or contract between a supplier and Toms Group, just as the supplier is required to comply with applicable laws and regulations.

The supplier is obliged to establish and maintain adequate procedures to obtain sufficient knowledge of own and any sub suppliers’ businesses’ level of compliance with Toms Supplier Code of Conduct. Furthermore, the supplier is obliged to establish and maintain adequate procedures, including monitoring, in order to ensure compliance with the Toms Supplier Code of Conduct.



Compliance with laws and regulations

The Supplier complies with all applicable local and national laws, rules, regulations and requirements of the country in which they grow, manufacture, distribute or provide products or services.

Human rights and international labour standards

We expect the Supplier to respect and comply with internationally proclaimed human rights and international labour standards as defined by core conventions of the International Bill of Rights and the International Labour Organization (ILO). In particular, but not limited to:

No forced labor

The supplier refrain from any engagement in or benefit from any form of forced or compulsory labour. All employment must be freely chosen. Forced or bonded labour or involuntary prison labour is not to be used. All work will be voluntary, and workers should be free to leave upon giving reasonable notice.

Freedom of association

The supplier acknowledges and respects the legal rights of employees the freedom of association and the right to join or to refrain from joining worker organizations of their choice, including trade unions, and to bargain collectively.

No child labour

Child labour is strongly condemned by Toms Group.

The term “child labour” refers to work that is mentally, physically, socially, or morally dangerous and harmful to children, and interferes with their schooling.

The Supplier do not recruit, engage or support the use of child labour and should respect and realize the principles of ILO Convention No. 138 on the minimum age for admission to employment and work; ILO Convention No. 182 on the worst forms of child labour; and ILO Convention 006 on Night work of young persons.

No discrimination

The supplier hire, compensate, promote, discipline, and provide other conditions of employment based solely on an individual’s performance and ability to do the job.

Supplier will refrain from any discrimination of employees on the basis of race, colour, age, sex, sexuality, religion, political opinion, nationality, marital status, social origin, ethnic origin, physical or mental disabilities or any other legally protected status.

Respect and dignity

The Supplier treats all employees with respect and does not engage in or support the use of corporal punishment, threats of violence, verbal, physical or visual abuse or other forms of mental, sexual or physical coercion or any forms of harassment or bullying.

No excessive working hours

The Supplier complies with applicable laws with respect to the number of working hours per day and the number of days worked in a week. The Supplier respect and realize the principles of ILO Convention No. 001 on Hours of Work.



Legal and fair compensation

The Supplier compensates employees relative to the industry and local labor market. The Supplier operates in full compliance with applicable laws and regulations regarding wages, work hours, benefits and binding agreements, including overtime work and other pay arrangements.

Health and Safety

The Supplier must provide employees with a safe and healthy workplace in compliance with all applicable laws and regulations.

The supplier shall draw up and comply with clear rules and procedures concerning health and safety in the workplace. Safety equipment shall be provided to and used by employees. Emergency exits shall be provided on all floors and be clearly marked and well-lit, shall not be blocked, and shall be accessible for evacuation during working hours. All employees shall have access to clean toilets and drinking water, and hygienic and (where required) well-adapted areas for storing food. All employees shall receive regular, documented health and safety training. One of the members of the supplier's management shall be assigned specific responsibility for the health and safety of the supplier's employees. If the supplier offers sleeping areas, they must be clean, secure and sufficiently ventilated, with access to clean sanitary facilities and clean drinking water.

Business integrity

Corruption, Gifts and Entertainment

The supplier must comply with applicable laws and regulations concerning anticorruption, including the UK Bribery Act and the US Foreign Corrupt Practices Act. The supplier must focus actively on avoiding any form of corruption, including extortion and bribery or similar methods, employed for the purpose of acquiring unlawful commercial advantages. The supplier must also refrain from offering lavish gifts and extravagant entertainment to any employees of Toms Group or on behalf of Toms Group. Corrupt practices also include offering or receiving any advantage to or from other parties as an inducement to do something which is dishonest, illegal or a breach of trust, in the conduct of business.

Any form of corrupt practices is unacceptable for Toms Group, regardless of local laws and practices.

The Supplier does not engage in any corrupt practices with any other party to advance the Supplier's or Toms Group's business interests.

Money Laundering

The supplier must be firmly opposed to all forms of money laundering and must only conduct business with partners involved in legitimate business activities with funds derived from legitimate sources. The supplier must take reasonable steps to prevent and detect any illegal form of payments and prevent its financial transactions from being used by others to launder money.



Sanctions

The supplier must take reasonable steps to ensure that no entity or person subject to the sanctions lists of the UN, the EU or other applicable sanctions laws and regulations, is involved in or unlawfully benefits from the supplier's operations, including its supply chain. In addition, the supplier must prevent involvement in any transaction prohibited by applicable sanctions laws and regulations.

Competition Law

The supplier must comply with applicable competition laws and regulations, including national, EU and US competition law and must not cause or be part of any breach hereof.

Confidential Information and Data Protection

The supplier must treat data belonging to Toms Group with confidentiality and protect it against unauthorized use, unlawful processing and against accidental loss, destruction, damage, alteration or disclosure. The supplier must ensure that personal data is handled in accordance with applicable data protection laws and regulations.

Tax

The supplier must act in accordance with applicable national tax laws and regulation, including joint taxation, and the OECD Transfer Pricing Guidelines for Multinational Enterprises.

Environment, Climate and Nature

Toms Group continuously works to minimize our negative impact on climate and nature and we expect our suppliers to share this commitment.

The supplier must comply with all relevant local and international legislation, including but not limited to EU Deforestation Regulation, EU's Corporate Sustainability Reporting Directive (CSRD), EU's Single-Use Plastic Directive, EU Directive for Extended Producer Responsibility.

The supplier must seek to prevent, minimize and attend to any adverse impact on environment, climate and nature of the supplier's own activities, products and services.

The supplier proactively takes necessary precautions and actions to minimize the adverse impacts on climate, environment and nature of its activities, and any approach to climate, environment and nature-related issues must be based on a principle of caution. On request the supplier must provide documentation that policies and procedures are in place to ensure this.

Areas, where it is expected that the Supplier has frameworks/policies and relevant action plans in place include:

- Climate change mitigation: Align operations with global climate goals, including efforts to transition to renewable energy sources.
- Emissions reduction: Take measures to reduce greenhouse gas emissions and air pollution.



- Resource efficiency: Use resources, including energy, water, and raw materials, efficiently and responsibly.
- Waste management: Implement waste reduction, recycling, and responsible disposal practices.
- Chemical substances: Ensure the safe handling, transportation, and disposal of hazardous chemical materials.
- Sustainable Sourcing: Source raw materials responsibly, avoiding deforestation, biodiversity loss, and unethical mining practices.

Monitoring compliance

We expect the Supplier to take all necessary steps to inform its employees, agents and subcontractors of the principles set forth in the Toms Group Supplier Code of Conduct and to take appropriate action to ensure understanding of and compliance with its principles.

In order to ensure our suppliers' compliance with the Toms Group Supplier Code of Conduct, Toms Group has established a practice pursuant to which all suppliers, who are considered critical according to internal guidelines, shall submit a supplier questionnaire on social responsibility upon request every second year.

Monitoring and auditing may also be conducted by announced or unannounced on-site inspections by Toms Group or our representatives.

Toms Group expects the Supplier to maintain necessary documentation to demonstrate compliance with the principles

stipulated in this Supplier Code of Conduct. The Supplier is obliged to give Toms Group's representatives full access for such on-site inspections, including access to all records and data, which may be relevant to evaluate the Supplier's level of compliance with the Toms Group Supplier Code of Conduct and access to interview randomly chosen employees.

Non-compliance with the Toms Group Supplier Code of Conduct

Non-compliance with the Toms Group Code of Conduct or the obligations to submit supplier questionnaire and/or to give full access to on-site inspections constitutes a material breach of the business relation with Toms Group, entitling Toms Group to react accordingly, by initiating a dialogue with the Supplier and request further explanations and appropriate actions to ensure improvement on the subject(s) in question

The supplier is obliged to cooperate to ensure such improvements.

Toms Group may co-operate with national or international organizations with specific focus on one or more subjects covered by Toms Group Supplier Code of Conduct, and in the event of non-compliance with Toms Group Supplier Code of Conduct the Supplier shall be obliged also to co-operate with such organizations to minimize the harmful effects on human beings or environment, climate and nature.

The supplier's continuous failure or lack of will to take active part in the dialogue, or to establish adequate measures to improve the subjects of non-compliance or failure to implement such measures will be regarded as material breach of the business relation with Toms



Group, entitling Toms Group to react accordingly, e.g. by terminating the relation.

Reporting on non-compliance

The Supplier will inform Toms Group immediately if it learns of anything that may indicate a quality, safety or labeling problem affecting the supplied goods or Toms Group's products, or that could cause the Supplier to breach its agreements with Toms Group.

Suppliers are encouraged to respond if they have fair reason to believe that Toms Groups employees or its agents or subcontractors engage in wrongful acts including but not limited to financial irregularity or inaccuracy, fraud, anticompetitive or corrupt practices or violations of significant labor, health, safety or environmental requirements. Such acts should be reported to Toms Group at the e-mail address whistle@tomsgroup.com.

Revisions to the Supplier Code

The Toms Group Supplier Code of Conduct will be reviewed on a regular basis and updated as necessary. The latest version of the Supplier Code of Conduct will be posted on the Toms Group corporate website www.tomsgroup.com.

Last updated February 13, 2025



Supplier Declaration

We the undersigned hereby confirm that:

- We have received and taken due note of the Toms Group Supplier Code of Conduct, status as of February 13, 2025.
- We are responsible for being aware and live up to all relevant laws and regulations of the country or countries in which our company operates.
- We will inform Toms Group in case of conflict between provisions of the Toms Group Supplier Code of Conduct and any applicable laws or regulations in our countries of operation.
- We will observe and conform to the Toms Group Supplier Code of Conduct.
- We will communicate as appropriate to our employees, agents and subcontractors the Toms Group Supplier Code of Conduct and ensure that they comply with the provisions therein.
- We will provide upon Toms Group's request relevant documentation supporting our compliance with the Supplier Code of Conduct provisions.

Please sign and complete this supplier declaration and return via email to your Toms Group procurement representative.

Toms Group A/S
Attention: Procurement Department
Toms Allé 1
2750 Ballerup
Denmark

Supplier Declaration (must be signed by authorized signatory)

DATE / SIGNATURE

NAME (PLEASE USE BLOCK LETTERS)

TITLE

COMPANY

EMAIL

PHONE

COMPANY ADDRESS