

## **SUPPLIER CODE OF CONDUCT**

**04-19**

### **POLICY STATEMENT**

Our Suppliers are valued business partners with whom we want to have mutually beneficial business relationships. To maintain these relationships and to minimize legal and reputational risks, it is important that our Suppliers conduct their business in a manner that is consistent with BENA Fastenings' corporate values and policies.

While we take responsibility for communicating our requirements and answering any questions our Suppliers might have, it is the responsibility of our Suppliers to adhere to the Supplier Code of Conduct. We reserve the right to audit our Suppliers to confirm they are operating in accordance with this Code, and we reserve the right to sever our relationships with Suppliers found not adhering to this Code.

### **PURPOSE**

This Supplier Code of Conduct presents our business conduct and ethical behavior requirements for all of our Suppliers. The term "Supplier" is used in this document to refer to suppliers, contractors, subcontractors, and all other third-party entities that provide goods and services to BENA Fastenings or who act on BENA Fastenings' behalf.

### **APPLICABILITY**

This Supplier Code of Conduct describes standards that are expected of our suppliers, contractors, subcontractors, or other third-party entities, and all organizations with whom BENA Fastenings has a business relationship.

### **ACCOUNTABILITY**

The Director of Supply Chain owns and maintains this policy and must approve any deviations.

### **GUIDELINES**

BENA Fastenings' core expectations are outlined at a high level in the following points:

- Suppliers must understand and comply with all applicable laws and regulations;
  - Suppliers must always act with integrity in any business dealings;
  - Suppliers must not give or accept gifts, prizes, or entertainment benefits which would be considered excessive by an objective observer;
  - Suppliers must not give or accept facilitation payments, bribes, kickbacks or any other types of improper payments;
  - Suppliers will treat all their employees and others ethically and fairly;
  - Suppliers will provide work environments that are safe and that minimize impacts to the environment; and
  - Suppliers will not disclose sensitive information about BENA Fastenings.
  - Suppliers will ensure that BENA Fastenings, its employees, subcontractors and any third-party representatives behave in a manner consistent with these guidelines
-

## **SUPPLIER CODE OF CONDUCT**

**04-19**

### **Compliance with Laws and Regulations**

Suppliers are responsible for ensuring that their managers, employees, consultants and contractors are aware of and comply with all applicable laws.

### **Integrity in Business Dealings**

Suppliers must act with integrity in dealings with all persons inside and outside their company, including government officials, customers, suppliers and members of the community. Suppliers must promote and protect free and fair competition. Any form of corruption, extortion, price fixing and/or anti-competitive behavior is strictly prohibited.

### **Gifts and Entertainment**

Suppliers shall not give to or accept from, a representative of BENA Fastenings any gift, prize or entertainment benefit that could be deemed to be out of line with customary and acceptable business practices. Gifts or entertainment means anything of value, some examples are meals, lodging, discounts, prizes, travel, tickets, money in any form, or stock.

Exchanges of gifts, entertainment and prizes are permissible if they are occasional, modest and consistent with standard industry practice in the region in which the Supplier operates and would not be perceived by an objective observer:

- to be excessive;
- to constitute a personal enrichment for the recipient; and/or
- intended to influence a person's behavior.

### **Bribery and Other Improper Payments**

BENA Fastenings is subject to legislation in Canada and other jurisdictions that prohibits corrupt practices in dealing with public officials. BENA Fastenings has a policy of zero tolerance for bribery and corruption and insists that all Suppliers comply with this obligation in all areas where they operate. This means that Suppliers shall not give or accept facilitation payments, bribes, kickbacks or other types of improper payment for any reason. Compliance with BENA Fastenings' policy of zero tolerance for bribery and corruption is required in all jurisdictions including those where such payments are not prohibited by law or regulation.

It is our Supplier's responsibility to ensure that the requirements of the applicable anti-corruption legislation are met. No payments, gifts or other benefits are to be given, directly or indirectly, to public officials, political parties or political candidates for the purpose of influencing government decisions in BENA Fastenings' favor or for securing other improper advantages. Public officials include all people who perform public duties or functions for a foreign state, including:

- anyone "acting in an official capacity";
  - anyone under a delegation of authority from a government; or
  - officers and employees of companies that have government ownership or control, regardless of whether the government has majority ownership or control.
-

## **SUPPLIER CODE OF CONDUCT**

**04-19**

Furthermore, no such payments are to be made to agents or other third parties in circumstances where it is likely that part or all of the payment will be passed on to a public official, political party or political candidate

### **Employee Practices**

Suppliers are expected to treat all their employees ethically and fairly. From BENA Fastenings' perspective, this means:

- no discrimination on the basis of gender, physical or mental disability, age, marital status, family status, sexual orientation, religious belief, race, colour and ancestry;
- consistency with universally accepted standards related to exploitation of child and / or forced or compulsory labour;
- freedom of association and collective bargaining;
- fair and competitive compensation;
- promotion of a harassment-free workplace;
- confidentiality of employee records; and
- compliance with local employment laws and best practices.

### **Health, Safety & the Environment**

Suppliers are expected to operate in accordance with all applicable health, safety, and environment (HSE) laws and regulations. In addition, Suppliers are expected to be familiar with, and conform to BENA Fastenings' HSE policy and procedures when operating on a BENA Fastenings worksite.

Suppliers are expected to provide working environments for their employees and contractors such that no people are harmed and impact on the environment is minimized. If operational results and safety ever come into conflict, we require Suppliers to choose safety over operational results.

### **Confidentiality**

Suppliers shall not disclose sensitive information about BENA Fastenings' business, its employees, its performance, or its business dealings. This includes information disclosed by the Supplier's employees through social media outside of the Supplier's work environment. Suppliers must not make reference to BENA Fastenings when promotional marketing or advertising without first obtaining written permission from BENA Fastenings.

This does not prohibit the release of information which is required by law, regulation or the rules of any applicable stock exchange, provided that to the extent reasonably possibly Supplier provides BENA Fastenings advance notice of the release and incorporates BENA Fastenings' comments if so provided.

---

## **SUPPLIER CODE OF CONDUCT**

**04-19**

### **Reporting**

If a Supplier feels that BENA Fastenings, one of its employees, subcontractors or any third-party representatives are behaving in a manner that is not consistent with these guidelines please send the details surrounding the situation to [vena@cimabelfin.com](mailto:vena@cimabelfin.com); all reports will be held in confidence.

### **CONTINUOUS IMPROVEMENT**

This policy is to be reviewed on an annual basis.

---