

Supplier Code of Business Conduct

Slaughter and May (the “Firm”) is a leading international law firm, providing an extensive range of legal services to a diverse range of clients. We seek excellence in every aspect of our business and are committed to the highest standards of professionalism, ethics and integrity. Furthermore, we are committed to complying with all applicable laws, the professional rules which apply to us as a firm of solicitors and observing the highest standards of propriety.

It follows that the quality of our suppliers’ goods and services must match the quality of the services we provide to our clients - which is why we expect the very highest standards from our suppliers. We also encourage our suppliers to play their part in helping to create a sustainable and inclusive global economy. All our key suppliers are, therefore, expected to comply with the requirements set out in this Code.

1. Complying with the law

You must comply with all applicable legal and regulatory requirements when supplying or providing goods and/or services to the Firm. This includes (without limitation) ensuring that your personnel have the legal right to work in all relevant jurisdictions and that you are correctly accounting for and paying any tax liabilities.

2. Avoiding conflicts of interest

You must ensure that you supply or provide goods and/or services to the Firm in a way which is not only lawful, but also open and transparent.

You must therefore anticipate and identify all relevant potential conflicts of interest, report immediately any possible conflicts in writing to your usual contact at the Firm and work with the Firm with a view to resolving them promptly and in a way which is acceptable to the Firm.

For example, if anyone working for you is closely related to a sub-contractor who you intend to recommend to, or evaluate or manage for, the Firm, this should be disclosed to the Firm before any such recommendation is made or evaluation or management takes place.

3. Improper payments, hospitality and gifts

We expect our suppliers to act, in all their dealings with us or on our behalf, with honesty and integrity. In particular, you must not:

- accept bribes or any improper payments from any contractors, sub-contractors or other suppliers you recommend to us or manage or evaluate on our behalf;
- offer bribes or any improper payments with a view to securing business for us or with us;
- (with the exception of low-value branded items) give gifts of any significance to anyone who works for us; and
- (with the exception of occasional drinks and ordinary business lunches) entertain anyone who works for us unless you are confident that they have first cleared the matter with their manager/supervisor.

4. Facilitation of criminal conduct

When providing services to the Firm, or to others for or on our behalf, you must not aid, assist or enable another person to commit a crime. This prohibition includes (without limitation) the facilitation of fraud and crimes relating to the payment of taxes.

5. Fair employment practices

The Firm is committed to the principles of equality, respect for diversity and inclusion. We expect our suppliers to have a similar commitment. This means that, in your dealings with people in the course of your supply of goods and/or services to us, we expect you to treat individuals with dignity and respect. You should not engage in unwanted, unacceptable and inappropriate behaviour, which includes bullying, harassment, sexual harassment or victimisation.

You must adopt fair employment practices which comply with employment laws and with legislation relating to freedom of association, data protection, collective bargaining, immigration, working time and remuneration, equality of treatment, health and safety and which prohibit “modern slavery” (by which, in summary, we mean slavery or servitude, forced or compulsory labour and child labour).

Furthermore, you should not engage in any practices that are known to contribute to the risk of modern slavery. These include, for example, charging workers recruitment fees (so they are effectively paying for the opportunity of employment), retaining workers’ identity documents (such as their passports) or requiring workers to lodge deposits or bonds (which are effectively “runaway insurance”).

6. Non-collusion

You must never propose or enter into any agreement with another supplier or potential supplier of the Firm or others in your sector to fix prices, terms and conditions of sale, costs, profit margins or anything similar.

7. Sustainable procurement

We expect our suppliers to comply with all applicable environmental laws and regulations. We also expect our suppliers to set themselves demanding targets to implement best practice procedures, aimed at reducing the impact of their business on the environment, and to strive to achieve them.

8. Obligation to ensure compliance

It is your responsibility to ensure that:

- relevant personnel are informed about this Code; and
- all your directors and employees and any sub-contractors you appoint comply with the standards described in this Code.

To facilitate this, we also expect you to support whistle-blowing within your organisation and to have internal policies and procedures in place which encourage your personnel to speak up whenever they have a genuine concern about a legal or ethical issue.

9. Monitoring

You recognise that an important part of our relationship with you is our ability to assess your continuing compliance with this Code. You will, therefore, fully and promptly answer any queries we have about the matters covered by it and support any audit we wish to carry out focusing on any specific risk areas. This might include, for example, allowing us to make unscheduled visits to your premises and to speak direct to your workers in the course of any such visit.

10. Supply chain compliance

It is important to us that our supply chains are also meeting high ethical standards. We expect you to carry out appropriate due diligence on your own suppliers and to require them to adhere to standards which are similar to those described in this Code. You will let us have, on request, details of the due diligence you actually undertake.

We also expect you to avoid treating or making demands of your suppliers that might in any way lead them to violate human rights. Examples of this might include you making late payments or placing late orders as a matter of routine.

Your understanding and commitment

In summary, we expect you to share the aims and commitments described in this Code and to comply with the obligations and responsibilities in it. We also expect you to understand that this is fundamental to you being appointed as a supplier of, and continuing to supply goods and/or services to, Slaughter and May.