

SUPPLY CHAIN CODE OF CONDUCT



INTRODUCTION

Denholm Energy Services and its subsidiaries (“DES”) believe business ethics and integrity are fundamental to our reputation and to running a successful business.

The DES Supply Chain Code of Conduct is aligned to the DES Code of Conduct that requires all our directors, officers and employees, along with those working on our behalf to comply with all applicable laws and act ethically and with integrity at all times.

DES requires all its supply chain partners to align their standards to this Supply Chain Code of Conduct, operate to the highest standards at all times, and have adequate policies and procedures in place designed to ensure the same standards are met by their supply chain.

DES expects supply chain partners to implement systems and controls to ensure compliance with this Supply Chain Code of Conduct and employ policies, training, monitoring and auditing mechanisms to ensure compliance and continuous improvement and notify DES of any alleged, potential, suspected or actual breach of law or the Supply Chain Code of Conduct.

DES expects supply chain partners to notify DES Compliance if there is suspicion that a conflict with this code has occurred, or may occur in the future, using the guidance set out in the DES Code of Conduct, found on the Group website.

By only working with companies who understand and share our commitment to these principles we will build a sustainable business relationship that will enable us all to be successful and benefit the communities we operate in.

PERSONAL AND BUSINESS INTEGRITY

DES expects all its supply chain partners to comply with all applicable anti-corruption, anti-trust and competition laws, including the UK Bribery Act 2010, the Criminal Offences Act 2017 and any similar local laws.

DES expects its supply chain partners never to:

- Participate in any form of corrupt behavior
- Allow others to, offer, give or receive bribes, make improper payments or provide other financial advantage to a third party (including DES directors, officers or employees, agents, other representatives or connected persons) to obtain new business, receive preferential treatment or any other advantage
- Make facilitation payments. This does not include small gifts and entertainment that would not expect the recipient to feel obliged to give preferential treatment to the provider, nor legitimate fees payments for accelerated service based on fully transparent and publicly available rates

DES has a zero tolerance approach to tax evasion and the facilitation of tax evasion by others.

DES expects its supply chain never to engage in tax evasion or facilitate tax evasion by any other party and expects compliance with all tax laws and regulations wherever they apply, paying tax properly due in accordance with those tax laws and regulations.

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WORKING RELATIONSHIPS

DES is committed to our responsibility to providing a safe, healthy, equitable and fulfilling workplace where all our workers can flourish and expects its supply chain to share the same values.

DES expects its supply chain to:

- Comply with all applicable employment laws and ensure working hours, wages and overtime pay are set in accordance with them
- Ensure workers are paid at least the legal minimum wage with all wages paid in a timely manner in accordance with contractual arrangements and never charge for recruitment fees
- Ensure workers are provided with employment contracts in writing as required by applicable laws in a language understandable to them
- Only use recruiters or employment agencies that comply with local laws and regulations
- Respect freedom of association and the right to collective bargaining
- Ensure workers are recruited and promoted on the basis of personal ability, contribution and potential, never on the basis of any personal characteristics or beliefs
- Comply with all applicable laws regarding harassment and abuse of employees and conduct operations in a manner that is free from discrimination
- Never use any forced, bonded, involuntary prison or child labour and ensure its operations are not involved in human trafficking, complying at all times with the UK Modern Slavery Act 2015 and any similar local laws

FOR THE FUTURE

DES is committed to the prevention of injury and ill health and to delivering continuous improvement in our health, safety and performance.

DES expects all its supply chain partners to:

- Promote safe and healthy working, take care of ourselves, our colleagues and the public
- Comply with all applicable QHSE standards and regulations
- Provide a safe and healthy work environment where workers receive adequate training, work procedures and appropriate equipment and personal protective equipment to carry out their duties in a safe manner
- Promote a culture where anything believed unsafe is challenged and reported
- Continuously monitor health and safety performance and establish and maintain a programme that drives continual improvement in standards and reporting
- Reject staff or contractors who do not adopt good health and safety practices

DES expects supply chain partners to comply with all applicable environmental laws and regulatory requirements and manage their operations to prevent or minimize any potential negative impact on the community and the environment, wherever possible and at all times.

COMPANY PROPERTY AND RESOURCES AND INFORMATION MANAGEMENT

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Maintain complete, accurate and reliable records of all commercial dealings with DES making copies available on request.

Notify DES immediately on becoming aware of any personal data breach under the EU General Data Protection Regulation or similar local legislation.

Protect DES, our competitors and your supply chain's confidential information and personal data and prevent disclosure, theft, or unauthorized use. Never share information in your possession about DES or our competitors with us or any other party and return any confidential information you should not have received.