

BANIJAY NORDIC – SUPPLIER CODE OF CONDUCT

Introduction

This Supplier Code of Conduct (the “Supplier Code”) is created by Banijay Nordic and the production companies in Denmark, Sweden, Norway and Finland (collectively referred to as “Banijay Nordic”). When referring to “we”, “us” and “our” in the Code, it shall also be understood as the shared efforts of Banijay Nordic.

Banijay Nordic wants to develop and maintain strong business relationships with suppliers, sub-suppliers and associated companies (hereafter “Suppliers), who are committed to ethical, moral and regulative standards corresponding to our own. The Supplier Code therefore sets out key principles and standards towards any part of Banijay Nordics supply chain – including the Suppliers’ employees and consultants – who are all expected to comply with the Supplier Code.

Suppliers are expected to monitor their compliance with this Supplier Code on an ongoing basis and shall – if requested by Banijay Nordic – provide Banijay Nordic with relevant information and / or documentation to verify their compliance with the Supplier Code. If the Suppliers fail to comply with the standards and provisions set out in the Supplier Code, Banijay Nordic may have to review and potentially terminate our co-operation with the Supplier.

Compliance with laws and regulations

Banijay Nordic stands for doing business in the right way, – ethically, legally and professionally. We comply with all applicable local and international laws and regulations. Such regulations include, but are not limited to regulations concerning trade sanctions, anti-corruption, data protection, human rights, and anti-trust/competition law, (collectively the “Applicable Regulations”). We expect the same commitment from our Suppliers.

Stricter rules than those described in this Supplier Code may be applied in certain countries or business areas. Suppliers must be respectful of differences in legal tradition in all countries in which Banijay Nordic and the Suppliers operate and ensure respectful conduct towards local culture, religion and traditions in all countries of operation. However, in the event that any requirement of the Applicable Regulations differ, or in any way are deemed to be in conflict with one another, Suppliers shall act in accordance with the highest moral standard, meanwhile ensuring consistency with all applicable and relevant laws.

Our commitments

Human Rights

Respect for human rights is a fundamental value for us. We conduct business in a manner that respects and supports human rights and dignity, and we comply with all applicable laws that promote and protect human rights and prohibit slavery and human trafficking. We also ensure that our business activities do not negatively affect fundamental and internationally recognized human rights. We expect our Suppliers to also respect internationally recognised principles and legislation relating to human rights – and to treat anyone involved with us with respect and understanding.

Equality, diversity and inclusion

We are committed to provide a work environment that is free from discrimination and harassment. In keeping this commitment, Suppliers shall recognise and be committed to upholding the human rights of workers and treat them with the dignity and respect indicated by internationally recognised principles.

When it comes to fair hiring and employment practices, Suppliers must ensure:

- That individuals are treated with equality and that those who may be disadvantaged can get the tools they need to access the same, fair opportunities as their peers.

- A diverse environment is one with a wide range of backgrounds and mindsets, which allows for an empowered culture of creativity and innovation.
- An environment and open culture where all individuals feel welcome, valued, and empowered to speak up.

Fair working conditions

Suppliers must secure a professional environment in line with universal human and labor rights standards, applicable laws, and agreements on working hours and compensation. Suppliers shall comply with internationally recognized principles under the International Labor Organizations core conventions (“ILO”).

Suppliers must ensure, that no form of forced, bonded or compulsory labor and no form of slavery and/or human trafficking is used. Further, Suppliers must ensure that all workers are free to leave their employment after giving reasonable employment conditions and that everyone is free to join associations or unions, and to bargain collectively or individually.

Suppliers shall ensure that local regulation on working hours is maintained, and that no individual is exposed to excessive working hours without adequate rest and relief. Furthermore, Suppliers shall secure that all workers have written and legally binding agreements of employment setting out employment conditions in a language understandable to the worker.

Remuneration to all workers shall meet national and applicable legal standards on minimum wage. The basis on which workers are paid shall be clearly conveyed to workers in a timely manner. Any disciplinary wage deductions are to conform to local law.

We respect and supports children’s rights and expects all Suppliers to do the same. Child labour is therefore not tolerated. The use of legitimate workplace apprenticeship programmes and internships that comply with all applicable laws and regulations is, however, supported.

Supplier shall continuously work to address and remedy potential risks related to health and safety in connection with our business, e.g., by conducting due diligence assessments of the working environment and by ensuring transparency.

Whistleblowing

We encourage freedom of speech and the right to speak up against malpractice, illegality or breaches of regulations and procedures, as well as breaches of the Supplier Code. Suppliers shall ensure that there are appropriate routines in place for whistleblowing in relation to the undertakings of the Suppliers. The Suppliers are to ensure that reporting is conducted in a justifiable manner.

Censurable conditions may include, but is not limited to:

- risks related to health and safety
- risk related to the environment
- corruption or bribery
- misuse of authority or an inadequate working environment
- risk related to data security and personal data protection

The Suppliers are to ensure that no reprisal shall be taken against anyone for raising concerns pursuant to this policy or applicable law.

Discrimination, bullying and harassment in the workplace

We have a zero-tolerance policy against discrimination, bullying or any kind of harassment. We expect Suppliers to commit to the same and facilitate a respectful and friendly work environment for everyone.

Suppliers must encourage anyone who becomes aware of any situations where discrimination or harassment occurs to report this to their contact person or supervisor within the company. Anonymous reports shall also be processed.

Health and Safety

Suppliers shall ensure that workers are provided with a healthy and safe physical and psychological working environment in accordance with internationally recognized standards.

We do not tolerate abuse or offensive behavior anywhere in our workplaces, including violence, threats, discrimination, bullying, harassment, unwanted sexual contact, or other acts of a humiliating or offensive nature. We consider any form of abusive or offensive behavior to be unacceptable, whether intentional or not.

Suppliers shall do their utmost to act against abusive or offensive behavior and to control hazards and take necessary precautionary measures against accidents and occupational risks.

Suppliers shall ensure that workers receive adequate and regular health and safety training and education. Suppliers must have clear procedures in place to ensure that emergency situations are dealt with in a way that minimizes harm to life, environment and property.

Protecting the Environment

We nurture and safeguard the environment by taking serious steps to reduce our carbon footprints and our overall impact on the environment and to contribute to the use of environment friendly technology and products. Banijay Nordic expects Suppliers to conduct business in ways that protect and preserve the environment by taking a precautionary approach towards environmental challenges, and by undertaking initiatives to promote greater environmental responsibility and the development of environmentally friendly technologies.

Transparency

Suppliers are obliged to carry out due diligence assessments of the working environment at their own workplaces, in the supply chains and at other business partners workplaces. This shall also include the fundamental human rights in connection with the production of goods and the provision of services. The assessments shall be ready to be presented on demand at any times.

Our business

Anti-bribery and corruption

We are firmly opposed to all forms of bribery and corruption. Under no circumstances shall our representatives directly or indirectly solicit, receive or accept any financial advantage, including bribes (e.g., kick back, side payment, or profit sharing) either in cash or any other form or service of value.

Suppliers shall ensure that they, or any associated persons, do not engage in any form of bribery or corruption in relation to Banijay Nordic's business. We encourage all Suppliers to implement and maintain an anti-corruption programme aligned with internationally recognized standards. This program shall be transparent, include adequate training and information, and be efficiently maintained.

Money Laundering

Suppliers shall not in any way take part in Money Laundering or similar (where illegally obtained money or proceeds are turned into "respectable money" or assets). Suppliers do not engage in transactions involving proceeds from criminal activity and shall provide its best efforts to avoid the occurrence of money laundering by implementing sufficient screening and monitoring mechanisms in its day-to-day operations. Furthermore, our Suppliers shall respect international sanctions that may be imposed on countries, entities or individuals, either multilaterally or unilaterally.

Conflicts of interest

Decisions that are made in relation to Banijay Nordic shall be based on neutral, objective and fair evaluations of Banijay Nordic's interest, without being impacted by the personal interest of the decision maker. We avoid and eliminate conflicts of interest (when personal interests or activities might influence how we do our jobs, ethically, morally and professionally). We expect our Suppliers to inform us immediately if a situation arises which appears to involve a conflict of interest affecting Banijay Nordic.

Fair competition

We're strong believers in vigorous but fair competition within the framework of applicable laws and regulations in the countries in which we do business. We won't enter into any arrangements that would limit competition, both written or verbal, implicit or explicit. We expect our Suppliers to commit to the same. Suppliers shall not enter into any agreements (written or oral), or engage in other forms of activities, which prevent or restrict competition and breach applicable competition laws.

Gifts and hospitality

Gifts and hospitality such as social events, meals or entertainment are part of our daily interactions with third parties and may be offered in order to develop business relationships. However, the cost should be kept within appropriate limits and we don't allow soliciting for, or acceptance of, hospitality or a gift that might reasonably be seen as having an improper influence or where compliance with laws could be questioned.

Purchasing / procurement (services, products)

All procurement activities conducted on behalf of Banijay Nordic are complying with the standards outlined in the local legislation. Procurement of goods and services are conducted in an open and competitive environment to ensure that prices paid are fair and reasonable. We strongly encourage our Suppliers to support local communities by purchasing as local as possible and with an aim to purchase fairtrade products, materials etc. whenever possible.

Information

Handling business information and intellectual property

We expect our Suppliers to protect confidential information from unauthorized disclosure or misuse. Protecting sensitive company information and property shall be a key responsibility for all Suppliers' staff members.

Our intellectual property is one of our most important assets. It is therefore our common obligation to take the required steps to respect and protect these assets against loss, infringement, improper use and disclosure.

Further, as part of the Supplier's work, it gains access to confidential information. Confidential information refers to all information that has come to its knowledge and which 1) is not in the public domain, and 2) one ought to know is of importance for Banijay Nordic to keep confidential (based on a prudent assessment). This can include financial data, business plans, contracts, and customer or supplier details.

Suppliers must prevent disclosing, as well as prevent others from gaining access to, such confidential information. No form of reproduction or copying of business-related documents for private use is permitted without the permission from Banijay Nordic. Consequently, Suppliers must have and maintain sufficient systems and protocols which enables safe storage and sharing of sensitive company data.

Data protection

Everybody has a fundamental right to privacy, and Suppliers shall always respect this right. Furthermore, Supplier must be transparent about how it handles personal data. Handling personal data and confidential information shall be done responsibly. This includes complying with all applicable data protection laws and regulations when personal data and information are collected, stored, processed or transferred. Personal data shall only be processed with good reason and for specified legitimate purposes.

Sanctions

Banijay Nordic are responsible for determining sanctions against breaches of the Code. In the event that Banijay Nordic determines that the Supplier has engaged in behavior in violation of the Supplier Code, Banijay Nordic will consider taking appropriate remedial action, including but not limited to immediate discharge from contractual obligation with the Supplier.

Concerns about possible breaches should be reported to Banijay Nordic immediately, and may be raised verbally or in writing, in accordance with the at all-time applicable whistleblowing guidelines. If the Vendor is

made aware of any possible breaches by its employees or subcontractors, it shall inform Banijay Nordic immediately.

Trade sanctions

Banijay Nordic needs to know its external parties and Suppliers must therefore be transparent about the beneficial owners with whom Banijay Nordic conducts business.

We expect our Suppliers to inform us immediately if a situation arises where Supplier is faced with any red flags regarding corruption, bribery, money laundering, human rights or human dignity.