

GRAPHITE CAPITAL MANAGEMENT LLP

SUPPLIER CODE OF CONDUCT

January 2023

About this Code of Conduct

Graphite is committed to ensuring that the principles, standards, and values it upholds as part of its own operations are also upheld by its suppliers. These principles of corporate integrity, responsible sourcing, and the safety and well-being of workers are reflected in this Code, which sets out the minimum standards Graphite expects of its suppliers.

Who must comply with this Code

We ask our suppliers, business partners and contractors to comply with the requirements of this Code and to ensure that appropriate systems are in place in order to monitor and demonstrate compliance with the Code.

Compliance with Laws and Regulations

In accepting the principles set out in this Code of Conduct, suppliers shall agree to abide by all applicable laws and regulations in any jurisdictions in which they operate, including but not limited to the laws and regulations relating to issues addressed in this Code.

If there is a conflict between any applicable laws or regulations, the provisions of an agreement with Graphite and the provisions of this Code, the Supplier shall meet the higher standard.

Human Rights

Suppliers must comply with all applicable human rights and employment laws in the jurisdictions in which they work and operate, and the principles recognised in the International Bill of Human Rights.

When local laws conflict with international human rights standards, suppliers should comply with the law while seeking to honour the principles of internationally recognised human rights and the Graphite Supplier Code of Conduct.

Diversity, Inclusion and Non-Discrimination

Graphite is committed to creating a diverse and inclusive working culture and environment where people feel valued and respected and expects its suppliers to do the same.

This means striving to employ a diverse team of people and ensuring equal access to opportunities and resources for all, including those who might be otherwise excluded or marginalised as a result of socioeconomic circumstance, gender, race, colour, disability, neurodiversity, age, nationality, union affiliation, or religion.

Suppliers should also assess and address any potential negative impact their activities may have in their local communities, providing employees and managers with direct responsibility for supply chain management, and with training on the mitigation of labour abuses and discrimination.

Inclusive Procurement

We strive to create a diverse and inclusive working environment where our personnel feel respected and valued. This extends to our suppliers, contractors, and other key stakeholders. All suppliers, contractors and key stakeholders are expected to hold these high standards in all their dealings with Graphite.

We expect our partners and suppliers to share the same commitment to being diverse and inclusive, both within their operations and their supply chains.

Labour

Graphite expects its suppliers to respect the rights of their workforce and to comply with all relevant labour legislation in all jurisdictions in which they operate, or in the absence of such legislation, in compliance with relevant International Labour Organisation (ILO) conventions, to ensure:

- No forced or child labour exists anywhere in the supply chain
- Freedom of association and the right to collective bargaining are respected
- Working conditions are safe and sanitary
- Fair pay, working hours and rest periods are provided
- No harassment, harsh or inhumane treatment is allowed

Forced or Child Labour

Suppliers, wherever located, must work towards ensuring no slavery, forced or child labour, or human trafficking exists in their business or at any stage of their own supply chain. All employment must be on a voluntary basis. All workers should be free to terminate their employment at any time with reasonable notice.

Freedom of Association

Suppliers must ensure that their employees have the right to form or join labour unions without prior permission, to safeguard and develop their economic and social rights. Where the right to freedom of association is restricted under law, there must be an equivalent means of independent representation for workers.

Working Conditions

Suppliers must ensure that they provide a safe, humane, and sanitary working environment for their employees, meeting the requirements set out in the ILO Occupational Health and Safety Guidelines.

Suppliers must also ensure that appropriate training is given to employees in safety practices and procedures, including fire protection.

Working Hours and Wages

Suppliers should comply with local laws relevant to living minimum wages, standard working hours and employee benefits. Where these do not exist, suppliers should pay minimum living wage and benefits or greater as defined by the ILO or similar initiatives.

Suppliers should ensure fair remuneration for both men and women for work of equal value in accordance with local applicable laws, directives, and regulations.

Harassment and Harsh Treatment

Suppliers must ensure they provide a workplace for their employees that is free of harassment, including sexual harassment and sexual abuse, threats, verbal abuse, harsh or inhumane treatment.

Suppliers should also make sure they have a whistle-blowing policy in place that ensures protection for employees raising concerns about any historical, present or future incidents or wrongdoing, in compliance with local laws, directives, and regulations.

Anti-Corruption and Bribery

Suppliers should perform all business dealings with integrity and transparency, complying with applicable anti-bribery, anti-lobbying, anti-money laundering, and anti-corruption laws, regulations and codes including, but not limited to, compliance with the UK Bribery Act 2010.

Suppliers should also ensure:

- That accurate business records are securely retained for the period required by law.
- Compliance with laws and directives providing for the protection, transfer, access and storage of personal information. This includes, but is not limited to, compliance with the General Data Protection Regulation (GDPR), the Data Protection Act 2018, and equivalent applicable legislation in other countries.

Environment and Climate

Graphite is committed to reducing emissions within its own operations and expects its suppliers to make the same commitment.

Graphite also requires that its suppliers adhere to all environmental legislation, regulations, and all local laws in order to facilitate the protection of the environment and to have processes committed to reducing the environmental impact of their operations and waste emissions.

Suppliers should, wherever possible, support a precautionary approach to environmental matters and emissions, undertake initiatives to promote greater environmental responsibility, and encourage the use of environmentally friendly technologies.

Review and Audit

The Supplier Code of Conduct requires that its suppliers ensure that the same principles of this Code of Conduct are implemented and adhered to by all others with whom they do business, including employees, subcontractors and other third parties.

Suppliers hereby acknowledge and assure Graphite's right to request and review documentation and evidence on an on-going basis to verify compliance with this Code of Conduct.

Graphite will review this Code of Conduct annually.