

# Supplier Code of Conduct

**FW THORPE PLC**

## Introduction

At FW Thorpe Plc, we believe responsible business practices extend beyond our own operations and our commitment to upholding ethical standards is reflected in this Supplier Code of Conduct ("Code"). By ensuring that our Suppliers and their Supply Chains ("Suppliers") adhere to these standards, we aim to create a positive impact throughout our supply chain. This Code aligns with FW Thorpe Plc's broader strategy and outlines the principles we expect our suppliers to uphold which include:

### Human Rights

We expect suppliers to respect human rights, promote fair labour practices, and ensure safe working conditions.

### Environmental Stewardship

Suppliers should minimise their environmental impact, reduce waste, and support sustainable practices.

### Ethical Behaviour

Suppliers must act with integrity, honesty, and transparency in all their dealings.

### Anti-Corruption

We have a zero-tolerance policy for corruption, bribery, and unethical practices.

### Quality and Responsible Sourcing

Ensuring products are responsibly produced, meet high standards, and have minimal environmental impact.

Compliance with the Code is a prerequisite for selecting new suppliers. If initial discussions with potential suppliers reveal risks related to economic, social, or environmental responsibility, a plan for improvement or termination of the partnership will be considered. Furthermore, FW Thorpe Plc expects suppliers and sub-contractors to ensure their own supply chains align with the expectations outlined in this Code.

Together, we can build a responsible and sustainable supply chain. Thank you for partnering with FW Thorpe Plc.

## Human Rights and Fair Labour Practises

Suppliers must adhere to all applicable human rights and employment laws in the areas where they operate. This includes compliance with the provisions of the International Labour Organization (ILO). Additionally, suppliers must establish robust mechanisms to ensure that their own suppliers and subcontractors also comply with these standards.

### Forced Labour

Suppliers must not use of any form of involuntary labour including, but not limited to, modern slavery and human trafficking. This includes prison labour, indentured labour, bonded labour, or any other form.

### Child Labour

We do not accept child labour or any practice that inhibits the development of children. Suppliers must not employ individuals under the age of 15 years or, where applicable, below the mandatory national school leaving age as determined by local law. Additionally, suppliers must avoid practices that hinder the development of children in accordance with relevant International Labour Organization (ILO) conventions.

### Fair Pay and Benefits

The supplier must ensure that all wages comply with local minimum wage requirements as specified by applicable law. Additionally, wages should align with regulations specific to the place of employment. Overtime work is permissible only in accordance with legal requirements, and workers must receive appropriate compensation for any overtime hours worked. Standard working hours must not exceed legal limits, and overtime should not surpass the maximum allowed by law.

### Diversity and Inclusion

Suppliers must have a zero-tolerance policy toward discrimination based on age, disability, gender (including identity, expression, and reassignment), marital or civil partner status, parental status (including maternity and paternity status), race, nationality, ethnic or national origin, religion or belief, sexual orientation, or any other personal characteristic.

Suppliers shall promote equal opportunities for all and value inclusion and diversity. Harassment or discrimination must not be tolerated. Suppliers must comply with local laws regarding discrimination and harassment, and physical, verbal, or psychological abuse must not be tolerated.

### Freedom of Association

The principle of freedom of association ensures that workers have the right to:

- Join labour unions
- Participate in works councils
- Engage in collective bargaining, all consistent with local laws

Suppliers should not take adverse action against employees who exercise these rights or act as worker representatives based on such activities. This commitment promotes fair and respectful labour practices within the supply chain.

### Health and Safety

Suppliers must comply with legal occupational health and safety obligations relevant to the place of employment. We expect suppliers to actively manage health and safety risks, safeguarding the well-being of their employees, contractors, visitors, and community members affected by their activities. Suppliers should maintain a robust health and safety management system that assesses work-related risks, implements controls to mitigate those risks, and provides adequate instruction and training to those impacted.

Suppliers must also comply with both UK REACH and EU REACH regulations where applicable. This includes registering substances, evaluating risks, and obtaining authorisations for certain high-risk chemicals.

## Environmental

In being approved as carbon-neutral since 2012, FW Thorpe Plc demonstrates a strong commitment to minimising its environmental impact. Partnering with suppliers that share this environmental focus is essential.

Suppliers should measure energy consumption and track Scope 1, 2, and 3 greenhouse gas emissions. Establishing science-based emissions reduction targets—both near-term and long-term—is essential. Transparency in sharing this data with FW Thorpe PLC upon request ensures accountability and progress toward sustainability goals.

Other considerations should include the following:

### Product Design and Circular Economy:

- Design products with circularity in mind: standardised components, durability, easy repairability, upgradability, and end-of-life disassembly.

### Product Life Cycle Assessments (LCAs):

- Encourage LCAs for impactful products.
- Eventually, measure and publish environmental footprints and EPDs.

### Material Consumption and Packaging:

- Reduce packaging volume, focus on recyclable materials.

### Transport and Logistics:

- Prefer low-impact transportation (sea freight, rail, electrified vehicles).

### Waste Management:

- Minimise waste, prevent plastic leakage.
- Follow local waste regulations.

### Ecosystems and Biodiversity:

- Protect natural habitats.
- Efficient water use, no toxic wastewater.

### Natural Resources:

- Maximise resource efficiency, use recycled materials.

### Chemical Safety:

- Comply with local laws, minimize worker exposure to hazardous substances.

## Anti-Corruption

### Business Ethics

FW Thorpe Plc upholds the principles of fair competition, rejecting corruption and avoiding illicit practices. We are committed to complying with local and international laws, ensuring that our actions remain within legal boundaries. Our commitment extends to our suppliers, whom we expect to adhere to competition laws as well.

Competition laws serve to protect consumers by promoting genuine market conditions and preventing collusion. Practices that restrict free competition, such as price fixing or market sharing, are unlawful. Violations can lead to substantial fines, debarment, and even imprisonment for those responsible. Compliance with these laws is not optional—it is mandatory.

### Anti Bribery and Corruption

FW Thorpe Plc maintains a zero-tolerance policy toward bribery and corruption. We recognise that such practices harm markets and erode consumer confidence. Compliance is crucial for the long-term sustainable growth of our business.

Accordingly, FW Thorpe Plc refrains from giving or receiving any form of bribes or improper inducements to gain an unfair advantage. We strictly prohibit authorising third parties to engage in bribery on our behalf. We also hold our Suppliers to the same high standards of integrity, expecting them to act ethically and transparently.

Furthermore, FW Thorpe Plc does not endorse facilitation payments, even if they are common practice or allowed by local law.

### Fraud and Conflicts of Interest

Fraud constitutes a criminal offense, and at FW Thorpe Plc, we prioritise honesty and integrity in all supplier dealings. We unequivocally reject any fraudulent attempts to gain an advantage, whether by us or on our behalf. We hold our suppliers to the same high standards.

Suppliers must always prioritise their employer's interests over personal gain while carrying out their duties. They should avoid seeking personal benefits related to their professional responsibilities. Additionally, employees should steer clear of any real or perceived conflicts of interest. Situations where personal profit could arise from relationships with FW Thorpe Plc's suppliers should be avoided.

### Legal Compliance

As a responsible company, FW Thorpe Plc adheres to all local laws and regulations. We also require our suppliers to comply with applicable legal requirements and to have implemented processes and training to ensure full adherence.

FW Thorpe Plc suppliers must conduct their activities in strict compliance with domestic and international legal standards. No supplier should use FW Thorpe Plc's interests as a justification for violating the law or local regulations.

### Data Compliance and Confidentiality

FW Thorpe Plc treats information, data, intellectual property, and personal information as confidential. Compliance with applicable laws (including the Data Protection Act 2018 and GDPR) is essential.

Suppliers must implement, monitor, and maintain appropriate information security and data protection controls.

If a supplier experiences a data breach, security incident, or cyber event that could impact FW Thorpe Plc, they must notify FW Thorpe within 72 hours.

## Anti-Corruption (continued)

### Confidential Information

Whilst working with FW Thorpe Plc, suppliers may be given access to non-public information which we would regard as being confidential such as business plans, sales data, marketing or sales strategies, customer lists or pricing information.

Wrongful use of this information could cause reputational or financial damage. We therefore expect suppliers to keep confidential information safe, not disclose it to third parties without approval, and limit distribution within their organisation to those directly involved with FW Thorpe Plc.

We may request suppliers to sign NDAs to protect our confidential data. If no NDA is signed, suppliers should still treat the information with care. If confidential information is encountered in error, restrict further circulation, and notify us promptly.

### Sanctions

Suppliers must ensure that their business practices align with all applicable laws, directives, and regulations, including economic sanctions and embargoes. This includes governing the export and transfer of parts, components, technical data, and services. Compliance with sanctions is critical to maintaining ethical and legal standards in our business relationships.

Those employees engaging with new suppliers or suppliers from geographical locations where we see increased risk are actively involved with the Supplier Code of Conduct documentation and have a good understanding of modern slavery risks. Supplier awareness and commitment has recently been reaffirmed by the re-signing of Supplier Code of Conduct documents by the Directors of a number of long-standing suppliers.

Our new employee induction programmes and company handbooks provide awareness of our company values and ethical policies, including modern slavery. We continually promote openness and transparency and provide avenues to all our employees and those working on our behalf to raise concerns. A confidential helpline is available for those who may have personal challenges and/or concerns that may affect well-being and/or work performance. We take all allegations of any type of unethical or illegal behaviour very seriously and have personnel trained to deal with all reported concerns sensitively and thoroughly. We carry out independent investigations and take any relevant action.

## Quality and Responsible Sourcing

### Quality

Suppliers are responsible for ensuring that their products or services meet or exceed contractual requirements. Quality should be continuously improved through robust assurance processes and defect prevention, driven by a 'zero defect' commitment.

### Responsible Sourcing

Suppliers are expected observe existing sanctions and embargoes in all business activities and to comply with applicable laws and regulations related to the sourcing of critical materials and conflict minerals, especially when these materials are integrated into purchased products. These critical materials include tin, tungsten, tantalum, gold, rare earth elements, as well as other minerals or metals such as bauxite, cobalt, titanium, and lithium.

Suppliers must actively support efforts to eradicate the use of materials associated with human rights abuses. Due diligence should be conducted to minimise any negative impacts. If the source of a material is indeterminable, appropriate certifications should be obtained, or that source of material should be phased out.

Furthermore, all conflict mineral use should be monitored and reported upon request.

### Counterfeit Parts

Suppliers must have effective processes in place to detect and prevent counterfeit parts and materials. If any such parts or materials are identified, they should be appropriately quarantined to ensure they do not re-enter the supply chain. We expect suppliers to promptly notify us in such cases.

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I have read the above and confirm that this Company practices its business in compliance with the above code of conduct.

Director's Name: \_\_\_\_\_

Director's Signature: \_\_\_\_\_

Position: \_\_\_\_\_

Date: \_\_\_\_\_

Company: \_\_\_\_\_

*(Please attach your 'factory rules' for workers if available)*

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**This statement covers the following FW Thorpe Plc subsidiary companies:**

Thorlux Lighting / Thorlux Lighting Ltd Ireland / Thorlux Lighting GmbH / Thorlux Lighting Australasia PTY Ltd / Philip Payne Ltd / Solite Europe Ltd  
Portland Lighting Ltd / TRT Lighting Ltd / Ratio / Lightronics B.V. / Famostar Emergency Lighting B.V. / Electrozemper S.A. / SchahLED Lighting GmbH