

# SUSTAINABLE PROCUREMENT CHARTER



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## 1. PREAMBLE

As part of its sustainable development strategy, the subsidiaries of SERMA GROUP wish to strengthen the responsible and transparent relationship they maintain with their external service providers, while ensuring that these partners share a common set of values related to Corporate Social Responsibility.

As a supplier or subcontractor (hereinafter referred to as the "Service Provider"), you are therefore invited to adhere to this charter, which complements our General Terms and Conditions of Purchase.

By signing it, you agree to apply and to ensure that your own external providers also apply the principles and obligations set out herein. You also express your commitment to working with SERMA in a way that guarantees sustainable values throughout the entire supply chain.

## 2. SOCIAL COMMITMENTS AND RESPECT FOR HUMAN RIGHTS

### 2.1 Child labour and forced labour

The Service Provider undertakes to comply with the applicable regulations regarding forced labor and child labor. Accordingly, it commits not to employ children or adolescents who have not reached the legal minimum age for any form of professional activity, and to comply with the applicable regulations relating to working hours and minimum wage. Workers under the age of 18 must not be assigned tasks that could harm their health or safety, including night work.

The Service Provider also undertakes not to resort to forced or compulsory labor, which is defined as any work or service exacted from a person under the threat of penalty.

### 2.2 Guaranteeing Equality and Inclusion

The Service Provider undertakes to promote equal treatment, equal opportunities, and diversity for all its employees. It commits to combating all forms of discrimination and to refraining from making distinctions based on gender, origin, religion, sexual orientation, disability, political opinion, or any other ground. The Service Provider must implement all necessary actions, including those that promote gender balance and equality between women and men.

### 2.3 Prevention of harassment and Gender-Based violence

The Service Provider undertakes to create a respectful and inclusive working environment for its employees. Any form of workplace violence, whether physical, psychological, or sexual, must be condemned. The disciplinary measures provided for under applicable legislation must be implemented by the Service Provider.

### 2.4 Health and security

The Service Provider implements a health protection system for its employees, ensuring compliance with the applicable regulatory requirements. It must ensure that the company's activities do not harm the health of the different stakeholders :

- Employees or staff members
- Suppliers or subcontractors
- Local communities

- Consumers or users of its products

The Service Provider undertakes to establish an occupational safety framework with the aim of guaranteeing an appropriate level of hygiene and safety.

### 2.5 Promoting well-being at work

SERMA expects its Service Provider to create a healthy, safe, and respectful working environment for all employees. The Service Provider commits to listening to employees, respecting their rights, and seeking to prevent all psychosocial risks in order to foster a balance between personal and professional life.

The Service Provider is encouraged to implement practices that enhance motivation, quality of work life, and constructive social dialogue. It is essential that the Service Provider establish an inclusive, non-discriminatory working environment, free from all forms of harassment, to ensure healthy and respectful working conditions

## 3. ENVIRONNEMENTAL COMMITMENTS

### 3.1 Resources management

The Service Provider undertakes to optimize its consumption of energy, water, and raw materials. A monitoring system is therefore required, particularly regarding its greenhouse gas emissions, in accordance with Article 75 of the Grenelle II Act (French regulations).

### 3.2 Waste reduction and recycling

The Service Provider undertakes to implement a continuous improvement approach in environmental protection. To this end, it must implement a policy for the reduction, sorting, reuse, and recycling of waste generated by the company.

The Service Provider also commits to implementing appropriate preventive measures when using hazardous materials or substances in the design processes of its products.

The Service Provider also promotes the use and supply of recycled and recyclable products.

### 3.3 Consideration of climate change

In alignment with the objectives of the Paris Agreement and with the shared ambition to collectively contribute to achieving carbon neutrality throughout the supply chain, the Supplier undertakes to reduce its greenhouse gas emissions arising from its products, services, and operations.

This commitment includes the measurement of emissions and the implementation of an appropriate action plan. To ensure transparency and enable collective monitoring of the respective commitments, the results and progress shall be communicated between the parties upon request.

### 3.4 Responsible sourcing of minerals / REACH and RoHs compliance

If applicable to the Service Provider's activities, it must comply with the regulations regarding the materials used in the manufacture of its sold products:

- REACH: European regulation aimed at protecting human health and the environment with regard to the registration, evaluation, authorization, and restriction of chemical substances.

- RoHS: Regulation that limits the use of ten hazardous substances commonly used in electrical and electronic equipment.

Furthermore, the Service Provider undertakes to provide, within a reasonable timeframe, all information and data requested by SERMA on these matters.

## 4. GOVERNANCE

### 4.1 Corruption and conflict of interest

#### ❖ *Fight against corruption*

As part of our commitment to responsible purchasing, we expect our Service Providers to reject all forms of corruption, whether direct or indirect, as well as any behavior contrary to applicable law or the principles of fair competition.

It is strictly prohibited for their employees, subcontractors, or representatives to:

- Offer, promise, or accept bribes;
- Make facilitation payments;
- Grant or solicit undue advantages, inappropriate gifts, or any other unjustified favors from or to clients, public officials, or business partners.

The Service Provider must have a clear procedure to govern gifts and invitations and to help employees distinguish what is acceptable from what is not.

The Service Provider is also required to strictly comply with international anti-corruption laws and standards, such as the UK Bribery Act or the United States Foreign Corrupt Practices Act, which have global reach and strict enforcement.

Accordingly, we expect the Service Provider to:

- Implement an appropriate compliance program, including awareness and training actions for their teams, as well as effective internal controls to prevent and detect corruption risks;
- Maintain a rigorous financial and accounting management system, ensuring the accuracy and integrity of records to guarantee transparent traceability and prevent any misuse of resources.

#### ❖ *Prevention of conflict of interest*

The Service Provider must base its decisions on objective criteria, ensuring that the personal interests or private relationships of its employees or representatives do not influence their behavior or professional choices.

It is required to:

- Prevent any conflict of interest that could compromise their impartiality or integrity;
- Support their employees in maintaining a clear distinction between personal and professional interests;
- Immediately inform SERMA of any situation where a personal interest could affect the relevant business relationship.

## 4.2 Compliance with competition rules

### ❖ *Fair competition and antitrust rules*

SERMA expects its Service Providers to act in compliance with the principles of fair competition and competition law, which are essential pillars of a free, fair, and transparent market.

The Service Provider must adopt ethical behavior toward its competitors and business partners, ensuring the promotion of free and undistorted competition. To this end, it commits to complying with all applicable competition and antitrust laws and regulations, and in particular to refrain from any practices that could violate these rules.

This includes, in particular:

- Avoiding any agreement that would restrict competition, including on prices, allocation of clients, markets, geographic areas, or product ranges;
- Not engaging in practices aimed at distorting competition, such as agreements not to compete, limiting suppliers, or submitting non-serious bids during tenders;
- Not exchanging sensitive information with competitors, such as pricing, production capacities, margins, or business strategies, that could influence market decisions;
- Making business decisions impartially, based solely on objective criteria, and ensuring fair treatment of all business partners;
- Refraining from any form of collusion or market manipulation, including during tenders or through the illegal sharing of market shares.

Through this commitment, suppliers contribute to ensuring a healthy, transparent, and competitive economic environment, in line with SERMA's ethical standards.

## 4.3 Information systems security

SERMA expects its Service Providers to adopt exemplary conduct regarding data protection, IT security, and respect for intellectual property. These requirements are essential for mutual trust and for maintaining the integrity of business exchanges.

The Service Provider undertakes to:

- Ensure the strict protection of personal data, confidential information, technical know-how, trade secrets, and other non-public information, particularly that belonging to SERMA;
- Strictly comply with all applicable laws, regulations, and best practices regarding information security, including data protection laws (e.g., GDPR);
- Implement a robust IT security system, including technical and organizational measures to guarantee the confidentiality, integrity, and availability of processed data;
- Refrain from collecting, using, or storing personal data without a clear legal justification, such as a legal obligation or the explicit consent of the data subjects;
- Take all necessary measures to prevent any alteration, loss, misuse, or unauthorized disclosure of data;
- Respect the intellectual property rights of third parties by maintaining strict management of licenses and usage rights;
- Regularly raise awareness among its personnel regarding information security and data protection.

## 5. CONSEQUENCES OF NON-COMPLIANCE

### 5.1 Commitment to comply to the Sustainable Procurement Charter

SERMA places the utmost importance on compliance with this Responsible Purchasing Charter. Any breach of this Charter, as well as any detected or suspected information security violation, must be reported to SERMA without delay.

To encourage transparency and the reporting of sensitive information, SERMA provides an anonymous and secure reporting address: **ethique@serma.com**.

When a Service Provider identifies a confirmed or imminent violation related to human rights or environmental protection obligations, whether within its own operations or those of its direct Service Providers, it must immediately inform SERMA. An appropriate action plan must be defined and implemented without delay to correct the situation, prevent recurrence, and mitigate its impacts.

Breaches of the Charter are considered as undermining the trust and business relationship between SERMA and the concerned Service Provider. For minor cases, SERMA will request a commitment from the Service Provider to correct the non-compliance within an agreed timeframe, providing tangible evidence of resolution.

Finally, in the event of a serious breach (as defined below), particularly regarding fundamental principles such as respect for human rights, or if corrective measures are not implemented within a reasonable timeframe set by SERMA, or remain insufficient, SERMA reserves the right to immediately terminate any ongoing contract with the Service Provider.

### 5.2 Serious breach

A serious breach refers to any significant violation, whether intentional or resulting from gross negligence, affecting essential contractual, legal, or ethical obligations. Such a breach undermines mutual trust, harms SERMA's fundamental interests, and jeopardizes the business relationship.

The following are considered serious breaches, without limitation:

- Flagrant and repeated non-compliance with applicable laws or regulations, particularly regarding human rights, anti-corruption, or environmental protection;
- Willful disregard of the essential provisions of the Responsible Purchasing Charter or contractual obligations;
- Provision of false or incomplete information, or concealment of important facts;
- Endangering the safety of individuals, data, assets, or the environment;
- Any action or omission causing serious damage to SERMA's reputation, compliance, or security.

## 6. REGISTRATION OF THE COMMITMENT

By signing this Charter, the Service Provider commits to comply with it in the performance of all services provided for SERMA.

▪ ***NAME OF SERVICE PROVIDER :***

▪ ***NAME OF SIGNATORY :***

▪ ***POSITION :***

▪ ***DATE :***

▪ ***APPROVAL :***