



RESPONSIBLE PROCUREMENT CHARTER

Health and safety, ethics in commercial relations, and environmental protection are fundamental issues for the Group's Procurement Department, which is committed to listing products and services that respect people's well-being and contribute to reducing environmental impacts.

The ORPEA Group, a global player in long-term care, with a presence in 23 countries, is a signatory of the United Nations Global Compact, reaffirming its commitment to an ambitious CSR policy.

The success of this objective requires a common commitment and a shared vision between ORPEA and its supplier Partners. Thus, through the present charter, we wish, to define a common frame of reference as part of our responsible procurement policy.

The ORPEA Group is convinced that its development can only be achieved on the basis of perfectly defined and applied rules with its suppliers and partners, in line with the regulations in force, ecological and societal challenges and the sharing of fair and balanced commercial relations.

This ORPEA Responsible Procurement Charter comes as an extension of the Group's Code of Conduct. It is intended to set a reference framework shared by all players, ORPEA procurement teams, suppliers and their potential subcontractors.

Therefore, the ORPEA Group aims to have all its suppliers sign the ORPEA Responsible Procurement Charter, regardless of the country they are established in. This charter is a prerequisite for any business partnership. We are convinced that it will help give even more meaning to our business partnerships and thus make them stronger, more dynamic, innovative and sustainable.

Thanking you in advance for your commitment and action alongside us,

Thierry Guérard
Group Procurement Director

COMMITMENTS OF THE ORPEA GROUP TO ITS SUPPLIER PARTNERS

Through its Code of Conduct, the ORPEA Group has made the following commitments towards its suppliers to ensure that they are treated with fairness, respect and neutrality:

- **Selection process:** Conducting transparent, fair and impartial selection processes based on predefined and objective criteria, including the environmental and social impact of the products and services offered; communicating the results to the suppliers concerned.
- **Confidentiality:** Keeping technical, commercial and financial information provided by suppliers confidential; respecting suppliers' intellectual property rights.
- **Conflicts of interest:** Ensuring that there is no conflict of interest in one's relationships with suppliers.
- **Fight against corruption and influence peddling:** Preventing corruption in all its forms and influence peddling by complying with Group policies (Code of Conduct, Gifts and Invitations Policy, etc.) and by refraining from any practice that could give rise to ambiguity.
- **Reduce the risk of mutual dependency:** Ensuring that suppliers are not in a state of economic dependence.

SUPPLIER COMMITMENTS REQUIRED BY THE ORPEA GROUP

The ORPEA Group requires its suppliers to respect the principles of the United Nations Global Compact and the International Bill of Human Rights, and the Fundamental Conventions of the International Labor Organization (ILO).

REQUIREMENTS RELATED TO THE RESPECT OF PEOPLE AND WORKING CONDITIONS

The supplier and its potential subcontractors commit to respect the laws and regulations in force in all the countries where they carry out their activity and in particular the following points:

- **Use of forced or compulsory labor:** Under no circumstances, using forced or compulsory labor as defined in ILO Fundamental Conventions 29 and 105: *"all work or service which is exacted from any person under the menace of any penalty and for which the said person has not offered himself voluntarily"*.
The withholding of identity papers, passports, training certificates, work permits or any other identification document as a condition of employment is prohibited, as is the requirement that workers provide deposits or financial guarantees.
- **Child labor:** Not employing persons under the minimum working age as defined in ILO Fundamental Conventions 138 and 182. *The absolute minimum age for employment shall not be less than the age of completion of compulsory schooling, i.e. 15 years, or 14 years if the country's legislation so permits. In any case, it is forbidden to give dangerous work to individuals under the age of 18.*
- **Remuneration and hours of work:** Complying with all regulations to which suppliers are subject regarding remuneration, benefits and hours of work, in particular those concerning minimum wage, overtime remuneration, piecework wages and any other element of compensation and limits on hours of work. (ILO Conventions No. 1, 30, 95, 100, 131, 163 and 171).
- **Health and Safety:** Implementing a health and safety policy that aims to ensure a safe and healthy working environment for each employee, to maintain an environment in which the dignity of individuals is respected (ILO Conventions No. 120 and 155), and to take all necessary measures to limit work-related accidents that may occur in the course of an employee's normal duties.
- **Equal treatment and non-discrimination:** Ensuring equal treatment and equal opportunities for their employees, and refraining from any discrimination in hiring, remuneration, access to training, promotion, on the basis of ethnicity, social origin, culture, gender, age, religion, family status or trade union membership, in accordance with ILO Fundamental Conventions 100 and 111.
- **Freedom of association and right to bargain collectively:** Respecting the freedom of association and the protection of the right to organize and bargain collectively for its employees, as defined in ILO Fundamental Conventions No. 87 and 98.

ENVIRONMENTAL REQUIREMENTS

The supplier and its potential subcontractors commit to ensure that their activities do not harm the environment, by seeking to implement a structured environmental policy (governance, strategy, indicators, objectives). They must comply with all laws and regulations in force in all countries where they operate and ensure in particular the following points:

- **Eliminating or minimizing potential environmental risks**, applying the precautionary principle in the approach to environmental problems.
- **Developing environmentally friendly technologies** by limiting the environmental impact of products or services over their entire life cycle (eco-design).
- **Limiting their impact on the environment by reducing their greenhouse gas emissions**, limiting the use of resources (energy and water), non-renewable raw materials and environmentally unfriendly products, in particular by promoting the use of renewable and recyclable materials, including energy.
- **Limiting local pollution.**
- **Ensuring the best the identification, monitoring, control and treatment**, in compliance with regulations, of discharges into the air, water or soil of materials, emissions or substances that may constitute a danger to the environment.

Obtaining environmental certifications is encouraged.

ETHICAL REQUIREMENTS

The supplier and its potential subcontractors shall not be involved in any act related to:

- Money laundering,
- Proven conflicts of interest,
- Corruption in all its forms and influence peddling,
- Fraud,
- Unauthorized access to client and/or employee data.

For the suppliers concerned, they are asked to commit to animal welfare by:

- Absence of hunger, thirst and malnutrition,
- Absence of fear and distress,
- No physical or thermal stress,
- Absence of pain, injury and disease,
- No expression of abnormal behavior.

REFERENCE TEXTS

- International or national regulations relevant to the suppliers' activities;
- Principles of the Universal Declaration of Human Rights of 1948;
- Fundamental Conventions of the International Labor Organization;
- Organization for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises;
- 10 principles of the United Nations Global Compact.

SIGNATURE OF THE RESPONSIBLE PROCUREMENT CHARTER

I, the undersigned, hereby confirm:

- that we have received and fully understood the ORPEA Group's Responsible Procurement Charter;
- that we adhere to and commit to respect its principles, which are essential elements of the business relationship, and that failure to respect them may be considered a breach of our obligations, which may lead to the termination of the contract, depending on its seriousness;
- that we commit to participating in ORPEA's assessments and implementing any required action plans;
- that we will encourage our direct suppliers to follow these principles.

Company name:

Name and position of authorized representative:

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Place:

Date: / /

Signature and stamp of the company: