



SUPPLIER CODE OF CONDUCT

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Internal audit and compliance



Document control

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Reference documents

Reference	Title
JDN controlled documents	
JDN-POL-0003	Code of Conduct
JDN-POL-0012	Policy for the protection of whistleblowers

Definitions

Definition	Meaning
Jan De Nul Group	Jan De Nul Group means Sofidra SA and all of its affiliated companies.
Supplier	For purposes of this Supplier Code of Conduct, Supplier is: Any person -physical and/or legal – appointed by Jan De Nul Group to provide works, goods or services.
Public official	An official employed by the national, regional or local government, or any other government, any private person acting on behalf of or representing any government, officials, employees of companies in which the government has a shareholding interest (including port consortiums), candidates for political offices, political parties or employees and representatives of international organizations (quasi-international) (such as the United Nations, the World Bank).



Abbreviations

Abbreviation	Meaning
ILO	International Labour Organisation
OECD	Organisation for Economic Co-operation and Development



1 Statement of intent - objectives

Jan De Nul Group is active in the field of complex civil works, challenging maritime and environmental projects, and ground-breaking realisations in the offshore and renewable energy industry all over the world. Our ambition for the future remains simple: together with our customers, we deliver projects to their needs and satisfaction, while maintaining our position as a global player. We wish to develop this position by running our operations as a responsible and reliable company. This Supplier Code of Conduct serves as a tool to help us achieve this goal. We are firmly convinced that good relationships with all our Suppliers are key to success.

In line with our vision, mission and values, we strive to conduct our business ethically, respectfully and in compliance with applicable laws and regulations and we expect the same level of commitment from our Suppliers. This Supplier Code of Conduct reflects our vision on ethical and respectful entrepreneurship and emphasises the values, standards of conduct and commercial practices that we expect from all our Suppliers. We expect our Suppliers to promote and ensure compliance with this Supplier Code of Conduct throughout their organization (including all its employees, at all levels of the company and regardless of position) and supply chain.

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2 Scope

2.1 Implementation scope

Policy to be implemented by		Geographical boundary
Supply chain of Jan De Nul Group	Yes	Worldwide

All individuals and entities considered Suppliers are bound by the provision of this Supplier Code of Conduct.

In case there is a difference between the Jan De Nul Group's Supplier Code of Conduct and local laws or policies, the stricter rules prevail.

2.2 Information scope

Policy may be communicated to any third party without any restrictions, for informative purposes.

3 People and work environment

Jan De Nul Group encourages a positive, safe, and healthy work environment that fosters respect and inclusion among employees. Therefore, we also expect our Suppliers to comply with all applicable laws regarding safety, security, and labour.

3.1 Compliance with social legislation

Suppliers shall work in accordance with all national and international requirements and support human rights as set out in the international principles and standards including the United Nations Universal Declaration of Human Rights; the International Labour Organization's (ILO) Declaration on Fundamental Rights and Principles at Work; the UN Guiding Principles on Business and Human Rights (UNGPs), as well as the OECD Guidelines for Multinational Enterprises and, at a minimum, the laws of the countries in which they operate.

3.1.1 Non discrimination and undesirable behaviour

Jan De Nul Group strongly believes in the principles of equal opportunities and value. Every person should have the opportunity to develop their full potential, irrespective of their race, gender or personal circumstances. Any form of undesirable behaviour such as (sexual) harassment, aggression, violence, discrimination, bullying etc. is not accepted by Jan De Nul Group.

Consequently, we expect our Suppliers to comply with all applicable laws regarding discrimination, employment practices, harassment, and retaliation.

Jan De Nul Group also actively encourages Suppliers to promote diversity in their own business practices.

3.1.2 Child & forced labour

Jan De Nul Group does not tolerate child labour and will take appropriate measures in case child labour or abuse is suspected with one of our Suppliers. Similarly, our Suppliers shall not participate or facilitate in any form of human trafficking, forced labour or slavery.

3.1.3 Freedom of association and rights to collective bargaining

Our Suppliers shall respect the rights of their employees to peacefully assemble and associate with others, including the right to form and join trade unions for the protection of their interests.

3.1.4 Providing fair wages and reasonable working hours

Jan De Nul Group adheres to the relevant national requirements and agreed industry standards regarding wages and working hours.

Our Suppliers shall pay fair wages that meet or exceed regional minimum salaries and international salary standards and refrain from excessive working hours.

3.1.5 Drugs and alcohol

Jan De Nul Group operates a zero tolerance policy for using drugs and alcohol in the workplace. We also expect our Suppliers not to work under the influence of alcohol or drugs.

3.2 Health & Safety

Our Suppliers shall provide a non-violent and safe work environment, free from threats or intimidation or physical harm to employees, which prevents accidents and minimizes exposure to health risks. They need to make every effort to ensure that all employees can perform their tasks in a safe and secure environment.

3.3 Environment

As a company, we are committed to preventing harm to the environment, avoiding pollution and drastically reducing our impact on the climate, as well as to fostering the circular economy. Together with our partners, clients, suppliers and subcontractors, we come up with tangible initiatives and solutions to execute our projects in a sustainable manner to achieve environmental integrity whilst limiting our ecological footprint.

As an absolute minimum, our Suppliers must ensure that they comply with all applicable environmental (local) legislations. In addition, Jan De Nul Group encourages Suppliers to support the move to a circular economy and to make efforts to limit its own environmental impact and that of its supply chain.

4 Company resources

4.1 Protecting intangible and tangible assets

During Jan De Nul Group's commercial activities, our Suppliers may use tangible or intangible assets of Jan De Nul Group when agreed upon.

Our Suppliers shall handle these assets with care and only use them for their intended use. They are responsible to protect all of our assets against e.g. loss, damage, theft, misuse etc. including intellectual property, company name reputation,...

At the end of the relationship between Jan De Nul Group and the Supplier, Suppliers are obliged to return all the assets that they received from Jan De Nul Group and continue to protect confidential information.

4.2 Protecting information and privacy

Jan De Nul Group has information security policies, standards and procedures in place that allow protection and management of Jan De Nul Group's information as well as that of its stakeholders and promote trainings on this. Suppliers must adhere to these policies, standards and procedures.

In case Suppliers encounter unacceptable situations or suspect security breaches, data loss, or unauthorized access they should contact Jan De Nul Group's ICT department.

4.2.1 Confidential information

During Jan De Nul Group's commercial activities, Suppliers may have access to confidential information. Jan De Nul Group and all Suppliers have the duty and responsibility to protect confidential information belonging to Jan De Nul Group, or its business partners, or its clients, or any other information received as Suppliers of Jan De Nul Group. Likewise, Jan De Nul Group and its Suppliers shall manage confidential information in a responsible manner.

Confidential information is any information, fact, or commercial operation, documented or orally provided, belonging to Jan De Nul Group, its business partners, its clients, or its Suppliers that is not of public knowledge.

This information shall not be distributed without authorisation and only for the strict purpose of the business. This means that Suppliers can only access and handle Jan De Nul Group's data and information required for the performance of their job. They cannot access, use, or disclose any data for personal gain or any other unauthorized purpose.

4.2.2 Privacy and information security

All (personal) data gathered by our Suppliers in relation to their business with Jan De Nul Group needs to be treated in accordance with the prevailing privacy and/or data protection legislation.

5 Stakeholders and partners

5.1 Conducting business ethically

Our Suppliers must perform their business activities in accordance with applicable laws, regulations, and standards. They shall conduct their business in an open and honest manner within a framework of mutual respect. Consequently, they shall not act in any way in which the Jan De Nul Group's business, integrity and reputation could be negatively affected.

Suppliers shall not facilitate or participate in activities of clients or other business partners associated to Jan De Nul Group, which intend to infringe laws or that may avoid the payment of taxes or conceal information from authorities. They need to ensure that their tax affairs are transparent and compliant with all tax laws and regulations applicable globally and are in line with international best principles.

5.2 Corruption and bribery

Jan De Nul Group does not tolerate bribery or corruption, i.e. trying to gain a (competitive) advantage by offering financial or other incentives, in any form.

Hence, we expect that our Suppliers comply with all applicable national and international anti-bribery and anti-corruption laws. They are encouraged to pay increased vigilance when dealing with public officials, private individuals and entities.

To this end, we expect that, when concerning Jan de Nul business, they:

5.2.1 Gifts, hospitality and entertainment

Never offer gifts or other benefits (i.e. anything of value) unless this is meant as a form of common courtesy without the intention of influencing any individual or business decision.

Never promise, offer, authorize, recommend, or make any gifts, hospitality, entertainment, or travel on behalf of Jan De Nul Group, without the prior written approval of Jan De Nul Group.

5.2.2 Facilitation payments

Never offer facilitation payments to public officials or government organizations. Facilitation payments are illegal or unofficial payments that are made to public officials or persons with a certifying function in return for services that the payer is legally entitled to receive without making such payment.

There is one exception for extortion/safety payments, as these are not considered facilitation payments. Those payments are allowed in case you fear imminent danger to your or another's health, safety, or liberty.

5.2.3 Political contributions, donations and sponsorship

Ensure that any contribution, donation or sponsorship is in accordance with the applicable laws.

Never make political contributions or donations to political candidates, public officials, political parties or government organizations, on behalf of Jan De Nul Group or as company representatives.

Never express their political opinions as if they were those of Jan De Nul Group.

5.2.4 Conflict of interest

Shall disclose all actual or potential conflicts of interest they may have with Jan De Nul Group, related to:

- Personal and / or commercial relations with clients, Suppliers, business partners, public officials, relatives of public officials and employees with whom they work and / or support.
- External activities related to the Supplier's roles and responsibilities within Jan De Nul Group.

Shall report all possible conflict of interests whoever oversees the Supplier's relationship within Jan De Nul Group.

Conflicts of interest may alter objectivity and impair proper decision-making. The existence of potential or real conflicts may also undermine credibility and good judgement.

Even when the Supplier does not receive an actual benefit, any situation arising from personal relations, activities or situations that may affect or interfere with the Supplier's performance or his/her ability to act objectively would be considered a conflict of interest.

Personal or commercial relations, external business activities and personal investments may become potential conflicts.

5.2.5 Books and records

Maintain accurate books and records in relation to the performance of their activities and requires them to deliver reports to Jan De Nul group, when requested.

Jan De Nul Group shall have reasonable access, at any time, to a Supplier's records related to services rendered on behalf of Jan De Nul Group.

5.3 Dealing with community

Because of the nature of the services we provide, Jan De Nul Group often comes into contact with local communities. We expect our Suppliers to also have the utmost respect for these local communities and always respect their ways and customs and keep an inclusive, diverse and open mindset.

5.4 Trade sanctions and export

When conducting business with Jan De Nul Group, Suppliers are expected to comply with all relevant national and international trade sanctions and export control laws and regulations.

Trade sanctions are measures imposed by governments and international bodies to restrict dealings with certain countries, legal entities and individuals. This also incorporate sanction laws governing the export of dual-use goods. Dual-use goods refer to products that could serve purposes both within operational context on our vessels and operations, as well as potential military applications.

5.5 Open competition

Jan de Nul Group conduct its business in a clear and transparent way and engage in open and fair competition. Consequently, Jan De Nul Group expects its Suppliers to comply with the applicable competition rules.

Suppliers shall be especially careful when assisting Jan De Nul Group in private and public bids or tenders and when negotiating to obtain agreements in favour of Jan De Nul Group.

5.6 Working with Suppliers

Jan De Nul Group only appoints Suppliers whose conduct meets our standards at all times. Before entering into a relationship, we adhere to our internal procedure on the screening of counterparties. The depth of the evaluation can vary according to the type of Supplier. We expect our Suppliers to actively support and cooperate in facilitating such a counterparty risk assessment.

We also expect our Suppliers to promote and ensure compliance with this Supplier Code of Conduct throughout their organization (including all its employees, at all levels of the company and regardless of position) and supply chain.

6 Compliance and monitoring

6.1 Audit right

Jan De Nul Group retains the right to audit a Supplier's adherence to Jan De Nul Group Supplier Code of Conduct. Consequently, we expect our Suppliers to cooperate during such due diligence audits.

Please be aware that any infringement to this Supplier Code of Conduct may lead to corrective measures, including termination of the relationship.

6.2 Reporting concerns

Reporting - in good faith - an infringement of this Supplier Code of Conduct protects the continuity of Jan De Nul Group. Jan De Nul Group encourages its Suppliers (including all its employees) to raise any concerns they may have and expects Suppliers to report any concern or suspicion of a breach of this Supplier Code of Conduct to Jan De Nul Group's Compliance Department (compliance@jandenul.com).

You may also choose to contact our Jan De Nul Group Whistleblowing reporting system via [Whistleblowing reporting system | Jan De Nul](#). Although not recommended, anonymous reporting is possible through this channel. In that case, it is however not possible to inform/update the Whistleblower about the status of the investigation or ask for extra information.

Jan De Nul Group is fully committed to carefully investigate and learn from all reported breaches. Jan De Nul Group will not tolerate any form of retaliation by its employees against any person, including Suppliers, for filing a justified (possible) breach. In the handling of a report, confidentiality will always be respected.

The Compliance Officer will keep the Compliance Committee of Jan De Nul Group informed about the number of reports made in any given period, the nature and object of the reports. Furthermore, the Compliance Committee's suggestions and/or observations will be taken into consideration for the definition of the course of action, with respect for the principles of confidentiality, impartiality and fairness.

7 Implementation

Implementation by value chain

This policy is communicated via:	JDN website, contracts and purchasing conditions
This policy is implemented by means of:	Communication / publication
Responsibility of implementation of this policy is with:	Business and project management The Compliance Officers
This policy is aligned with:	Jan De Nul Group Code of Conduct
This policy is communicated to:	All counterparties of Jan De Nul Group
This policy will be evaluated, reviewed and updated:	This Supplier Code of Conduct will be revised by the management of Jan De Nul Group and updated on a regular basis in order to ensure that it reflects relevance, stakeholder input, changing circumstances, changing legislation, amended certifications, new knowledge and opportunities for Jan De Nul Group.