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INTRODUCTION

At Veseris, we're building toward a vision of greater opportunity for our customers and partners. With new features and capabilities and over 70 distribution centers poised for growth, we are ready to serve with more agility than ever before. Although certain parts of our operations are changing, our success ultimately depends on the aspects that stay the same – like our unwavering standards of honesty and integrity.

As a supplier of goods or services to Veseris you are an integral part of our standards and our focus of delivering positive impact.

You provide us with high quality goods and services that help us to maintain and grow our reputation and support our customers. As a Veseris supplier, we believe that your standards of conduct and integrity are aligned with ours, and we expect you to maintain these standards in all aspects of your interactions with Veseris employees and customers.

These standards are at the core of our direction of driving profitable growth with outstanding customer service and operational excellence – all by making it easy to do business with Veseris.

As stated in our Guiding Values – we always aim to win – getting results for Veseris and all our partners. This Veseris Supplier Code aligns the with our Guiding Values to ensure that we both win – but always in the right way! This code simply shares with you the way that we do business and the way that we expect you to interact with us. This code applies to everyone who supplies goods or services to Veseris.

Veseris is committed to operating with total honesty and transparency. That means achieving the highest standard of business conduct within our own organization but also amongst our supplier network is necessary for our joint long-term success.

The Code sets out general expectations about our professional responsibilities, it cannot address every situation. Never the less, we have created this code to help outline our expectations and depend on you to help us to deliver these standards.

VESERIS CODE OF CONDUCT

Our Veseris Code of Conduct provides the basic foundations that help guide the ethical conduct of our colleagues, setting standards of behavior and respecting the rights of others.

The way we work matters. That's why we operate with integrity every day- in every interaction and every business decision. When we each show this commitment in our daily work, we enhance our reputation and remain the organization of choice in the markets we serve. All Veseris employees are expected to follow this Code.

VESERIS SUPPLIER CODE

This document is based on our internal Code of Conduct, highlighting specific aspects that apply to you as a supplier of goods or services to Veseris. This Veseris Supplier Code establishes part of your contract with us and sets out the standards that we require of all suppliers.

Often, the nature of the business that we do with you will mean that your contract will set out even more detailed obligations, processes, and policies in relation to some of the matters covered in the

Veseris Supplier Code. The Veseris Supplier Code is intended to supplement those provisions and not to replace them, meaning that you are always required to comply with both the Veseris Supplier Code, and the provisions of your contract. In the event of any conflicts (i.e., it is impossible to comply with both provisions) between a provision of the Supplier Code and a provision of your contract, your contract will take precedence.

It is your responsibility to ensure that any of your employees, directors, officers, and subcontractors - that interact in any way with Veseris - are made aware of and comply with the Veseris Supplier Code of Conduct.

DIFFERENT COUNTRY LAWS

The Supplier Code establishes principles that apply across Veseris and is intended to give guidance on common legal or ethical issues – it does not outline every law and policy that might apply. If there is any doubt as to whether to follow a local law or this Code, you should always follow whichever sets the highest standard of behavior.

MISSION, VISION AND GUIDING VALUES



Our Mission

Veseris delivers positive impact. We build trusted relationships connecting professionals to the products, expertise, and digital tools to exceed their expectations.



Our Vision

Veseris delivers positive impact. We build trusted relationships connecting professionals to the products, expertise, and digital tools to exceed their expectations.



Our Values

By putting people first...

- Operate with honesty and transparency, following through on every promise.
- Value each customer, employee, and supplier, and the collaboration that connects us.

...we guide customers forward...

- Go farther and work harder to help customers overcome challenges.
- Show pride in our work through every solution, service, and interaction.

...empowering mutual success.

- Be the impact by thinking creatively to provide unique solutions.
- Always aim to win — getting results for Veseris and all our partners.

WE PRACTICE RESPECT

HEALTH AND SAFETY

Veseris' top priority is the health and safety of our employees, customers and communities. Ensuring safety is an integral part of everything we do. Each of us is responsible for acting in a way that protects ourselves & others.

What does this mean for us as we work with Veseris?

- You will work with Veseris to ensure that work is carried out in a healthy and safe working environment.
- You will ensure that all health and safety risks related to the work you are carrying out are properly assessed and understood.
- You will conduct your work safely and responsibly and in a way that complies with safe working procedures and applicable health and safety legislation.
- You will ensure that your employees and subcontractors have the appropriate training for the work they carry out and are provided with any equipment required to perform their duties safely.
- You will report all health and safety incidents and near misses related to Veseris locations including incidents during work done on behalf of Veseris Initial at customer premises.
- While working at Veseris locations you and your employees and subcontractors will comply with any site-specific policies and procedures and with the reasonable instructions of Veseris personnel.

EQUALITY AND FAIRNESS

Veseris helps bring together employees with a wide variety of backgrounds, skills, and cultures. Combining such a wealth of talent and resources creates the diverse and dynamic teams that consistently drive our results.

We prohibit discrimination on the basis of race, color, gender, national origin, age, religion, disability, marital status, veteran status or sexual orientation.

What does this mean for us as we work with Veseris?

- You value diversity and inclusion and insist on fair treatment free from discrimination and harassment.
- You do not tolerate disrespectful behavior, bullying, discrimination, or harassment.
- You behave in a professional and courteous manner and do not engage in harassment, bullying or offensive behavior in the workplace.
- You will report any concerns of discrimination and harassment that arise while working at Veseris locations or workplaces and co-operate in any investigation that is conducted in this regard.

WE FOLLOW THE LAW**ANTI-CORRUPTION & ANTI-BRIBERY**

At Veseris, we believe that all forms of bribery and other corrupt practices are an inappropriate way to conduct business regardless of local customs. Veseris is committed to complying with all applicable anti-corruption laws. We never pay or accept bribes or kickbacks - at any time for any reason.

What does this mean for us as we work with Veseris?

- You will have a zero-tolerance approach to bribery and corruption.
- You will implement policies and procedures to prevent bribery and corruption within your own organization.
- You will report any actual or suspected bribery or corruption in a supply chain which has a connection to the work you are doing for Veseris to us.
- You will never give, offer, accept, or request a bribe in any form (meaning any undue financial advantage (cash or otherwise) or any undue advantage of any other kind), directly or indirectly, to or from any person connected to or employed by Veseris.

COMPETITION AND ANTITRUST

At Veseris, we believe in free and open competitive and never engage in improper practices that may limit competition. We never look to gain competitive advantages through unethical or illegal business practices.

What does this mean for us as we work with Veseris?

- You comply with all applicable statutes, regulations, and codes.
- You practice fair competition, based on the quality and other merits of your services and products.
- You do not participate in any activity that limits fair competition such as fixed or predatory pricing, collusion, tying or bid rigging.

WE PROTECT VESERIS

COMPANY ASSETS & CONFIDENTIAL INFORMATION

At Veseris, we are entrusted with our organization's assets – everything from funds, facilities, equipment, and information systems. In addition, Veseris commits substantial resources to technology development and innovation. The creation and protection of our intellectual property (IP) rights are critical to our business. IP includes items such as proprietary information, customer information, trade secrets and patents. We must always be vigilant in protecting Veseris' confidential and intellectual information. We expect the same of any suppliers operating on one of our sites or utilizing any of our assets or information.

What does this mean for us as we work with Veseris?

- While at a Veseris location or otherwise engaged in work for or on behalf of Veseris, you will be vigilant for any misuse or theft of company resources and report any concerns.
- You will ensure that any of your employees, contractors or subcontractors return all company property in their possession, including customer lists and operating manuals, before they leave your service or at any time following a request from Veseris.
- You will, follow all best practice and policies for IT security and stay up to date with training on the subject.
- You will keep all information disclosed to you during your dealings with Veseris confidential in accordance with the terms of your contract with us.
- You will not disclose any such information to third parties unless you have our prior written consent or you are expressly permitted to make such disclosure by your contract with us.
- You will comply with all applicable laws, statutes, regulations and codes in relation to data privacy and data protection.

WE DO WHAT'S RIGHT

CONFLICTS OF INTEREST

At Veseris, we are expected to use good judgement and avoid situations that can lead to even the appearance of a conflict, which can undermine the trust others place in us or damage or reputation. Our employees must not allow any conflicts to arise between their interests and those of Veseris and clearly we expect our suppliers to understand and respect this direction.

What does this mean for us as we work with Veseris?

- You will avoid situations where personal interests may conflict with your duty to Veseris or its customers.
- You will bring an actual or potential conflict of interest to the attention of Veseris. Any agreed actions to deal with the conflict of interest should be confirmed in writing.

GIFTS AND ENTERTAINMENT

At Veseris, we do not accept gifts, favors or entertainment – even if it complies with our policies – if the intent is to improperly influence ANY decision.

What does this mean for us as we work with Veseris?

- You will respect and adhere to Veseris' Gifts and Entertainment policy.
- You will not give, promise to give, or offer a gift or hospitality with the expectation, intention or hope that a business advantage will be received, such as the award of a new contract, or the retention of an existing one, or to reward a business advantage already given.
- You will not attempt to conceal or disguise gifts or hospitality given or received.

HUMAN RIGHTS & ANTI-SLAVERY

At Veseris, we conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights, including an absolute opposition to slavery and human trafficking.

What does this mean for us as we work with Veseris?

- You will respect the human rights of your employees and all other parties with whom you interact with.
- You will comply with all applicable labor laws and best practice in your industry.
- You will only employ individuals who are working of their own free-will.
- You will help support efforts to eliminate abuses such as child labor, slave, human trafficking and forced labor.

If you have any questions or comments on any of the points raised in this document, or if you see or suspect any violation of our Code, our policies or the law while dealing with Veseris, please contact a member of the Veseris Purchasing team (USA.All.MPU@veseris.com), Senior Management or via email to karl.kisner@veseris.com