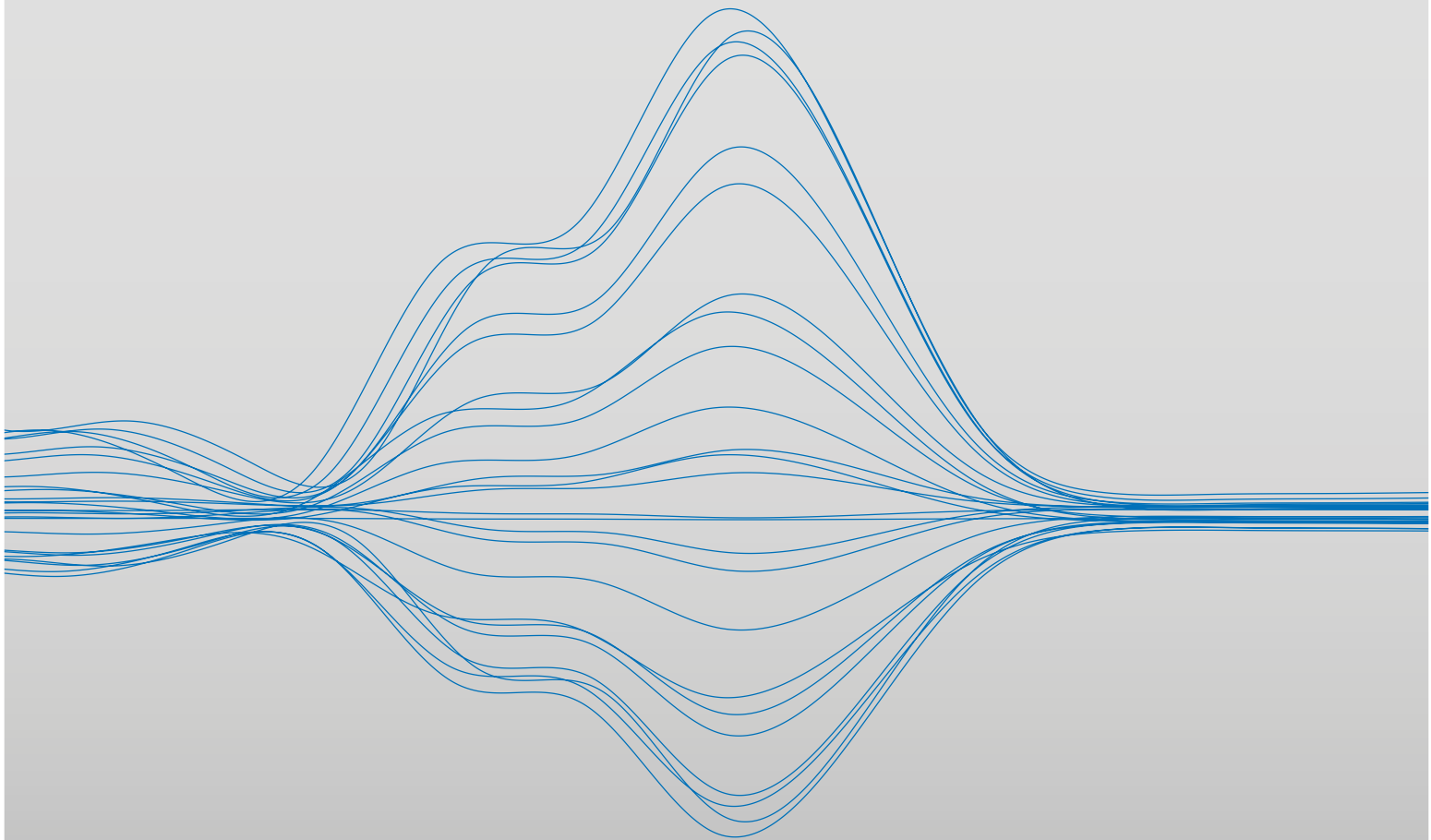


# DLA Piper Supplier Code of Conduct

EFFECTIVE FROM 01 DECEMBER 2020



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## Introduction

DLA Piper's business in Europe, Africa, the Middle East and Asia Pacific ("DLA Piper") is committed to the highest standards of social and environmental responsibility and we expect our suppliers and business partners to share our aim to promote lawful, professional, fair practices that integrate respects for human rights, business ethics and sustainability.

We recognize both the opportunity and responsibility we have, in partnership with our suppliers, to take a lead in addressing pressing global issues. Therefore, environmental, social and economic considerations are core to our decision-making when selecting our suppliers to deliver goods and services. We believe that sustainable procurement will help us to achieve sustainable growth by managing risk, maximizing efficiency and driving value.

The DLA Piper Supplier Code of Conduct ("**Code**") exists to promote and ensure safe and fair working conditions and the responsible management of environmental and social issues in the DLA Piper supply chain.

DLA Piper requires agreement to the Code from all those involved in its supply chain. The Code describes DLA Piper's expectations of how all our suppliers conduct their business and applies to all suppliers providing products or services to DLA Piper. All suppliers are expected to act in accordance with the Code including aligning policies, practices and guidelines and communicating and enforcing the Code throughout their organization and across their supply chain.

DLA Piper expects its suppliers to operate in accordance with all applicable laws and regulations. This includes those respecting individual's human rights, and mindful of environmental and safety impacts of products and services. When differences arise between standards set out in the Code and legal or regulatory requirements, the stricter standard shall apply, in compliance with applicable law or regulation.

## DLA Piper Values

We are committed to adhering to the following core values in all our dealings with our clients, our people and our communities:

- Be supportive;
- Be collaborative;
- Be bold; and
- Be exceptional.

We expect all of our suppliers to support these values through the products and services they provide to DLA Piper.

## Human Rights

DLA Piper recognizes its responsibility to protect human rights. We expect our business partners and suppliers to respect human rights and to have in place policies and processes to meet their responsibility to protect and respect human rights that apply to all workers, suppliers, and their supply chains and to comply with all relevant legislation, regulations and directives in countries where they operate.

For more information see the UN Declaration of Human Rights (<https://www.un.org/en/universal-declaration-human-rights/>) and the UN Guiding Principles on Business and Human Rights ([https://www.ohchr.org/documents/publications/guidingprinciplesbusinessshr\\_en.pdf](https://www.ohchr.org/documents/publications/guidingprinciplesbusinessshr_en.pdf)).

## Grievance Mechanism

We expect our suppliers to have a process through which workers can raise workplace concerns without fear of retaliation. This grievance mechanism should be transparent and understandable to workers, and should ensure the protection of whistle blowers.

## Forced Labour

Suppliers and business partners will not use or permit their subcontractor to use child, slave, forced or obligatory labour, including prison labour, indentured labour, bonded labour or other forms of forced labour.

These practices, identified by the International Labour Organization (ILO), include withholding of wages, retention of identity documents, and restriction of movement. For full guidance from the ILO please see: The 8 ILO Fundamental Conventions – <https://www.ilo.org/global/standards/introduction-to-international-labour-standards/conventions-and-recommendations/lang--en/index.htm>.

Vendors should put into place measures that ensure workers are not exploited by third party labour providers, such as recruiters or agencies. Such measures include: caps on or elimination of recruitment fees; provision of contracts to all workers in their native language or other language which they are able to understand; elimination of deposits paid by workers to vendors or recruiters to secure jobs.

Additionally, suppliers must not engage in or support human trafficking and are encouraged to implement due diligence measures to ensure that no human trafficking exists within their extended supply chains. Suppliers must also fully comply with requirements of applicable slavery, forced labour and human trafficking laws without limitation.

## Child Labour

Suppliers and business partners will ensure that no person under the age of 15 or under the age for completion of compulsory education, whichever is higher, is employed.

The necessary preventive measures to ensure this include age verification systems, training for managers, and communicating with sub-contractors and suppliers on child labour issues.

Suppliers must also comply with local laws regarding the minimum age of employees and all other applicable child labour laws.

## Compensation

Our suppliers and business partners shall pay workers regularly and timely at least the minimum wage or the appropriate prevailing wage, whichever is higher and comply with all legal requirements on wages. DLA Piper in the UK is a signatory of the Living Wage Foundation. All other types of legally mandated benefits must be provided as required by law, including, as applicable, paid leave, pension, statutory insurance, health benefits, maternity leave, parental leave, family care leave, and child care benefits. All overtime work must be performed and compensated in accordance with the law and the individual's employment contract or other applicable contract or collective agreement.

## Working Hours

Our suppliers shall ensure that workers are not required to work in excess of the relevant legal limits on working hours, overtime hours and number of working days per week. All overtime work shall be consensual. Workers shall be granted and correctly compensated for any types of paid leave or time off to which they are legally entitled under applicable law, which may include, for example, holidays, maternity/parental leave, family care leave and sick leave. While it is understood that overtime may be required, suppliers shall carry out operations in ways that limit overtime to a level that ensures humane and productive working conditions

## Freedom of Association and Collective Bargaining

Our suppliers and business partners shall recognize and respect the right of employees to freedom of association and collective bargaining without interference, discrimination, retaliation or harassment and shall meet or exceed relevant requirements of local law.

## Health and Safety

DLA Piper is committed to providing our people with a safe and secure working environment that safeguards their health, and promotes physical and mental wellbeing, regardless of where in the world they work. Our suppliers are expected to support our commitments by ensuring that they to comply with all applicable safety and health laws and regulations in the jurisdictions

in which they operate and have the right arrangements in place and provide their goods and services safely and without risks to health.

As a minimum, we expect our suppliers and business partners to:

- jointly assess or to notify DLA Piper of health and safety risks associated with the performance of their contract;
- comply with our health and safety requirements while on our premises; including, but not limited to agreed method statements and permit to work arrangements;
- report all incidents and near misses related to the contract;
- provide their health and safety policy statement and management arrangements on request.

## Environment

DLA Piper is fully committed to minimising the environmental footprint of its business operations and contributing globally to the evolving societal goals for sustainable development. We require our critical contractors, suppliers and service providers to have environmental sustainability commitments and operating standards comparable to our own.

Strong partnerships are formed with all contractors, suppliers and service providers that have the greatest potential to influence our sustainability performance and to support us in delivering our environmental commitments, including but not limited to:

- minimising the use of resources such as electricity, gas, water, paper, etc;
- reducing carbon footprint associated with our services;
- diverting all wastes generated by our offices away from landfills.

## Ethical Business Practice

Integrity is vital for a sustainable relationship with suppliers and DLA Piper does not tolerate corruption or bribery in any form. We expect all suppliers to uphold the highest standards in ethical business practice and comply with requirements of all applicable anti-corruption laws. Our zero tolerance approach requires all suppliers and business partners to have in place policies, systems and/or procedures to ensure zero tolerance towards, but not limited to, human rights abuses, money laundering, fraud, bribery, tax evasion, conflicts of interest, corruption and other improper payments, benefits gifts or other inducements.

Suppliers should take appropriate steps to ensure that all who act for or on their behalf also comply with such obligations.

## Confidentiality and Information Security

Our suppliers and business partners shall have robust cyber security processes and controls in place to protect data and confidential information. Suppliers must adopt and maintain processes to provide reasonable protections for personal, proprietary and confidential information, including information that they access, receive or process on behalf of DLA Piper.

In addition, suppliers must comply with all applicable privacy/data protection and information security laws and regulations.

## Privacy and Data Protection

We expect our suppliers to protect confidential information.

Suppliers must adopt and maintain processes to provide reasonable protections for personal, proprietary and confidential information, including information that they access, receive or process on behalf of DLA Piper. Suppliers should recognize that unauthorized use or disclosure of such information may have personal, legal, reputational and financial consequences for the vendor, individuals whose personal information may be implicated, and for DLA Piper. In addition, suppliers must comply with all applicable privacy/data protection and information security laws and regulations.

## Facilitation of tax evasion

Our suppliers and business partners shall not engage in any activity, practice or conduct which would constitute or facilitate tax evasion (including but not exclusively the UK offences under sections 45(1) and 46(1) of the UK Criminal Finances Act 2017 (the “Act”).

Our suppliers and business partners shall have and maintain in place such policies and procedures as are both reasonable to prevent the facilitation of tax evasion by another person (including without limitation all employees) and to ensure compliance with this clause.

Suppliers and business partners will ensure the same of any affiliates, retained agents, subcontractors, intermediaries or workers performing services or providing goods to DLA Piper.

DLA Piper reserves the right to request supplier’s policies on tax evasion.

## Anti-Bribery and Corruption

DLA Piper is committed to conducting our business in accordance with the highest ethical standards and in compliance with all applicable laws, rules and regulations. We expect our suppliers to share our principles and uphold our standards and for to comply fully with the policy and procedures as agreed to ensure that all those involved the supply chain understand and adhere to these standards.

DLA Piper does not tolerate corruption or bribery in any form and we expect our suppliers to fully comply with requirements of all applicable anti-corruption laws, including but not limited to the U.S. Foreign Corrupt Practices Act and the UK Bribery Act. Suppliers will not directly or indirectly give, offer, or accept anything of value to obtain or retain business or favored treatment, to influence actions or to obtain an improper advantage for DLA Piper itself, or any third party. This includes any benefit, fee, facilitation payment, commission, dividend, gift, cash, gratuity, services, consideration or any inducements of any kind to any DLA Piper representatives, officers, agents or employees of DLA Piper.

Furthermore, suppliers will ensure the same of any affiliates, retained agents, subcontractors, intermediaries or workers. This prohibition extends not only to public officials, candidates for office, and workers of state-owned enterprises, but also to workers or officers of counterparties, clients/customers, suppliers, any agent of the aforementioned parties, or any other person with whom the firm does or anticipates doing business. DLA Piper reserves the right to request supplier’s policies on anti-bribery and corruption.

## Physical Security

Our suppliers and business partners must comply with our security requirements when conducting business for DLA Piper and commit to the protection of our people, property, assets and reputation. They should visibly wear identification whilst on our premises; be escorted as far as reasonably practicable whilst on our premises; not enter working floors without authorisation; comply with all applicable legislation and relevant regulatory requirements; take responsibility for their personal items; comply with any ad-hoc requirements which may be implemented depending on their scope of work.

## Insurance

Our suppliers and business partners must have adequate and relevant insurance including, but not limited to, public and product liability and professional indemnity insurance which is current for the duration of the contract. They must comply with any request to provide proof of insurance or other related information and keep the firm abreast of any material changes

## Sub – Contracting

Our suppliers and business partners must seek the firm’s written consent prior to any sub-contracting.

## Inclusive Procurement

At DLA Piper, inclusion is at the heart of everything we do. We acknowledge that being Diverse and Inclusive is more than just identifying and boxing people into categories. It should inspire a feeling of being welcomed, heard and respected amongst our people and vendors. We want everyone both within and outside our firm to feel that their voice, made up of their individual experiences and characteristics – but not defined by them, is heard and valued.

To achieve a truly diverse and an inclusive workplace, as well as setting goals, monitoring data and intervening if required, we are focussed on the culture of our firm. Our values reflect this. We are **supportive**. This means we are thoughtful and we embrace diversity. We must be **bold** and **collaborative** in our ambition to address barriers and level the playing field, and move towards an ‘everyone’ culture, where all our people feel they belong. We must be willing to be different and set ourselves apart. This will help make us **exceptional**.

We want our people to be able to work in an environment where they feel respected and valued regardless of the jurisdiction within which they work or the role they perform. And this extends to all our suppliers, contractors and vendors. All suppliers, contractors and vendors are expected to hold these high standards in all their dealings with DLA Piper.

We believe that how we allocate our resources, matters and that inclusive procurement from a broad range of businesses can bring about meaningful, long-term, sustainable change.

We expect our vendors to share the same commitment to being diverse and inclusive, both within their operations and supply chains.

In return our vendors will be treated fairly and equally during the tendering and purchasing process, with decisions made on the basis of clear selection criteria.

Vendors should take all steps required to be inclusive within their operations, which include but are not limited to:

- Treating workers with dignity and respect at all times
- Ensuring that all laws and any applicable discrimination legislation are complied with regarding the fair treatment of people
- Providing a fair and transparent recruitment and hiring processes
- Providing a workplace free from discrimination, bullying, harassment or inappropriate behaviour
- Ensuring that no person experiences disadvantage based on (but not limited to) the following:
  - age, disability, ethnicity, faith, gender, gender identity, marital status, parental status or pregnancy, sexual orientation, social origin or any other underrepresented group
- Having a stated commitment to being Diverse and Inclusive and be able to demonstrate active compliance if requested

DLA Piper expects vendors to promote diversity in their own supply chain and purchase goods and services from a broad range of businesses. Vendors are also expected to apply the following principles to their own supply chains:

- Apply inclusive procurement policies –for example through offering tendering opportunities and awarding contracts to new, small, innovative suppliers, or using women owned, LGBTI+ owned or other underrepresented group owned, or locally owned business to supply services or products
- Support a range of suppliers, from SMEs to social enterprises, giving them the opportunity to compete for business on a fair and equal scale
- To consider usability by and inclusion of individuals with disabilities when designing products and/or delivering services to DLA Piper
- To comply with all relevant regulatory requirements, as well as with any local diversity regulations and programs

## Summary

This Code sets forth our expectations for current and future suppliers. We expect all new and existing suppliers to meet our minimum expectations as noted.

We encourage suppliers to institute effective management systems that utilize the best available techniques and practices to adhere to this Code and continuously improve their performance. This should include a process for the identification and proactive mitigation of risks associated with compliance to this Code, as well as a process for on-going monitoring and review of risk controls, and prompt and accurate reporting of all incidents.

Any facts or circumstances which are likely to lead to your inability to meet the requirements and expectations of this Code should be reported immediately to your DLA Piper relationship manager.

We expect our suppliers to join us in our commitment to transparency and disclosure. If requested, suppliers are expected to provide details and data about their performance on the topics included in this Code to the firm or to other entities, and where required by law or regulation, facilitate access to audit compliance and performance.

If a supplier is found to be in violation of the requirements of this Code, we will expect that supplier to inform us immediately or as soon as is practicable and remedy any such violation in a timely and sensitive manner. This obligation extends to breaches of applicable law or regulation. Failure by a supplier to do so may lead to review or termination of our relationship. DLA Piper reserves the right to audit its suppliers in accordance with this Code.

DLA Piper is committed to continuously reviewing and updating this Code. Therefore, this Code is subject to modification from time to time.

The contents of this Code are additional to and do not in any way affect or prejudice any of DLA Piper's rights and remedies under the relevant contracts with each supplier, if any. In the event of any non-compliance to the requirements of this Code or breach of contract, DLA Piper reserves its rights and retains the sole discretion to exercise any rights under this Code, any relevant contract and/or local laws and regulations.

The failure or omission to comply with the requirements of this Code of Conduct may constitute a breach of contract. In the event of any conflict or ambiguity between any provision of this Code and the provisions of any relevant contract with any supplier, the provisions of that contract will prevail.