RE:SOURCES

LION RE:SOURCES UK LTD

SUPPLIER CODE OF CONDUCT

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1. Introduction

We set high standards for the way we do business and continually strive to deliver high performance for our clients. This helps our clients know that we can be trusted to deliver excellence.

Our Supplier Code of Conduct **(the "Code")** sets out the minimum behaviours, standards and practices we expect to see from our Suppliers, all of which are based on our own code of conduct, policies and standards.

We expect our Suppliers to be ethical, responsible and to fully adhere to the principles set out in this Code in addition to the provisions of any commercial terms agreed between our agencies and the Supplier and all applicable laws and regulations of the countries in which they operate.

The Code is applicable to all Suppliers, partners and affiliates who supply products or services related to contracts or purchase orders. Suppliers are expected to have and maintain practices similar to those in the Code and must apply these standards to the Suppliers they work with.

We expect our Suppliers to be ethical, responsible and to fully comply with all applicable laws and regulations.

2. Our People

All Suppliers must comply with applicable international and national laws and standards in relation to labour practices and human rights:

2.1 Fair Treatment and Equal Opportunity

We recognize the need to reward fairly for skill, contribution and performance. We want our workplace to be a place of mutual trust and respect, which embraces diversity and values everyone for their merits where people are treated fairly and consistently. Suppliers must not discriminate in hiring, compensation, access to training, promotion, termination or retirement based upon (but not limited to) race, national origin, religion, age, disability, gender, marital status, sexual orientation, union membership or political affiliation.

2.2 Respectful Workplace

We believe that all our employees have the right to respect and freedom from harassment. Violence or the threat of violence at work is unacceptable. Suppliers are expected to promote equal opportunities for all and value diversity and must treat all workers with respect and dignity and are prohibited from engaging in physical, mental, verbal, sexual or other abuse, inhumane or degrading treatment, corporal punishment or any form of harassment.

2.3 Human Rights

Respect for human rights is a fundamental part of how we do business and we refuse to do business with any Supplier that violates the standards and principals of basic human rights. We expect our Suppliers to share this commitment.

2.4 Child Labour

We do not accept child labour or any practice that inhibits the development of children and expect our Suppliers to comply with local laws regarding the minimum age of employees.

2.5 Forced Labour

In line with our own commitment, Suppliers must not use any type of involuntary or forced labour, including bonded, slave or human trafficked labour. Individuals must be free to terminate their employment in accordance with established laws, regulations and rules. Suppliers should not mandate that workers hand over passports or work permits as a condition of employment.

2.6 Migrant Workers

Suppliers must ensure migrant workers are treated with dignity and in accordance with the same standards that apply to other workers.

2.7 Fair Pay & Benefits

Suppliers must pay workers the minimum compensation required by local law and provide all legally mandated benefits. Any overtime must be voluntary and workers must be paid for overtime hours. Workers must receive adequate compensation for any overtime worked. Suppliers must ensure that all wages meet local minimum wage requirements, and standard working hours or overtime must not exceed legal limits.

3. Our Business

High standards of ethical behavior and compliance with laws and regulations are essential to protecting the reputation and long-term success of our business. We are committed to the highest standards of integrity, honesty, openness and professionalism in our global activities and have the highest respect for local laws and regulations.

We expect Suppliers to behave ethically and appropriately in all dialogue as well as act in compliance with legal and industry requirements and seek to implement best practice in their industries.

3.1 Anti-Bribery, Corruption and Facilitation Payments

We have a zero tolerance policy for Bribery and Corruption. Suppliers are expected to behave ethically in all business dealings. They must not offer, promise, authorize, give demand or receive any bribes, improper payment, gift, loan, fee, reward, other advantage

or anything of value which may be viewed as or have the effect of improperly influencing business decisions or participate in any kind of corrupt activity, either directly or indirectly (through a third party).

Suppliers, representatives and their employees must comply with all applicable anti-bribery and corruption laws and regulations of the countries in which they operate and implement appropriate and adequate procedures for their employees to comply with applicable anti-corruption laws and these standards.

Facilitation payments are small payments or fees requested by government officials to speed up or facilitate performance of routine government actions. Suppliers must not make facilitation payments or permit them to be made on our behalf.

3.2 Gifts and Hospitality

We develop long term business relationships based on trust and respect. Exchanging gifts and hospitality can build goodwill but may, or may appear to create improper influence. Any gift or hospitality we accept or give in connection with our business dealings should always be customary and reasonable in terms of value and frequency.

Suppliers should not provide any gifts, hospitality, meal or entertainment to our employees in any situation, which may influence or appear to influence any business decisions. In other situations, Suppliers may provide modest gifts, meals or entertainment to our employees were they do not violate any laws and are customary and reasonable in terms of value and frequency (never cash or cash equivalent).

3.3 Facilitation of tax evasion

We have a zero tolerance policy for the facilitation of tax evasion by any individual associated with our business and as such have reasonable measures in place to prevent tax evasion within our organization. In line with our commitment, Suppliers are also expected to ensure that they have adequate measures in place to prevent the facilitation of tax evasion by those associated with their business when carrying out services on our behalf.

3.4 Conflicts of Interest

We seek to avoid conflicts of interests in our business dealings but where they do occur, we manage them. Suppliers should make us aware of any potential conflict of interest that may affect our business dealings as soon as they are known.

3.5 Data Protection

Suppliers must protect consumer, client and employee data in accordance with local laws and best practice. Suppliers must respect the privacy of their employees as well as those whose personal data we entrust to them to provide products or services.

We expect external business partners to legally process and protect personally-identifiable information where applicable and to train their employees and subcontractors' employees assigned to work on our accounts to ensure they understand the requirements and their personal liabilities for protecting personal information and as well as all our confidential information.

4. Global World

As a global company, we recognize our impact on society the economy and the environment and aim to make a positive difference. We seek to be a good corporate citizen in our dealings with customers, suppliers, employees and communities where we operate and all our employees are responsible for helping us deliver this commitment. All Suppliers must make proper provisions for the health and safety and welfare of their employees, contractors, visitors and those in the community affected by their operations. We expect suppliers to comply with legal obligations and industry requirements.

4.1 Health & Safety

We have a strong focus on Health & Safety in the workplace. We require everyone who works for us or with us to understand the health and safety risks of their activities and apply good Health & Safety management systems in accordance with the applicable legal framework, training and practices for employees, contractors, visitors and those in community affected by their activities. They should also take the necessary precautions to protect everyone from work place injuries.

Suppliers are expected to take personal and collective responsibility to help fulfil our Health & Safety goals and care for the environment through a commitment to good environmental practices.

4.2 *Corporate Social Responsibility and the Environment*

We aim to reduce our environmental impact, prevent environmental damage and minimize our use of energy and resources. Suppliers must comply with all applicable environmental legislation and must not use material considered harmful to the environment.

4.3 *Community Engagement*

We support and contribute to the social and economic well-being of the communities we work in. We are committed to building positive relationships with the communities in which we live and work and Suppliers are encouraged to take similar views.

5. Code Adherence

Suppliers must conform to all aspects of the Code (as amended from time to time) and make their employees and sub-contractors aware of the Code. We reserve the right to verify Suppliers compliance with the Code and Suppliers must maintain documentation necessary to demonstrate compliance with this Code.

We reserve the right to terminate business relationships in the event of material breach of the principles set out in the Code.

Suppliers are encouraged to disseminate these expectations throughout their own supply chain and incorporating the principles set out in the Code as part of routine business practice.

If Suppliers have an actual or potential ethical concern related to the Code or any engagement or relationship with us, they are encouraged to make us aware immediately by sending an email to ethicsconcerns@publicisgroupe.com