



Supplier Code of Conduct

Version 1, 01.12.2025

Aligned with UN Global Compact, ILO, and OECD Guidelines



Supplier Code of Conduct



At **OTERRA**, we are committed to advancing sustainability, responsible sourcing, and ethical business practices across our global value chain. Our Supplier Code of Conduct (“Code”) outlines the minimum expectations we place on all our suppliers and business partners, regardless of location or sector.

This Code reflects internationally recognized standards including the United Nations Global Compact, the Universal Declaration of Human Rights, the ILO Fundamental Conventions, the OECD Guidelines for Multinational Enterprises, and relevant environmental and anti-corruption frameworks.

We expect all suppliers to actively ensure compliance with this Code, and to promote similar standards within their own supply chains.

1. Compliance

Suppliers must comply with all applicable local, national, and international laws, regulations, and industry standards. This Code sets out the behavior Oterra expects its suppliers and partners to adopt beyond laws and regulations.

2. Labor and Human Rights

2.1 Freely Chosen Employment

All labor must be voluntary. Forced, bonded, human trafficking, or indentured labor or involuntary prison labor is prohibited.

2.2 Child Labor

Suppliers must not employ workers below the legal minimum age or below 15 years (or 14 where local law allows), in accordance with ILO Convention 138 and 182.

2.3 Working Conditions and Hours

Working hours, rest periods, and overtime must comply with applicable laws and industry norms. Overtime must be voluntary and compensated accordingly.



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2.4 Wages and Benefits

Compensation must meet or exceed legal minimums and include all mandated benefits. Deductions not provided for by law are not permitted.

2.5 Non-Discrimination and Equal Opportunity

Suppliers must not engage in discrimination based on race, gender, religion, age, disability, sexual orientation, union membership, political opinion, or national origin.

2.6 Freedom of Association

Workers must be free to join or form labor unions and engage in collective bargaining in accordance with local laws.

2.7 Harassment and Abuse

Suppliers shall treat workers with dignity and respect and must not tolerate harassment, abuse, threats, or any form of inhumane treatment.

3. Health and Safety

Suppliers must provide a safe and healthy working environment, minimizing the risk of accidents, injuries, and exposure to hazardous materials. This includes:

- Access to clean drinking water and sanitation
- Emergency preparedness plans
- Necessary protective equipment and safety training
- Health and safety risk assessments

4. Environment

Oterra expects suppliers to operate in an environmentally responsible manner. Suppliers shall:

- Comply with all relevant environmental laws and regulations
- Minimize environmental impacts, including on climate, water, waste, and biodiversity
- Have systems to manage hazardous substances, emissions, and resources efficiency
- Uphold applicable environmental permits and reporting requirements
- Actively work to reduce GHG emissions and adopt sustainable production practices where relevant
- Actively assess and mitigate deforestation risks in their operations and sourcing practices, and take necessary actions to prevent sourcing from deforested or high conservation value areas



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5. Ethical Business Practices

5.1 Anti-Corruption and Bribery

Suppliers must prohibit all forms of corruption, bribery, extortion, and embezzlement. This includes facilitation payments and gifts that could influence decision-making, particularly when acting on behalf of Oterra and when dealing with public officials.

5.2 Conflict of Interest

Suppliers must ensure that they do not have any conflict of interest (involving personal or family links or relationships with Oterra employees), and that they will declare any future potential conflict of interest as it may arise during the business relationship.

5.3 Fair Competition

Suppliers must not enter into any agreement (written or oral), or engage in any other forms of activity, which has as its object or effect the prevention or restriction of competition and/or which breaches applicable laws and regulations relating to competition or fair trade.

5.4 Confidentiality and Data Privacy

Suppliers must safeguard confidential information and comply with applicable data protection and privacy laws & regulations, notably (but not limited to) the EU General Data Protection Regulation (GDPR; EU 2016/679). In case of breach of privacy, Suppliers warrant to immediately inform Oterra at privacy@oterra.com.

5.5 Responsible Sourcing of Raw Materials

If applicable, suppliers shall ensure that conflict minerals, palm oil, soy, cocoa, or other high-risk commodities are sourced responsibly and in line with relevant sustainability standards.

6. Sustainable Procurement and Supply Chain Due Diligence

Suppliers are expected to:

- Communicate this Code to their own suppliers and subcontractors
- Perform risk assessments on their supply chains, particularly for high-risk materials, countries, or practices
- Take steps to address and remediate non-compliance
- Cooperate with audits, self-assessments, or other verification measures conducted by Oterra or designated partners



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7. Reporting, Monitoring, and Compliance

Oterra may request documentation, conduct supplier assessments, or commission independent audits. Suppliers must cooperate fully and transparently. Violations of this Code may result in corrective action plans or, in severe cases, termination of the business relationship. We encourage reporting of potential violations directly to relevant contacts or via Oterra’s Whistleblower Portal. All reports are strictly confidential. Access the portal through the following link: <https://oterra.integrityline.com/frontpage>.

8. Continuous Improvement

Oterra values long-term relationships and encourages suppliers to continuously improve performance on environmental, social, and governance (ESG) topics.

Acceptance

By working with Oterra, suppliers acknowledge this Code and commit to its principles. This document forms a baseline requirement for all supplier engagements

Head of Global Sourcing

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Action	Major Revision and Comments (if any)	Version and Date
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