

VENDOR CODE OF CONDUCT

Vendor Code of Conduct

Vendors of Scandlines Infrastructure ApS & its subsidiaries

Contact:

If you have any questions with regards to Scandlines' Compliance program or would like to raise any concerns or complaints regarding the adherence of laws and regulations relating to Scandlines, you can contact us directly through:
Compliance@scandlines.com

This Code of Conduct for Vendors is valid for all orders issued by companies of the Scandlines Group*.

**Scandlines Infrastructure ApS and its subsidiaries.*

Scandlines is one of the largest ferry operators in Europe and connects people – every day. Through generations it has been a trusted name in many families who trust us to transport their family members or their valuable cargo. Being a household name is a privilege and a great responsibility. At Scandlines we want to work with the highest standards when it comes to integrity, honesty and appropriate behavior.

At Scandlines we treat our vendors (“Vendors” meaning vendors, agents, and consultants) with respect and are committed to conduct our contracting and procurement practices in a fair and transparent manner.

We select those that share our principles of legal and ethical behavior, which are outlined as follows:

1. Compliance with all laws, regulations and company guidelines

At Scandlines, we expect that Vendors comply with all applicable laws and regulations, including anti-bribery legislation, and including those which are implemented into contractual agreements with Scandlines.

Zero Tolerance approach: At Scandlines, we have a Zero Tolerance approach to corruption and any compliance violations, including violations of anti-bribery legislation and we will not tolerate non-compliance of our Vendors and will take appropriate action where necessary.

Antitrust and Competition Laws: At Scandlines, we actively promote compliance with EU and relevant national competition laws. Our Vendors are expected to compete in a fair manner and to comply with applicable antitrust laws and regulations.

2. Ethical and legal behavior

At Scandlines, we are committed to honest and ethical behavior. Our Vendors are expected to make the same commitment.

Facilitation payments: At Scandlines, we expect that our agents and other intermediaries, consortia, contractors and Vendors do not make facilitation payments on our behalf. If there are doubts about a payment’s nature and if it might be considered a facilitation payment, the payment will only be approved if the official or third party can provide a formal receipt or written confirmation of its legality.

Gifts, business invitations, reimbursement of expenses and hospitality: At Scandlines, we expect that no employee, sub-contractor or agent of our Vendor offers, promises or grants anything to any of our employees with the intent to inappropriately secure a contract or order, to obtain preferential treatment or any inappropriate advantages.

Any gifts, business invitations, other forms of hospitality and the reimbursement of expenses in the normal course of business to our employees or related parties, if any, must be reasonable terms of frequency and value, i.e. they must be of low financial value and reflect ordinary local business custom. At Scandlines, we also expect our Vendors to refrain from asking employees or related parties for any inappropriate advantages.

3. Working conditions

Diversity and non-discrimination: At Scandlines, we expect our Vendors to promote equal opportunities for all their employees, regardless of their ethnic origin, skin color, gender, age, marital status, disability, religion, nationality, sexual orientation, social background, pregnancy, political orientation, military status or any other characteristic protected under law.

Child and forced labor: At Scandlines, we expect our Vendors to prohibit and refrain from any kind of child and forced labor within their organization.

Modern slavery and human trafficking: At Scandlines, we expect our Vendors to prohibit and refrain from any kind of slavery and human trafficking.

Freedom of association: At Scandlines, we expect our Vendors to respect the right of their employees to form a workers’ council, collective bargaining unit or other employee representations, and to enter into collective bargaining, in line with national laws and regulations.

Remuneration and working time: At Scandlines, we expect our Vendors to fully comply with applicable national laws and regulations on working time.

4. Environmental protection

At Scandlines, we expect our Vendors to be committed to protecting the environment under the highest applicable standards, particularly to preserving our marine environment.

Our Vendors must seek to prevent, minimize and attend to any adverse environmental impact of the Vendor’s own activities, products and services. The environmental commitments set out in this code are subject to the principle of proportionality, using a risk- and impact-based approach. The requirements are therefore to be applied in a manner that is appropriate, taking into account the Vendor’s size and type of operation and the nature, scope and complexity of its activities. Further, our Vendors must ensure that any required certificates and permissions are available in order to meet relevant requirements for the use of products and materials on Scandlines’ premises. Our Vendors are expected to handle all waste, especially hazardous waste, responsibly and in compliance with local regulations.

5. Health and safety

At Scandlines, we are committed to fostering a safe and healthy environment for employees, customers, vendors and all other persons who visit our facilities. We expect our Vendors to do the same.

We expect our Vendors to meet all applicable workplace health and safety regulations while also supporting Scandlines collaborative and proactive safety culture. A collaborative and proactive safety culture requires that every worker, including the Vendor, is an active contributor and participant. In practical terms, this means that each worker shall look out for themselves, every colleague and customers at work. Vendors have the responsibility and right to stop the job if they see an unsafe act or unsafe situation that presents a risk to persons, environment or property.

All contractors and Vendors shall uphold the following responsibilities whilst conducting work on Scandlines’ property, locations, or on Scandlines’ behalf:

- Being responsible for their own safety, health and well-being at the workplace.
- Contribute to the health, safety and well-being of all persons at the workplace.
- Following all reasonable instructions from Scandlines’ employees supervising the Vendors’ work. This includes adherence to all safety and health policies, safe systems of work, and control or work processes.
- Actively intervening if they see an unsafe act or situation (if it is safe to do so).
- Report all incidents and near misses to the worksite supervisor.

For service contracts, Scandlines may request statistics on safety and man-hours worked on behalf of Scandlines.

6. Conflict of interests

At Scandlines, we expect our Vendors to be objective in their decision making and avoid conflicts of interest based on private, business or other factors.

7. Money laundering

At Scandlines, we expect our Vendors to comply with all applicable regulations regarding the prevention of money laundering and not to participate in any money laundering activities.

8. Reporting of illegal or unethical conduct

Violations of laws, regulations and company guidelines, including this Vendor Code of Conduct can be reported to Scandlines Compliance or through the whistle-blower service.

9. Actions in the event of non-compliance

Non-compliance of the Vendors with any of the principles set out in this Scandlines Vendor Code of Conduct will be considered as a violation of the Vendor’s contractual agreement with Scandlines. Scandlines reserves the right to stop any contractual

agreement in case of violation of the principles of this Vendor Code of Conduct or if no measures for improving are sought or implemented.

Scandlines reserves the right to audit and access to all relevant documentation of the Vendor if a breach with any of the principles in this Vendor Code of Conduct is suspected.

10. Compliance with Scandlines Vendor Code of Conduct

Scandlines reserves the right to review the Vendor’s compliance with the principles and requirements as laid out in this Vendor Code of Conduct regularly. This review could either be through:

- **Self assessment:** Scandlines may request the Vendor to complete a self assessment;
- **On-Site Audits:** Scandlines or an authorized third party
- **On-Site Audits:** Scandlines or an authorized third party acting on its behalf may contact the Vendor and ask for permission to verify compliance

11. Vendor relations

At Scandlines, we expect our Vendors to communicate the principles laid out in this Vendor Code of Conduct to their sub-contractors and sub-vendors and to take these principles into account for their selection.

Last update: March 2021

Name

Date

Stamp/Vendor signature

