

**SCOPE:**

Neptune Bulk Terminals (Canada) Ltd. (“**Neptune**”) endeavors to conduct commercial relationships with trading parties who share a demonstrated commitment to business ethics, human rights, health safety and the environment, Indigenous People and local communities. The Supplier Code of Conduct (the “**Code of Conduct**”) establishes minimum standards that Neptune expects of all who supply goods and/or perform services to Neptune.

The Code of Conduct supplements the requirements, guidelines and standards of conduct described in associated internal Human Rights and Code of Conduct and Business Ethics policies. Additionally, the Code of Conduct is supported by internationally recognized standards and conventions including:

- [UN Guiding Principles on Business and Human Rights](#)
- [ILO Declaration on Fundamental Principles and Rights at Work](#)
- [United Nation’s Universal Declaration of Human Rights](#)


**APPLICATION:**

The Code of Conduct applies to all suppliers including the suppliers’ parent, subsidiary and affiliated companies, contractors and sub-contractors, consultants and agents. Neptune requires its suppliers to adhere to the Code of Conduct and to make efforts to ensure that these principles and values extend throughout its supply chain. Suppliers must be willing to demonstrate compliance with the provisions of the Code of Conduct by promptly replying to reasonable inquiries from Neptune regarding their compliance.

**EXPECTATIONS OF SUPPLIERS:**

**1. Ethics:**

- a. **Compliance with Law and Regulations:** Suppliers must comply with all applicable laws, regulations and industry standards in their own jurisdiction and those in which they conduct business with and on behalf of Neptune. Where local jurisdiction falls below international standards suppliers are expected to apply the stricter standard.
- b. **Anti-Corruption:** Suppliers must never directly or indirectly practice or tolerate any form of corruption, bribery, kickbacks, money-laundering, fraud, facilitation payments, embezzlement or extortion.
- c. **Confidentiality and Data Protection:** Suppliers must safeguard and not improperly disclose any confidential, sensitive, and non-publicly available business information pertaining to Neptune, including but not limited to its suppliers, partners, employees, contractors or customers without prior written permission from Neptune.

Document No.	G33		Description:	Supplier Code of Conduct
Issue Date	August 1, 2024		Approved by:	Procurement Manager
Revision	01			
Page	1 of 4			


**2. Human Rights:**

- a. **Forced Labour:** Suppliers must not use any form of labour or service provided under circumstances that could reasonably be expected to cause the person to believe their safety or the safety of a person known to them would be threatened if they failed to provide or offer to provide the labour or service.
- b. **Child Labour:** Suppliers must not employ individuals who are below the legal working age in the jurisdiction in which they operate or below the minimum age for employment defined by the [International Labour Standards on Child Labour](#).
- c. **Working Conditions:** Suppliers are expected to provide fair pay and reasonable working conditions for their employees and otherwise comply with applicable laws and industry standards related to pay and working conditions. Suppliers should provide all employees with clear and understandable employment documentation, outlining terms and conditions and employee rights and responsibilities. Suppliers must not use corporal punishment, discipline, or other treatment that violates the liberty, dignity or basic human rights of their employees and contractors.
- d. **Non-discrimination and Diversity:** Suppliers must provide an inclusive work environment that provides equal opportunities for all employees regardless of race, color, gender, religion, nation origin, age, disability, sexual orientation, or any other protected characteristic under applicable human rights legislation. Suppliers are expected to ensure their workplaces are free from physical, psychological, sexual, and verbal harassment, intimidation, and any other form of abusive conduct.
- e. **Freedom of Association:** Suppliers must recognize and respect the rights of employees to form and join trade unions, bargain collectively and freely associate.

**3. Health, Safety and Environment:**

- a. **Health and Safety:** Suppliers must provide a safe and healthy working environment for their employees and take proactive measures to prevent accidents, injuries and work-related illness. Suppliers must maintain compliance with all applicable occupational health and safety legislation.
- b. **Environment:** Suppliers must conduct their operations with minimal environmental impact, respect and comply with all applicable laws, regulations and requirements and adopt procedures, contingency plans, emergency response measures and management systems that prioritize environmental protection and sustainability.

**4. Indigenous Peoples and Local Communities:**

Document No.	G33		Description:	Supplier Code of Conduct
Issue Date	August 1, 2024		Approved by:	Procurement Manager
Revision	01			
Page	2 of 4			

- a. **Indigenous Peoples:** Suppliers are expected to respect the rights, cultures and aspirations of Indigenous people and be guided by the United Nations Declaration on the Rights of Indigenous Peoples [UN Declaration on the Rights of Indigenous Peoples | OHCHR](#) and the International Labour Organization (ILO) Convention 169 on Indigenous and Tribal Peoples. [Convention C169 - Indigenous and Tribal Peoples Convention, 1989 \(No. 169\) \(ilo.org\)](#).
- b. **Local Communities:** Suppliers are expected to respect and positively contribute to the communities in which they operate and those in which they conduct business for or on behalf of Neptune.

**5. Compliance:**

Compliance with the Code of Conduct is mandatory. Suppliers who fail to comply or show evidence that there is a lack of commitment to improving their compliance with the Code of Conduct will necessitate Neptune reviewing its relationship with the supplier. The review may result in consequences up to and including termination of the relationship with the supplier.

**6. Reporting:**

Neptune encourages and expects suppliers to report any party suspected violation of the Code of Conduct by any party anonymously through the confidential Clearview Reporting System as follows:


**Online:** through the secure website at <http://www.clearviewconnects.com/>


**Telephone:** through the Neptune Terminals dedicated toll-free number 1-866-878-0294

**Mail:**

ClearView Connects  
P.O. Box 11017  
Toronto, Ontario M1E 1N0

All reports should contain as much information and relevant detail as possible about the matter.

Document No.	G33		Description:	Supplier Code of Conduct
Issue Date	August 1, 2024		Approved by:	Procurement Manager
Revision	01			
Page	3 of 4			

Document No.	G33		Description:	Supplier Code of Conduct
Issue Date	August 1, 2024		Approved by:	Procurement Manager
Revision	01			
Page	4 of 4			