

CODE OF CONDUCT

Supplier Code of Conduct

Suppliers of Scandferries Holding 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 Suppliers is valid for all orders issued by companies of the Scandlines Group*.

**Scandferries Holding 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 suppliers (“Suppliers” meaning suppliers, 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 Suppliers 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 Suppliers 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 Suppliers 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 Suppliers are expected to make the same commitment.

Facilitation payments: At Scandlines, we expect that our agents and other intermediaries, consortia, contractors and suppliers 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 Supplier 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 Suppliers to refrain from asking employees or related parties for any inappropriate advantages.

3. Working conditions

Diversity and non-discrimination: At Scandlines, we expect our Suppliers 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 Suppliers 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 Suppliers to prohibit and refrain from any kind of slavery and human trafficking.

Freedom of association: At Scandlines, we expect our Suppliers 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 Suppliers to fully comply with applicable national laws and regulations on working time.

4. Environmental protection

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

5. Health and safety

At Scandlines, we expect our Suppliers to be committed to protect the workplace health and safety of their employees in accordance with the applicable workplace health and safety regulations.

6. Conflict of interests

At Scandlines, we expect our Suppliers 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 Suppliers 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 Supplier 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 Supplier with any of the principles set out in this Scandlines Supplier Code of Conduct will be considered as a violation of the Supplier’s contractual agreement with Scandlines. Scandlines reserves the right to stop any contractual agreement in case of violation of the principles of this Supplier 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 Supplier if a breach with any of the principles in this Supplier Code of Conduct is suspected.

10. Compliance with Scandlines Supplier Code of Conduct

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

- **Self assessment:** Scandlines may request the Supplier to complete a self assessment;
- **Certifications / Statements:** Scandlines may ask the Supplier for a certification or statement confirming compliance with relevant standards (e.g. DCGK or ESG standards);
- **On-Site Audits:** Scandlines or an authorized third party acting on its behalf may contact the Supplier and ask for permission to verify compliance.

11. Supplier relations

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

Last update: June 2017

Name

Date

Stamp/Supplier signature