

Supplier code of business conduct

Slaughter and May (the “Firm”) is a leading international law firm, providing an extensive range of legal services to a diverse range of clients. We seek excellence in every aspect of our business and expect our partners and staff to act in accordance with the highest standards of professionalism, ethics and integrity. Furthermore, we are committed to complying with all laws and professional rules which apply to us as a firm of solicitors and to observing the highest standards of propriety.

This Supplier Code of Business Conduct (this “Code”) is informed by, and should be read in conjunction with, our [values](#) – the highest standards, independence of thought, collective endeavour and respect for all.

It follows that the quality of our suppliers’ goods and services must match the quality of the services we provide to our clients – which is why we expect the very highest standards from our suppliers.

Our suppliers are, therefore, expected to comply with the minimum requirements set out in this Code.

A. COMPLIANCE

1. Obligation to ensure compliance

It is your responsibility to ensure that:

- relevant personnel are informed about this Code;
- all your directors and workers comply with the standards described in this Code; and
- your sub-contractors adhere to standards which are equivalent to those described in this Code.

To facilitate this, we also expect you to support whistle-blowing within your organisation and to have internal policies and procedures in place which encourage your personnel to speak up whenever they have a genuine concern about a legal or ethical issue. We expect you to carry out appropriate due diligence on your own suppliers. You will provide us with details of the due diligence you actually undertake on request.

2. Complying with the law

You must comply with all applicable legal and regulatory requirements when supplying or providing goods and/or services to the Firm. This includes (without limitation): (i) ensuring that your personnel have the legal right to work in all relevant jurisdictions; (ii) that you correctly account for and pay any tax liabilities; (iii) you protect personal data in accordance with your data protection obligations; and (iv) you comply with anti-money laundering, anti-terrorism, sanctions and proliferation financing laws.

3. Criminal conduct (including financial crime)

When providing services to the Firm, or to others for or on our behalf, you must not engage in, aid, assist or otherwise facilitate any criminal activity. This includes (without limitation) the facilitation of fraud, tax evasion, money laundering, terrorist financing, sanctions evasion, proliferation financing and other illegal activities.

4. Monitoring and reporting

You recognise that an important part of our relationship with you is our ability to assess your continuing compliance with this Code and that we expect you to monitor and to be able to demonstrate your compliance with this Code on an ongoing basis. In addition, the Firm may, from time to time, seek to assess and monitor your ongoing compliance with this Code through proportionate and risk-based measures. You will, therefore, provide reasonable cooperation and access to enable us to do so including responding to questionnaires, participating in audits, allowing access to your records and inspections of your facilities (on reasonable notice) and speaking directly with your workers in the course of any such visit.

If you become aware of any actual or suspected breaches of this Code (whether by you or those for whom you are responsible under section 1 above), including (without limitation) actual or potential instances of modern slavery or human trafficking within your organisation or your supply chain, you must promptly (and where possible, within 5 business days) report this to your usual contact at the Firm. The Firm expects you to cooperate fully in any investigation, and implement timely and effective corrective and remedial actions (including addressing root causes and preventing recurrence), failing which the Firm may take appropriate action, including suspension or termination of the relationship.

B. BUSINESS ETHICS

5. Avoiding conflicts of interest

You must ensure that you supply or provide goods and/or services to the Firm in a way which is not only lawful, but also open and transparent.

You must therefore anticipate and identify all relevant potential conflicts of interest, report immediately any possible conflicts in writing to your usual contact at the Firm, and work with the Firm with a view to resolving them promptly and in a way which is acceptable to the Firm.

For example, if anyone working for you is closely related to a sub-contractor who you intend to recommend to, or evaluate or manage for, the Firm, this must be disclosed to us promptly before any such recommendation is made or evaluation or management takes place.

6. Improper payments, hospitality and gifts

We expect our suppliers to act, in all their dealings with us or on our behalf, with honesty and integrity. In particular, you must not:

- accept bribes or any improper payments from any contractors, sub-contractors or other suppliers you recommend to the Firm or manage or evaluate on our behalf;
- offer bribes or any improper payments with a view to securing business for the Firm or with the Firm;
- give gifts (with the exception of low-value branded items) of any significance to anyone who works at the Firm; and
- entertain anyone (with the exception of occasional drinks and ordinary business lunches) who works at the Firm unless you are confident that they have first cleared the matter internally.

7. Non-collusion

You must never propose or enter into any agreement with another supplier or potential supplier of the Firm or others in your sector to fix prices, terms and conditions of sale, costs, profit margins or anything similar. We expect you to disclose to us in advance and in writing receipt of any commissions, fees or other forms of income you receive as a result of dealing with the Firm.

8. Data confidentiality and security

We entrust certain information to our suppliers which may include material that is confidential to the Firm and our clients. Given the nature of our business, maintaining confidentiality is of paramount importance.

Suppliers must ensure that all confidential information is kept secure and handled in accordance with applicable legal and regulatory obligations, as well as any contractual obligations to the Firm.

These obligations extend to the use of artificial intelligence or other automated tools in connection with the goods and/or services provided to, or on behalf of, the Firm. Such tools must be used in an ethical and responsible manner, consistent with confidentiality obligations, and must not use Firm or client information for training purposes.

Suppliers must also ensure that the use of AI or automated tools does not compromise the quality, integrity, or accuracy of the services delivered.

C. ENVIRONMENT

9. Responsible environmental practices

We expect our suppliers to:

- comply with all applicable environmental laws and regulations, including those relating to waste disposal, pollution and air emissions;
- actively measure and monitor carbon emissions and develop carbon reduction targets;
- ensure appropriate policies and procedures are in place to continually improve environmental performance;
- provide accurate management information on environmental performance annually in contract review meetings; and
- be open to work collaboratively with the Firm on collective impact reduction and the setting of targets/goals to reduce the emissions associated with the goods and/or services provided to the Firm.

D. LABOUR AND HUMAN RIGHTS

10. Equality, diversity and inclusion

We expect our suppliers to be committed to the principles of equality and respect for diversity and inclusion. This means that, in your dealings with people in the course of your supply of goods and/or services to the Firm, we expect you to treat individuals with dignity and respect. You should not engage in unwanted, unacceptable and inappropriate behaviour, such as bullying, harassment, sexual harassment or victimisation, or discrimination on the grounds of race or racial group; sex; sexual orientation; gender identity, gender expression or gender re-assignment; religion or belief; age; disability; socio-economic background or political affiliation.

We expect you to take practical steps to demonstrate your commitment to eliminating discrimination and to promote diversity and inclusion in your workplace.

11. Fair employment practices

You must comply with all applicable employment laws and adopt fair employment practices which are consistent with the International Bill of Human Rights and the ILO Declaration on Fundamental Principles and Rights at Work. Specifically, we expect you to have policies, controls and procedures in place to comply with legislation relating to freedom of association, collective bargaining, working conditions, time and remuneration and equality of treatment.

12. Modern slavery

We expect you to have policies, controls and procedures in place which prohibit “modern slavery” and human trafficking (as defined in sections 1, 2 and 3 of the Modern Slavery Act 2015).

You must respect human rights and ensure that modern slavery and human trafficking are not taking place within your business or supply chain. You must not engage in any practices that are known to contribute to the risk of modern slavery and human trafficking and seek to ensure that your sub-contractors do not engage in these either. These practices include,

for example, charging workers recruitment fees (so they are effectively paying for the opportunity of employment), retaining workers' identity documents (such as their passports) or requiring workers to lodge deposits or bonds (which are effectively "runaway insurance"). We also expect you to avoid treating or making demands of your suppliers that might in any way lead them to violate human rights. Examples of this might include you making late payments or placing late orders as a matter of routine.

If you are required to publish an annual modern slavery statement, you must provide us with a copy of this statement on request. We expect you to provide regular training to your personnel to raise awareness of modern slavery and human trafficking and enable them to identify risk indicators.

13. Health, safety and wellbeing

As a supplier we expect you to maintain the highest standards of health and safety at all times. To facilitate this you must:

- comply with all applicable health and safety laws, regulations and follow best practice in accordance with applicable industry standards;
- identify the risks arising from your business activities and implement control measures to minimise these risks so far as reasonably practicable;
- ensure employees and contractors have sufficient knowledge, training and experience to safely carry out their duties;
- manage your business activities to ensure the health, safety and welfare of anyone who may be affected by your acts or omissions;
- ensure that any incident, accident or near miss that occurs within our demise is promptly reported;
- regularly monitor the performance of your own suppliers and contractors to ensure they maintain the highest standards of health and safety; seek continuous improvement through planning, monitoring and reviewing the performance of your health and safety management system.

In addition, we expect you to take appropriate steps to support the physical and mental health and wellbeing of your workers and anyone that may be affected in the course of your supply of goods and/or services.

Statement of understanding and commitment

We hereby confirm that we share the aims and commitments described in this Code and that we will comply with the obligations and responsibilities in it. We understand that this is fundamental to us being appointed as a supplier of, and continuing to supply goods and/or services to, Slaughter and May.

Signed:

Printed name and role:

Name of supplier:

Date: