



VDL PARTS NORWAY

SUPPLIER CODE OF CONDUCT





VDL PARTS NORWAY

VDL Parts Norway is committed to conducting its business activities with integrity, transparency and accountability, both within its own operations and throughout its supply chain. As part of the VDL Groep, we are dedicated to responsible business conduct and sustainable development and expect the same commitment from all suppliers, contractors and business partners.

VDL Parts Norway maintains a zero-tolerance approach to corruption, bribery, modern slavery, human trafficking, forced labour and child labour. We expect our suppliers to conduct their business in accordance with applicable laws, internationally recognized standards and sound ethical principles.

This Supplier Code of Conduct ("Code") establishes the minimum requirements and expectations applicable to all suppliers providing goods or services to VDL Parts Norway. For the purpose of this Code, a supplier includes any legal entity or individual engaged directly or indirectly in the delivery of products, services or other business support to VDL Parts Norway.

Suppliers are responsible for ensuring that their employees, directors, officers, consultants, agents, subcontractors, sub-suppliers and other representatives understand and comply with the principles and requirements set out in this Code. Suppliers are expected to implement appropriate policies, procedures and controls to support compliance throughout their organization and supply chain.

Where a supplier is uncertain regarding the interpretation or applicability of any provision contained in this Code, guidance should be sought from the designated business contact within VDL Parts Norway.

Suppliers shall promptly report any actual, suspected or potential breach of this Code that may arise in connection with business conducted with VDL Parts Norway. Where non-compliance is identified, the supplier shall, at its own expense, take all necessary corrective and preventive actions within a reasonable timeframe to remedy the situation and prevent recurrence.

Upon request, suppliers shall provide relevant information, documentation and supporting evidence demonstrating compliance with this Code. This may include, but is not limited to, information relating to subcontractors, supply chain due diligence, employment practices, sustainability initiatives, human rights assessments and risk management processes.

VDL Parts Norway reserves the right to review, assess and verify compliance with this Code. Suppliers shall, upon reasonable notice, provide access to relevant records, facilities and personnel as necessary to support such assessments.

Failure to comply with the requirements of this Code may constitute a material breach of the supplier relationship and may result in corrective action requirements, suspension of business activities, termination of contracts and, where appropriate, legal remedies available under applicable law.

1. COMPLIANCE WITH LAWS

Suppliers shall comply with all applicable local, national and international laws, regulations and industry requirements. Where this Code establishes a higher standard than local legal requirements, suppliers are expected to apply the more stringent standard to the extent legally permissible.

2. BUSINESS ETHICS AND INTEGRITY

2.1 Anti-Corruption and Anti-Bribery

VDL Parts Norway maintains a zero-tolerance approach to corruption, bribery, fraud, facilitation payments and other improper business practices. Suppliers shall not offer, promise, authorize, request or accept any undue financial or other advantage intended to influence a business decision. Appropriate policies, controls and training shall be maintained.

2.2 Anti-Money Laundering

Suppliers shall comply with applicable anti-money laundering legislation and maintain effective controls to prevent their operations from being used for money laundering, terrorist financing or related financial crime.

2.3 Fair Competition

Suppliers shall conduct business honestly and in accordance with applicable competition and antitrust legislation. Anti-competitive practices, unlawful market sharing, bid rigging or price-fixing arrangements are prohibited.

2.4 Conflicts of Interest

Suppliers shall avoid situations where personal interests conflict, or appear to conflict, with the interests of VDL Parts Norway. Any actual, potential or perceived conflict shall be disclosed promptly.

2.5 Privacy, Information Security and Confidentiality

Suppliers shall protect confidential information, trade secrets and personal data. Appropriate technical and organizational measures shall be implemented to ensure confidentiality, integrity and availability of information. Compliance with applicable privacy laws, including GDPR where relevant, is required.

2.6 Trade Compliance

Suppliers shall comply with sanctions laws, export-control requirements and trade restrictions applicable in the jurisdictions where they operate.

3. HUMAN RIGHTS AND WORKING CONDITIONS**3.1 Human Rights**

Suppliers shall respect internationally recognized human rights and conduct operations consistent with the UN Guiding Principles on Business and Human Rights and relevant ILO conventions.

3.2 Employment Practices

Suppliers shall provide a workplace free from discrimination, harassment, intimidation and bullying. Employees shall receive fair treatment, lawful compensation and clear employment terms.

3.3 Health and Safety

Suppliers shall provide and maintain a safe and healthy workplace. Risk assessments, safety procedures, training and incident reporting processes shall be established and maintained.

3.4 Child Labour, Forced Labour and Human Trafficking

Suppliers shall not employ child labour, forced labour, bonded labour or engage in human trafficking. Employment shall be freely chosen and workers shall be free to leave employment in accordance with applicable laws and contractual obligations.

3.5 Freedom of Association

Suppliers shall respect employees' lawful rights to freedom of association, representation and collective bargaining.

3.6 Responsible Supply Chains

Suppliers shall conduct reasonable due diligence within their supply chain and take appropriate measures to identify, prevent and mitigate risks relating to human rights, labour conditions and ethical business conduct.

4. ENVIRONMENT AND SUSTAINABILITY

Suppliers shall operate in an environmentally responsible manner, comply with applicable environmental legislation and maintain required permits and approvals. Efforts shall be made to reduce emissions, waste generation, resource consumption and other environmental impacts.

5. AUDIT, REMEDIATION AND ENFORCEMENT

VDL Parts Norway may request information, certifications, policies or other documentation demonstrating compliance with this Code. VDL Parts Norway reserves the right to perform audits, assessments or inspections of supplier operations and relevant subcontractors where appropriate.

Where non-compliance is identified, suppliers shall cooperate in developing and implementing corrective actions within a reasonable timeframe and at their own cost. Failure to remedy material breaches may result in suspension of activities, termination of contracts, exclusion from future business opportunities and any other contractual or legal remedies available to VDL Parts Norway.

By conducting business with VDL Parts Norway, suppliers acknowledge the principles of this Code and commit to maintaining standards consistent with responsible, ethical and sustainable business practices.

Bjørn Øyvind Stenersen

Managing Director
VDL Parts Norway AS



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