

Supplier Code of Conduct

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GOODWIN
INTERNATIONAL LTD

goodwininternational.co.uk

G R E A T B R I T I S H
E N G I N E E R I N G



Message from the Managing Director

Through sustained investment in our people, our facilities and our markets, Goodwin International Limited ("**Goodwin**") is a world leader in large precision project engineering, and the design and manufacture of valves for use in the world's hydrocarbon, energy and process industries. We work hard never to lose focus of our client's requirements, offering exemplary customer service throughout the lifecycle of a project.

Here at Goodwin, we never stand still. We are always working to improve our processes and methodologies whilst maintaining our edge and competitive ability. We are committed to maintaining the highest levels of compliance, behaviours and ethical standards. We will not tolerate improper business conduct of any sort, either from our own people or our suppliers.

This Supplier Code of Conduct ("**Code**") is based upon our own principles, policies and standards. It sets out the behaviours and practices that Goodwin expects from its suppliers, and that of the wider supply chain, in order to operate ethically and responsibly and in full compliance with all applicable laws and regulations.

At Goodwin we operate in compliance with this simple set of values and need your support as our suppliers to ensure that together we are successful and live up to the expectations of our clients.

Thank you,

A handwritten signature in black ink that reads "M. Goodwin".

Matthew Goodwin
Managing Director

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1. Scope and Applicability

Goodwin set high standards for the way in which it operates and has a zero tolerance policy when it comes to unethical business behaviour. This Code sets out the minimum standards of practice and behaviour expected from its suppliers. This Code may be reviewed and updated from time to time to take account of changes in law and regulation and good business practice. It is the supplier's responsibility to ensure that it is following the current version of this Code.

Goodwin chooses its suppliers carefully and expects that they adhere to this Code, comply with all applicable laws and regulations and satisfy any contractual requirements (whether commercial or technical), agreed between the supplier and Goodwin. Where local laws, regulations or rules impose stricter requirements than those detailed in this Code, suppliers shall comply with those stricter requirements.

This Code is applicable to all suppliers who supply products or services related to Goodwin contracts or purchase orders.

Goodwin's suppliers are expected to cascade the principles set out in this Code to their own suppliers to ensure alignment throughout the supply chain.

2. Code of Conduct

Conflict of Interest

Our Principles:

Goodwin avoid any relationship, influence or activity which may impair, or give the impression of impairing the ability to make fair and objective decisions in the conduct of Goodwin's business or the ability to act in Goodwin's best interests. If there is a perceived conflict of interest, then we speak up.

Supplier Expectations:

Our suppliers must conduct their business free from conflicts of interest or mitigate any perceived conflicts as and when they arise.

Health, Safety and Environment (HSE)

Our Principles:

Goodwin believes that maintaining high standards of HSE management are an integral part of the business performance and are given equal standing with other business objectives. We are committed to fulfilling the HSE needs and expectations of interested parties and their compliance obligations, and to providing a safe and healthy working environment for our employees, contractors, visitors and anyone else affected by our activities.

Supplier Expectations:

All suppliers must make the necessary steps that meet or exceed legal standards for the health, safety and welfare of employees, contractors, visitors and those in the community

who may be affected by the supplier's operations. Suppliers shall comply with all applicable laws and regulations and should implement best industry practice wherever possible.

Suppliers must also adopt policies, procedures or practices that aim to minimise any potential negative impacts on the environment and communities that surround them.

Suppliers must comply with all site rules and regulations at all times whilst on Goodwin's premises and must, if required by Goodwin, undertake a site briefing before entering the premises.

Anti-bribery and Corruption

Our Principles:

It is Goodwin policy to conduct all business in an honest and ethical manner. Goodwin takes a zero-tolerance approach to bribery and corruption at all times. Goodwin will never offer, give or accept anything of value that is, or could be seen as, influencing business decisions, imposing a sense of obligation on the recipient, would cause embarrassment if it became public and/or which contravene any applicable anti-bribery and corruption laws or regulations.

Supplier Expectations:

It is expected that all suppliers shall conduct business honestly, ethically and free from any bribery or corruption. Suppliers must never promise, offer, solicit, give or accept anything of value (including money, gifts or hospitality) which contravene applicable anti-bribery and corruption laws or regulations or in an attempt to improperly influence business decisions.

Suppliers must comply with Goodwin's Bribery and Corruption Policy (a copy of which is available on request) or have their own equivalent policies and procedures in place.

Modern Slavery and Human Rights

Our principles:

Goodwin is committed to ensuring that it does not undertake any activity which contravenes human rights. We have a 'zero tolerance' policy on:

- the use of any type of forced or involuntary labour,
- the use of underage labour,
- human trafficking,
- discrimination on the basis of gender, colour, race, national or ethnic origin, religion, political affiliation, union membership, sexual orientation, age, disability or gender identity or marital status,
- threatening, abusive, sexual or exploitative behaviour,
- any failure to comply with applicable local requirements relating to minimum wages, deductions from wages, working hours and the right to work,
- any activity that contravenes applicable laws and regulations (such as the Modern Slavery Act 2015).

Supplier Expectations:

It is expected that our suppliers are also committed to having a zero tolerance approach to human rights abuses and having the necessary policies and/or practices in place that ensure compliance with any applicable laws and regulations.

Equal Opportunities

Our principles:

It is Goodwin policy to ensure that the company has access to the widest labour market possible and secures the best possible employees for its needs. We ensure that no applicant or employee receives less favourable treatment and that wherever possible, they are given the support needed to attain their full potential to the benefit of both themselves and the company.

Supplier Expectations:

Suppliers are expected to promote equal opportunities for all and value diversity. Any type of discrimination towards or harassment or victimisation of employees, including all forms of physical, verbal or psychological abuse must not be tolerated.

Responsible Sourcing

Our principles:

Goodwin is committed to the responsible sourcing of materials to comply with regulatory and customer requirements.

Supplier Expectations:

Suppliers shall endeavour to supply products made from materials, including conflict minerals (including tin, tantalum, tungsten and gold – otherwise known as 3TG), that are sourced responsibly and verified as 'conflict free'.

Suppliers shall provide Goodwin with supporting data on their supply chain of minerals when requested.

For more information, visit www.responsiblemineralsinitiative.org.

Accurate Business Records

Our principles:

Goodwin maintain accurate and complete records of our business transactions. Goodwin is committed to compliance with all relevant laws, regulations and rules relating to record keeping and disclosure and inspection of such records.

Supplier Expectations:

It is expected that suppliers maintain accurate and complete records of their business transactions with Goodwin and provide copies of relevant records on request. The supplier shall ensure that its records are maintained for the duration of its contract with Goodwin and thereafter for the period required to comply with applicable law and regulation. Suppliers shall cooperate with and provide assistance in relation to any information requests or audits

Goodwin may initiate or be subject to, including where Goodwin and its suppliers are required to provide information in response to a freedom of information request made to one of Goodwin's customers. Suppliers shall provide such assistance and cooperation within reasonable timescales as directed by Goodwin or its customer (which may be strict deadlines as required to comply with statutory deadlines).

Safeguarding IP and confidential information

Our principles:

Goodwin's intellectual property and commercially sensitive and confidential information are vital assets to our business and are protected from unauthorised access, use and disclosure. This includes the protection of all confidential information we hold from customers, partners and other parties. We use and share this information internally to the extent that we are permitted to, and only share it externally with the relevant authorisation.

Supplier Expectations:

Suppliers must safeguard Goodwin's intellectual property, and commercially sensitive and confidential information and ensure that all data and documents (including *personal data* under data protection laws) are kept secure to prevent its disclosure, theft, damage or unauthorised use. It shall be handled as a minimum, in accordance with the restrictions in any confidentiality or non-disclosure agreements entered into in order to protect either Goodwin's or our customer's proprietary information. Suppliers shall only use Goodwin's intellectual property and confidential information for the purposes for which they were disclosed and shall not seek to register, exploit or otherwise take advantage of Goodwin's intellectual property and/or confidential information.

The Rights and Privacy of individuals

Our principles:

Goodwin is committed to a policy of protecting the rights and privacy of individuals, for whom the company holds information on, in accordance with data protections laws including the Data Protection Act 2018 and the General Data Protection Regulation 2016 ("GDPR").

Supplier Expectations:

Suppliers need to process certain data and information about its employees, customers, suppliers and other individuals with whom it has a relationship with for various business purposes. Suppliers must safeguard any personal data held in order to protect the rights and privacy of data subjects in accordance with applicable data protection laws including GDPR.

Trade Compliance

Our principles:

Goodwin is committed to compliance with all relevant laws, regulations and rules governing international trading activities such as export controls, trade restrictions, anti-boycotts and sanctions and, where required, obtains any necessary export licences or permits.

Supplier Expectations:

Suppliers shall comply with all relevant laws, regulations and rules governing international trading activities such as export controls, trade restrictions, anti-boycotts and sanctions and plan for and obtain all necessary licences, authorisations and/or permits required to ensure timely and compliant delivery of their products.

Counterfeit, Fraudulent and Suspect Items

Our principles:

It is Goodwin's policy to not purchase materiel whose origin, age, composition, configuration, certification status or other characteristic has been ~~falsely~~ represented by misleading marking, documentation or other means that fail to disclose relevant information.

Supplier Expectations:

Suppliers shall have in place a policy or process regarding counterfeit, fraudulent or suspect material. If a supplier suspects that materiel that they have supplied, is potentially counterfeit, fraudulent or suspect, they must notify Goodwin immediately so that the material can be appropriately quarantined pending investigation and disposition as to its status.

Fair Competition

Our principles:

Goodwin is committed to achieving success on its merits using fair and proper means in an open and competitive marketplace.

Supplier Expectations:

Suppliers shall comply with all relevant competition and anti-trust laws. Suppliers shall not use unfair tactics to gain improper advantage or engage in activities which are intended to prevent or reduce competition in the marketplace (including price fixing, bid rigging, market sharing, sharing commercially sensitive information with a competitor or abusing a dominant position).

Community and Corporate Social Responsibility

Our principles:

Goodwin is committed to contributing positively to the communities that it works in and seeks to employ local people and local resources wherever possible.

Supplier Expectations:

Suppliers shall respect the community in which they work and strive to contribute to its improvement.

3. Supplier Commitment

Communication

Suppliers shall communicate the content of this Code and the importance of complying with this Code to all employees and officers including any temporary or agency workers and contractors ("**Staff**").

Suppliers are also required to flow down the expectations of this Code throughout their own supply chain via a methodology that is part of routine sustainable business practice.

Adherence

Suppliers shall conform to all aspects of this Code, as mandated through the Goodwin conditions of purchase.

Goodwin reserve the right to assess the supplier against compliance to this Code and the supplier must be able to demonstrate its compliance with appropriate documentary evidence. Goodwin may request access to that documentation at any time and may also request access to supplier sites for assessment purposes.

Suppliers will have a system for their Staff to report any concerns of non-compliance with this Code confidentially and without fear of retaliation. The supplier will appropriately investigate all reports and take the necessary corrective actions. Suppliers must prohibit retaliation against individuals who have raised concerns honestly and in good faith.

Subject to any restrictions imposed by applicable law, suppliers are encouraged to report any concerns or raise any questions relating to this Code with Goodwin.

If you wish to raise a concern, please do so via your Goodwin point of contact or should you wish to report a concern online, then you can do so through the Goodwin website at:

<https://www.goodwininternational.co.uk/business/code-of-conduct/>

You may make a report anonymously, if preferred. However, please keep in mind that it is helpful for you to identify yourself so Goodwin may contact you for further information. Rest assured that any reports are treated confidentially to the extent reasonably possible and allowable by local laws.