

SUPPLIER CODE OF CONDUCT

VIA Outlets (owner-operator of eleven Outlet Centres spread across Europe) is very focused on running its business in a safe, ethical, sustainable and compliant manner.

This Code of Conduct (the “Code”) helps you understand our culture and our commitment to responsible procurement and management of our Centres. It outlines both the principles and values of our engagement and commitment to maintaining high standards of ethical and sustainable business conduct as well as the “best practices” standards applicable to you as our business partner. These best practice standards include following the guidelines of the UN Guiding Principles on Business and Human Rights, the UN Sustainable Development Goals, and the conventions of the International Labour Organization (ILO) and the principles laid out in environmental and social management systems, including amongst others, such as the ISO 14.001, 50.001, 45.001, EMAS.

Our long-term vision incorporates a sustainability journey aimed at minimizing our footprint, implementing a circular business model, maximizing employee and guest well-being and increasing awareness and expectations around sustainability with our partners (Brands and Suppliers) and Guests (customers), thus contributing to the shopping environment of the future.

To enhance local value creation and as a means of reducing transport-related emissions attributable to VIA Outlets, we will always analyse the possibility of opting for local suppliers / services / products / manufacturing.

If, due to the circumstances of the procurement relationship, certain sustainability principles cannot be met before entering a business relationship, VIA Outlets may consider agreeing on a training development plan with the supplier to implement sustainability principles in a reasonable time frame. VIA Outlets is committed to regularly engaging with stakeholders on sustainability topics, and we ask suppliers to share the relevant information with personnel in their team that are engaged with and/or provide services to VIA Outlets.

In this document, **VIA Outlets** is referred to as “**VIA Outlets**”, “the Company (including its Centres)”, “VIA”, “we”, “us” or “our”).

OUR CODE

This Code outlines a set of standards and best practices which apply to all VIA Outlets Suppliers, and we expect you to adhere to its contents.

The Code is divided in the following areas:

- A. COMPLIANCE WITH LAW AND BUSINESS ETHICS**
- B. LABOUR STANDARDS**
- C. INCLUSION, DIVERSITY AND NON-DISCRIMINATION**
- D. SUSTAINABILITY AND ENVIRONMENTAL RESPONSIBILITY**
- E. HEALTH, SAFETY AND WELLBEING**

F. EXTERNAL GRIEVANCE

In addition to the minimum standards that must be met by all our suppliers in order to ensure proper management of the relevant sustainability issues included in this Code, a series of additional criteria are required for all procurement considered by VIA as significant, as set out in **Appendix 1** to this Code of Conduct.

As set out below, we also describe how we will audit and monitor your performance and how you can contact us if you are concerned about a non-compliance issue or any other matter. We are committed to helping our Suppliers adhere to the Code wherever practicable.



A. COMPLIANCE WITH LAW & BUSINESS ETHICS

At **VIA Outlets** we value lawful and ethical business behaviour, and we are committed to maintaining high standards of integrity, transparency and accountability in all that we do.

VIA Outlets has created a Code of Ethics to help its employees across all markets to fulfil their personal responsibilities in this respect. We expect that our Suppliers will operate in accordance with the same high standards and that Suppliers have a similar Code or Ethical policy which applies to their employees and/or in their relationship with subcontractors or other business partners.

VIA Outlets wants to call out specifically the following principles:

Conflicts of interest

VIA Outlets expects that its employees will act in the best interests of the business and will avoid (or where applicable, disclose) any situations where their personal interest could conflict with those of **VIA Outlets**. Potential conflicts (such as having a family link or other relation with one of our employees) can often be resolved with a discussion. We therefore recommend that you raise such situations with us as soon as possible so that we can assess and manage our business relationship appropriately.

Bribery & Corruption

Bribery and corruption are criminal offences that are prohibited in all markets where we are active. **VIA Outlets** is committed to prevent bribery and corruption in all parts of its business and expects its Suppliers to share the same commitment.

We expect our Suppliers to comply with applicable anti-bribery laws in every jurisdiction where **VIA Outlets** operates, such as the UK Bribery Act 2010 and other local country legislation applicable in those markets where we or you are located.

We expect our Suppliers to have in place adequate procedures to prevent any bribe being paid and any corruption.

Bribes often take the form of lavish gifts rather than cash payments. In order to prevent such situations, **VIA Outlets** has developed a Gifts and Hospitality Policy for its employees describing the standards under which (limited) gift giving would be allowed. Although gifts and hospitality

given or received as part of an existing business relationship may be permitted if reasonable, within proportionate limits, any initiative that may be seen as exceeding these boundaries of normal business relations must be avoided. In its internal Policy, VIA Outlets has set this limit at an absolute maximum of £100/€115 or its local currency equivalent.

Data Protection

VIA Outlets expects its Suppliers to comply with their obligations under the data protection laws that are applicable to them, including the European General Data Protection Regulation (Regulation (EU) 2016/679) as well as country specific applicable Data Protection laws, and, where applicable, we will request that you enter into a data processing agreement for the processing of any personal data.



B. LABOUR STANDARDS

VIA Outlets expects that all its Suppliers respect the applicable employment, social security regulations and statutes protecting employees' rights. Workers employed through sub-contractors or external agencies fall under the responsibility of the Supplier and should follow the same labour standards.

We expect our Suppliers to:

- comply with all labour and social security regulations,
- respect national legislation and industry standards in regard to working time and working conditions,
- comply with legislation on minimum wages and undertake to pay employee wages correctly and in a timely manner.

We also expect that our Suppliers ensure that the above standards apply to their entire supply chain and ensure there is a prohibition on slavery and human trafficking within the entire chain.

In addition, you will ensure that workers and staff are treated with respect and dignity, provide your employees an appropriate work environment and ensure that they have freedom of association and, where applicable, the right to collective bargaining.

VIA Outlets will not tolerate illegal labour, forced labour and trafficking, i.e. slavery, forced working conditions, or any kind of physical abuse or discipline. Equally, we will not tolerate the use of child labour.

Our Code's standards are based on the principles of the Universal Declaration of Human Rights, the UN Convention of the Rights of the Child, International Labour Organisation Conventions and local applicable legislation.



C. INCLUSION, DIVERSITY AND NON-DISCRIMINATION

Via Outlets is committed to promoting equal opportunities in all aspects of employment and expects all suppliers to do the same. Employees, job applicants, customers, and members of the

public must receive equal treatment regardless of age, disability, gender, gender reassignment, marital or civil partner status, pregnancy or maternity, race, colour, nationality, ethnic or national origin, religion or belief or sexual orientation.



D. SUSTAINABILITY & ENVIRONMENTAL RESPONSIBILITY

VIA Outlets has developed a Sustainability Policy focused on using natural resources efficiently, minimising waste and reducing harmful emissions as well as creating a positive and healthy working environment. Through these measures, we aim to reduce costs associated with the consumption of materials and utilities and to reduce our environmental footprint as well as help mitigate Climate Change in our entire value chain.

We expect our Suppliers to comply with our sustainability requirements and best practices, putting innovative processes in place for optimising resources and integrating environmental criteria into all activities and its own supply chain. **VIA Outlets** recommends that its Suppliers obtain certifications for their systems and activities.

We will monitor and audit our Suppliers' environmental and sustainability practices, and may ask you for evidence, reports and any other relevant details regarding your policies and/or activities. We also expect you to notify us of any breaches that you become aware of.



E. HEALTH, SAFETY AND WELLBEING

VIA Outlets is strongly committed to promoting and ensuring a healthy and safe working environment. When working at **VIA Outlets** locations, the **VIA Outlets'** Health & Safety Rules, as published from time to time, shall be followed at all times.

We expect our Suppliers to follow the applicable Health & Safety Rules, regulations and standards for the markets they operate in and manage their activities with a view on preventing as much as possible injuries and accidents, to ensure adequate tools and equipment are made available to your employees, to implement procedures with a view to minimizing harm to life, the environment and property as well as to actively train your employees, subcontractors and any business partners on health & safety conditions specific to the work to be carried out.

We will support and encourage any activities that enhance employees' health and safety and we will not tolerate any acts or threats of violence, that may endanger the safety of others or that violate the law.

If you become aware of any incidents/accidents occurring during the provision of the services, make sure you immediately inform us about it. You can reach out directly to your **VIA Outlets** contact person or through the dedicated insurance email address: insurance@viaoutlets.com.

If you become aware of any health and safety incidents/accidents occurring during the provision of the services, make sure you immediately inform us about it. You can reach out directly to your VIA Outlets contact person or through the dedicated insurance email address: insurance@viaoutlets.com.



F. EXTERNAL GRIEVANCE CHANNEL

Any stakeholder can raise its concerns in relation to any responsible business topic through the grievance mechanism located on our corporate website and all Centre websites.

VIA Outlets guarantees that all stakeholders' grievances will be registered, investigated and resolved in a serious and timely manner.

HOW TO RAISE A CONCERN (GETTING HELP)

In case you have any concerns or doubts as to any decisions or actions by **VIA Outlets**, its employees or its agents or situations you witness, you can communicate your concern or report your grievance through a secure and - if you so prefer - confidential channel: voice@viaoutlets.com or writing to VIA Outlets' Compliance Manager or Head of Legal at WTC Building Schiphol, 4th Floor Tower, Schiphol Boulevard 153, 1118 BG Schiphol, The Netherlands.

Suppliers can file a concern or complaint in any form. However, to be able to carry out a thorough investigation we recommend that you share specific facts, such as date and place of the events, names of the persons involved, references to any documents or materials that could prove the reported events.

All concerns or complaints filed will be investigated by our compliance department and a response will be given within a reasonable period of time.

MONITORING AND AUDITS

VIA Outlets reserves the right to verify, through its own actions or a third-party audit whether the Supplier is in compliance with the principles and standards described in this Code. To that end, the Supplier will share any relevant documentation requested by **VIA Outlets** or its representatives, to verify compliance.

FAILING TO COMPLY

Failing to comply with this Code, and to implement the necessary remediation measures to ensure continuity of your work/partnership with us (where possible), as well as any breach of the applicable regulations can lead to the termination of the relationship between VIA Outlets and the Supplier.

APPENDIX 1 – Supplier Code of Conduct



MATERIALS

- At least 10 % of the total value of materials used should derive from either recycled and/or reused contents in the products or materials selected
 - o If possible, recycled materials should have a third-party certification, such as the Global Recycled Standard (GRS), Recycled Content Standard (RCS), ISO 14021 or similar
 - o VIA Outlets only allow certified timber (for example, Forest Stewardship Council Chain of Custody certification or similar)
 - o **For Marketing and Retail (incl. VM) activities**, all materials must come from recycled/reused sources and/or be recyclable
- The use of toxic materials as well as single-used plastics must be avoided

WASTE

- The occurrence of waste should be avoided, any unavoidable must be managed and disposed in line with the European waste hierarchy that prioritizes prevention, reduction and recycling.
 - o **For Construction or Development & Operation & Facilities**: Any unavoidable waste generated by construction or refurbishment projects is minimized and the supplier is contractually committed to recording and informing VIA Outlets of the quantities and types of waste generated and their destination (recycling, reuse, landfill).

- The construction and development project at hand is aligned with the requirements of the **BREEAM Excellent standard** (please seek advice from Sustainability Department).
- The suppliers involved in a construction or development project, including architects and engineers in the design phase, are contractually committed to **high energy efficiency standards**, considering total cost of ownership calculations and **VIA Outlets energy and emission reduction targets**. Particular attention will be paid to any purchases or building parts that have a significant impact on energy or water consumption, such as HVAC installations, roofs, façades, glazing and insulation materials. **Any construction or development projects** will include the installation of submeters in accordance with the Centre's Works Manual, allowing for the **detailed monitoring of electricity and water consumption**.

- The suppliers **are certified** (where possible) with an **industry/activity recognised accreditation**, such as ISO (please seek advice from Head of Operations, Facilities Management and Maintenance).
- The suppliers are contractually committed to **high energy efficiency standards**, taking into account total cost of ownership calculations and **VIA Outlets energy and emission reduction targets**. Particular attention will be paid to any purchases that have a significant impact on energy or water consumption, such as HVAC installations, roofs, façades, glazing and insulation materials. The suppliers shall meet the applicable criteria set within VIA Outlets' **Health & Safety Rules**.