



# SUPPLIER CODE OF CONDUCT

**Nexeye is a European leader in optical retail, on a mission to make good eye- and hearingcare affordable and easily accessible for all. Our brands Hans Anders, eyes + more and Direkt Optik and our world class partners share a vast pool of talent and resources, turning our vision into a tangible reality for all involved.**

## Supplier Code of Conduct

This Supplier Code of Conduct outlines the principles of Nexeye Group and establishes clear expectations for how organizations supplying goods and services to Nexeye - as well as their suppliers, business partners, subsidiaries, representatives, and employees - should conduct business. The relations with suppliers are regulated by the rules of this Supplier Code of Conduct and are subject to constant and attentive monitoring by Nexeye Group itself. By accepting, suppliers are expected to implement our Supplier Code of Conduct in their organization and to monitor employee and supplier compliance.

## ESG AMBITION; A FUTURE IN VIEW OF GOOD EYESIGHT FOR ALL

Nexeye is taking responsible entrepreneurship seriously and aims to make a lasting difference for all stakeholders and the planet we live on. There is a power that lies within us, connecting and combining our abilities to effectively and credibly generate positive impact on the world around us. This is embedded in our slogan 'Value in view of the future'.

Our vision is to contribute to a future in view of good eyesight and hearing for all. Helping people to see better, and by consequence be better seen. Giving them a better chance as developing individuals. So we will do everything within the scope of our abilities as a company, to make good eyesight and hearing a reality for as many people as we can.

We - at Nexeye - take the long view and see change coming. That's why we have created an in depth, impactful ESG strategy, based on our economic, social and governance priorities and the international Sustainability Development Goals. To this end, we seek to collaborate with, among others, partners and suppliers that are committed to circularity, reducing waste and CO2 emissions, respecting Human Rights, and ensuring fair and healthy working conditions for employees.

**VALUE IN VIEW OF THE FUTURE**

The Board of Nexeye Group has approved the Supplier Code of Conduct to formalize the principles of fairness, loyalty, integrity, and transparency in our interactions with suppliers. This Code of Conduct also guides Nexeye Group in selecting its suppliers.

Nexeye and all its subsidiaries: HARG Holding BV, Hans Anders Nederland BV, Hans Anders België BV, Eyes & More Groep, Eyes & More Holding, Eyes & More BV, Eyes & More Dach GmbH, Eyes & More GmbH, Eyes & More Ostereich GmbH, Eyes & More België BV, Momentai Ltd, Direkt Optik AB. This document refers to Nexeye Group.

## Human Rights and working conditions

Nexeye has a Human Rights policy in which we describe our commitment and approach with regard to the Human Rights principles, and how we respect and promote these principles. Suppliers are required to uphold and respect internationally recognized Human Rights throughout their operations and supply chains. This includes prohibiting child labor, forced labor and discrimination, ensuring fair wages and working conditions and providing safe workplaces. Suppliers must also implement mechanisms to identify and address Human Rights risks and ensure compliance within their supply chains.

In accordance with the ILO Conventions, the United Nations' Universal Declaration of Human Rights, the UN's Conventions on the Rights of the Child and the elimination of all forms of discrimination, the UN Global Compact and the OECD Guidelines for Multinational Enterprises, the Nexeye Group Code of Conduct aims to attain compliance with specific social and environmental standards. The following requirements are of particular importance and are implemented in a developmental approach:

### 1. Legal compliance

Compliance with all applicable national laws and regulations, industry minimum standards and any other relevant statutory requirements whichever requirements are more stringent.

### 2. Freedom of association and the right to collective bargaining

The right of all personnel to form and join trade unions of their choice and to bargain collectively shall be respected. In situations or countries in which the rights regarding freedom of association and collective bargaining are restricted by law, parallel means of independent and free organisation and bargaining shall be facilitated for all personnel. It shall be ensured that representatives of personnel have access to their members in the workplace.

- In accordance with ILO conventions 87, 98, 135 and 154.

### 3. Prohibition of discrimination

No discrimination shall be tolerated in hiring, remuneration, access to training, promotion, termination or retirement based on gender, age, religion, race, caste, social background, disability, ethnic and national origin, nationality, membership in workers' organisations including unions, political affiliation, sexual orientation, or any other personal characteristics.

- In accordance with ILO conventions 100, 111, 143, 158 and 159.

### 4. Compensation

Wages paid for regular working hours, overtime hours and overtime differentials shall meet or exceed legal minimums and/or industry standards. Illegal, unauthorised or disciplinary deductions from wages shall not be made. In situations in which the legal minimum wage and/or industry standards do not cover living expenses and provide some additional disposable income, supplier companies are further encouraged to provide their employees with adequate compensation to meet these needs. Deductions from wages as a disciplinary measure are forbidden. Supplier companies shall ensure that wage and benefits composition are detailed clearly and regularly for workers; the supplier company shall also ensure that wages and benefits are rendered in full compliance with all applicable laws and that remuneration is rendered in a manner convenient to workers.

- In accordance with ILO conventions 26 and 131.

### 5. Working hours

The supplier company shall comply with applicable national laws and industry standards on working hours. Overtime hours are to be worked solely on a voluntary basis and to be paid at a premium rate.

## 6. Workplace health and safety

A clear set of regulations and procedures must be established and followed regarding occupational health and safety, especially the provision and use of personal protective equipment, clean bathrooms, access to potable water and if appropriate, facilities for food storage shall be provided. Workplace practice and conditions and conditions in dormitories which violate basic human rights are forbidden. In particular young workers shall not be exposed to hazardous, unsafe or unhealthy situations. Everyone must take actions to create a safe workplace and follow strictly the instructions imposed by the local government and/or Nexeye Group in case of health pandemic.

## 7. Prohibition of child labour

Child labour is forbidden as defined by ILO and United Nations Conventions and/or by national law. Of these various standards, the one that is the most stringent shall be followed. Any forms of exploitation of children are forbidden. Working conditions resembling slavery or harmful to children's health are forbidden. The rights of young workers must be protected. In the event that children are found to be working in situations which fit the definition of child labour above, policies and procedures for remediation of children found to be working shall be established and documented by the supplier company. Furthermore, the supplier company shall provide adequate support to enable such children to attend and remain in school until no longer a child.

- In accordance with ILO Conventions 79, 138, 142 and 182 and Recommendation 146.

## 8. Prohibition of forced labour and disciplinary measures

All forms of forced labour, such as lodging deposits or the retention of identity documents from personnel upon commencing employment, are forbidden as is prisoner labour that violates basic Human Rights. The use of corporal punishment, mental or physical coercion and verbal abuse is forbidden.

- In accordance with ILO Conventions 29 and 105.

## 9. Environment and safety Issues

Procedures and standards for waste management, handling and disposal of chemicals and other dangerous materials, emissions and effluent treatment must meet or exceed minimum legal requirements.

## 10. Management systems

The supplier company shall define and implement a policy for social accountability, a management system to ensure that the requirements of this Supplier Code of Conduct can be met as well as establish and follow an anti-bribery / anti-corruption policy in all of their business activities. Management is responsible for the correct implementation and continuous improvement by taking corrective measures and periodical review of the Supplier Code of Conduct, as well as the communication of the requirements of the Supplier Code of Conduct to all employees. It shall also address employees' concerns of non compliance with this Supplier Code of Conduct.

## 11. Procurement ethical standards

The responsibility of the purchasing department is to promote fair and ethical business practices and provide assistance in support of the policy. The procurement ethical standards are:

- Conducting business with potential and current suppliers in an atmosphere of good faith.
- According a prompt and courteous response to all who call on legitimate business.
- Creating an environment of fair, ethical, and legal business practices.
- The supplier company must maintain confidentiality in all deals.

## 12. Fraud

The direct contact between Nexeye and the supplier companies selling goods or services is an area, which is particularly vulnerable to fraud. It is therefore critical to protect Nexeye Group and all its employees, by the use of strict and formal procedures for obtaining quotations, authorizing purchasing expenditure, recording the receipt and acceptance of goods and services and the clearance of invoices for payment.

## Anti Corruption Compliance and Economic Sanctions Compliance Policy

Nexeye has implemented a Anti Corruption Compliance policy which describes how Nexeye prevents and controls corruption. This policy is compliant to the Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act and will ensure similar national and international laws.

Nexeye also has a Economic Sanctions Compliance Policy which describes how Nexeye complies with national and international economic sanctions legislation. This policy

aims to prevent transactions that violate the sanctions rules imposed by entities such as the United Nations, The European Union, the United States Office of Foreign Assets (OFAC) and other regulatory bodies.

We expect all suppliers to adhere strictly to anti-corruption laws and economic sanctions regulations. Suppliers are prohibited from offering, promising or accepting bribes or unlawful incentives in any form. Suppliers must also ensure compliance with international sanctions regimes and avoid any transactions with sanctioned entities or individuals. This includes conducting due diligence and implementing appropriate controls to identify and prevent prohibited activities.

### Grievance Mechanism

Complaints can be addressed by employees, contractors, suppliers and their employees, communities or other stakeholders that may be affected by Nexeye's activities. It allows to address complaints, concerns and disputes in a transparent, fair and efficient manner. Suppliers are required to establish and maintain a grievance mechanism that allows employees, contractors, and other stakeholders to report concerns or violations of this Supplier Code of Conduct confidentially and without fear of retaliation. The Grievance Mechanism must be accessible, transparent and capable of addressing and resolving complaints in a timely manner. Suppliers are also expected to ensure their employees are aware of and trained in using this mechanism.



Grievance Mechanism

Nexeye, PO Box 838, 4200 AV Gorinchem, The Netherlands

## Protection of confidential and privileged information, protection of personal data and cybersecurity

### 13. Processing personal data (GDPR)

Nexeye is fully committed to ensuring the proper application of the GDPR, taking responsibility for the fair and transparent processing of personal data. This includes safeguarding legitimate interests in specific contexts, collecting and pseudonymizing personal data, providing clear information to the public and data subjects, supporting the exercise of data subject rights, ensuring the protection of children, and obtaining consent from parental guardians in accordance with GDPR standards.

We expect our suppliers to take the same full responsibility with to correct application of GDPR legislation.

Nexeye complies to the measures and procedures referred to in Articles 24 and 25 and the measures to ensure security of processing referred to in Article 32 GDPR, the notification of personal data breaches to supervisory authorities and the communication of such personal data breaches to data subjects, the transfer of personal data to third countries or international organizations, out-of-court proceedings and other dispute resolution procedures for resolving disputes between controllers and data subjects with regard to processing, without prejudice to the rights of data subjects pursuant to Articles 77 and 79 GDPR.

As Nexeye we adhere to the principles and standards as laid down in this Supplier Code of Conduct. We expect our direct suppliers to conform to these principles in the same way and to pass on and enforce these standards to their own chain suppliers. In this way, we strive for compliance with ethical, social and environmental standards throughout the chain.

## CONSEQUENCES OF NON-COMPLIANCE

If a supplier fails to meet the requirements of this Supplier Code of Conduct, and if no solutions can be agreed upon and implemented within a reasonable amount of time, Nexeye may choose to halt current production, cancel corresponding contracts, suspend future contracts and/or terminate the business relationship with the non-conforming supplier. If an audit reveals less than full compliance with the Supplier Code of Conduct, the supplier must take the prescribed corrective actions without delay. The period of time the supplier has to implement these corrective measures will be agreed upon with the responsible person at Nexeye and/or the auditor, but may not exceed twelve months unless mutually agreed. If a supplier excluded in the past on grounds of non-compliance shows later that it can comply fully with the Supplier Code of Conduct, there is, in principle, no reason why a business relationship cannot be resumed.