

# REXEL HOLDINGS USA CORP. AND SUBSIDIARIES

## ETHICS GUIDANCE FOR

### SUPPLIERS, CONTRACTORS AND VENDORS

#### **Overview**

Rexel Holding USA Corp. and its subsidiaries and business units (collectively, the “Rexel Companies”), like all members of the Rexel Group, have a strong commitment to ethical and lawful conduct. The Rexel Group Ethics Guide sets out principles and practices on which the Rexel Group seeks to base its growth and build relations of trust with key stakeholders such as customers, suppliers, contractors, shareholders and employees.

A key requirement of the Rexel Group Ethics Guide is the expectation that the Rexel Group’s trading partners and suppliers will embrace, support and enact in their sphere of influence the UN Global Compact’s Ten Principles.

To further these ethical commitments and objectives, the Rexel Companies have adopted the Rexel Holdings USA Code of Conduct. The Code of Conduct is based on the principles and practices set forth in the Rexel Group Ethics Guide and establishes key ethical obligations for the Rexel Companies and their employees, business leaders and business partners.

The Rexel Holdings USA Code of Conduct also embraces the UN Global Compact’s Ten Principles and requires that Rexel Companies’ relationships with suppliers and trading partners be based on lawful, efficient and fair practices, and that Rexel Companies’ suppliers obey the laws that require them to treat workers fairly, provide a safe and healthy work environment and protect environmental quality.

#### **UN Global Compact’s Ten Principles**

The Rexel Group is a member of and signatory to the United Nations Global Compact. Under the terms of the UN Global Compact, the Rexel Group undertakes to adhere to and promote the following ten key principles in the areas of human rights, labor standards, the environment and the fight against corruption:

##### **Human Rights**

- [Principle 1](#): Businesses should support and respect the protection of internationally proclaimed human rights; and
- [Principle 2](#): Make sure that they are not complicit in human rights abuses.

##### **Labor**

- [Principle 3](#): Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
- [Principle 4](#): The elimination of all forms of forced and compulsory labor;
- [Principle 5](#): The effective abolition of child labor; and
- [Principle 6](#): The elimination of discrimination in respect of employment and occupation.

## Environment

- [Principle 7](#): Businesses should support a precautionary approach to environmental challenges;
- [Principle 8](#): Undertake initiatives to promote greater environmental responsibility; and
- [Principle 9](#): Encourage the development and diffusion of environmentally friendly technologies.

## Anti-Corruption

- [Principle 10](#): Businesses should work against corruption in all its forms, including extortion and bribery.

## **Rexel Companies' Expectations: Adherence to the UN Global Compact's Ten Principles and Compliance with Applicable Laws**

The Rexel Companies, like all members of the Rexel Group, expect and require that their suppliers, contractors and vendors will take appropriate steps to embrace, support and enact, within their sphere of influence and control, the UN Global Compact's Ten Principles. This is a mandatory condition to working and doing business with the Rexel Companies and the Rexel Group. We also expect and require that suppliers, contractors and vendors will comply with all applicable laws and in any dealings with the Rexel Companies and their employees comply with any business entertainment and promotions policies from time to time in effect.

The quality of our supplier relationships and the products and services that our suppliers provide us and how our suppliers, contractors and vendors conduct themselves in the workplace, with local communities and in our global environment have a direct bearing on the quality of our customer relationships and our overall reputation. Accordingly, the Rexel Companies expect and require that their suppliers, contractors and vendors will support and adhere to the UN Global Compact's Ten Principles.

## **Raising Questions or Concerns**

Any questions or ethics concerns involving the Rexel Companies, their employees, customers, suppliers, contractors or vendors, including those involving obligations under the Rexel Group Ethics Guide, the Rexel Holdings USA Code of Conduct, this Ethics Guidance for Suppliers, Contractors and Vendors should be promptly raised to senior management of the Rexel Companies to ensure that the question or concern or question is properly reviewed. All questions and concerns will be addressed.

Questions or concerns may be raised to any Rexel Company Compliance Resource, including the Rexel Holdings USA Ombudsperson (Ethics Officer) or any Company Legal, Finance, Internal Audit, or Human Resources personnel. Questions or concerns may be raised to the Rexel Holdings USA Ombudsperson (Ethics Officer) at the Rexel Holdings USA Compliance Helpline at 800-714-8774 or via email to [ethics@rexelholdingsusa.com](mailto:ethics@rexelholdingsusa.com); [ethics@gexpro.com](mailto:ethics@gexpro.com) or [ethics@rexelusa.com](mailto:ethics@rexelusa.com). The Rexel Companies operate the Helpline and the Rexel Holdings USA Ombudsperson forwards concerns to appropriate Rexel Company Compliance Resources and management for investigation and review.