



GLOBAL SUPPLIER AND PARTNER CODE OF CONDUCT

PURPOSE AND SCOPE

At Zespri Group (Zespri) we understand the long-term impact of our decision making. Our commitment to guardianship guides us in acting responsibly, ethically, and sustainably. The Zespri Supplier and Partner Code of Conduct (“this Code”) aligns with our core values and clarifies our global expectations in the areas of business integrity, labour practices, health and safety, data protection, and environmental management, and is considered an integral part of Zespri’s business relationship with our Suppliers and Partners.

We expect all growers, post-harvest facilities, vendors, contractors, consultants, service providers and agents (collectively referred to as “Suppliers and Partners”) who do business with Zespri worldwide to self-monitor and demonstrate their compliance with this Code.

For the avoidance of doubt, this Code may also be referred to as a Supplier Code of Conduct or Customer Code of Conduct.

Non-adherence to this Code will be a factor in considering whether Zespri will continue to do business with the Supplier or Partner, in accordance with applicable Zespri policies and procedures. Where the Code has been violated the Supplier or Partner is expected to remedy the violation and put measures in place to prevent or minimize future violations.

BUSINESS CONDUCT PRINCIPLES

Zespri expects its Suppliers and Partners to conduct business legally, ethically, and transparently. We expect all Suppliers and Partners and their sub-contractors to meet the principles expressed in this Code.

Suppliers and Partners are expected to:

- Support compliance with this Code by establishing appropriate management plans, policies, and controls, and cooperating with reasonable assessment processes requested by Zespri.
- Communicate this Code through to suppliers, sub-contractors, service providers, agents and representatives working on Zespri business, and enter into contracts that oblige compliance with this Code.

On prior notice, Zespri may conduct reasonable audits to follow up issues identified regarding the Supplier’s or Partner’s compliance with this Code.

1. QUALITY AND FOOD SAFETY:

Deliver products and services meeting applicable quality and food safety standards.

Zespri is committed to delivering high quality and safe products across all of our brands. Suppliers and Partners involved in any aspect of producing, handling, packaging, storing, or transporting our products are expected to:

- Know and comply with the Zespri product quality standards, policies, specifications, and procedures;
- Comply with all applicable laws and regulations regarding fresh produce and its production, handling, packaging, storage, and transportation;
- Report issues immediately to Zespri that could negatively affect the quality or public perception of a Zespri product or its packaging; and
- Where applicable hold necessary certifications that allow the appropriate food handling protocols or other specialist services provided.

2. ENVIRONMENT:

Carry out operations with care for the environment and comply with all applicable environmental laws and regulations. This particularly concerns the storage, handling, and disposal of hazardous substances, and access to sanitary facilities.



The potential environmental impacts of daily business decision-making processes should be considered along with opportunities for conservation of natural resources, recycling, source reduction and pollution control to ensure cleaner air and water and landfill waste reduction.

Observe Zespri’s sustainability framework, targets, and commitments.

Zespri’s kiwifruit industry sustainability framework sets out the priority areas of focus for Zespri and its supply chain partners. Zespri has set ambitious sustainability targets and commitments (available at <https://www.zespri.com/en-NZ/zespri-sustainability>), which focus on creating value and managing risk, leading to a more sustainable future for the kiwifruit industry. Zespri expects all its Suppliers and Partners to familiarise themselves with our targets and to support Zespri in the attainment of these as part of the delivery of goods and services to us.

3. ETHICS:

Comply with the law. Maintain awareness of, and comply with, all applicable laws and regulations of the countries where they operate and refrain from any illegal conduct.

Compete fairly for Zespri’s business, without paying bribes, kickbacks or giving anything of value to secure an improper advantage. Zespri is committed to conducting business legally and ethically ensuring compliance with the U.S. Foreign Corrupt Practices Act, UK Bribery Act and all other applicable local laws prohibiting bribery or corrupt practices.

Engage in fair competition. Zespri Suppliers and Partners will conduct their business in line with fair competition and in accordance with all applicable anti-trust and competition laws.

Observe Zespri’s policies regarding gifts and entertainment when dealing with Zespri employees.

Zespri Suppliers and Partners are prohibited from providing or offering gifts to Zespri employees where the acceptance of a gift or hospitality may lead to a real, potential, or perceived conflict of interest. Zespri employees are required to declare gifts they receive.

Observe Zespri’s policies regarding conflicts of interest.

All relationships or interests which may present an actual or potential conflict of interest must be disclosed in writing and approved by the relevant Zespri relationship manager. This includes any personal relationships between a Supplier or Partner staff member and Zespri staff member or elected officials in jurisdictions in which Zespri operates (including familial and romantic relationships and close personal friendships).

Safeguard confidential information.

Suppliers and Partners will receive confidential information as part of their business relationships with Zespri. This confidential information must not be shared with anyone else unless pre-authorised by Zespri in writing. If a Supplier or Partner believes it might have given or been given unauthorised access to Zespri’s confidential information, they are expected to immediately notify their Zespri relationship manager and refrain from further distribution of such information.

Financial Integrity

Maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.

4. PROTECTION OF INTELLECTUAL PROPERTY AND DATA

Use and protect intellectual property in a manner consistent with the property rights of the owner.

The Supplier or Partner acknowledges that intellectual property owned by Zespri will remain the sole property of Zespri. The Supplier or Partner will not do anything which will in any way jeopardise, derogate from, or otherwise infringe Zespri’s intellectual property or the intellectual property of any third party.

Respect privacy and observe Zespri’s policies regarding privacy when dealing with personal data.

Suppliers and Partners will observe all their obligations under any applicable law or regulation regarding privacy or protection of personal data and adhere to Zespri’s privacy expectations (available at <https://www.zespri.com/content/zespri/nz/en-NZ/corporate-information/corporate-policies.html>), including without limitation maintaining appropriate safeguards for the access, protection, storage, and transfer of personal data. Suppliers and Partners will co-operate with Zespri in responding to any enquiry made, investigation or assessment of personal data initiated by an audit authority.



Keep data secure. The Supplier or Partner must protect Zespri's data at all times from unauthorised access or use by third parties, misuse, damage, or destruction by any person. This includes implementing and maintaining appropriate data security measures and systems, ensuring Zespri data is handled carefully throughout its entire information lifecycle, and having in place appropriate plans and procedures to respond efficiently and effectively to a data security breach.

5. WORKER RIGHTS AND HEALTH AND SAFETY:

Provide safe and healthy workplaces and working conditions and ensure work does not harm others.

Zespri Suppliers and Partners shall proactively manage health and safety hazards and risks to provide a safe environment where occupational injuries, illnesses, and mental exhaustion are prevented. Suppliers and Partners must implement management systems and controls that identify hazards and assess, and control risk related to their specific industry and local safety regulations and strive towards international good practice.

Provide a workplace free from discrimination, harassment, or any other form of abuse.

Zespri Suppliers and Partners shall create a work environment for all of their employees, contractors, and business partners with a secure and healthy atmosphere of mutual respect and dignity. Harassment is unacceptable, including unwelcome verbal, visual, physical, sexual, or other conduct of any kind that creates an intimidating, offensive or hostile work environment. Discrimination on the grounds of gender, marital status, religious or ethical belief, colour, race, ethnic or national origin, disability, age, political opinion, employment or family status, social background, pregnancy, or sexual orientation is unacceptable.

Treat employees and other labourers fairly, including with respect to wages, working hours and benefits.

Zespri Suppliers and Partners will comply with all applicable legal and regulatory labour requirements and generally apply sound labour relations practices. Working hours, wages and benefits will be consistent with laws and industry standards, including those pertaining to minimum wages, overtime and other elements of compensation and legally mandated benefits. Employees of Suppliers and Partners shall be in full control of their earnings as required by applicable law and shall receive transparent and regular notification of the composition of their remuneration. Disciplinary action must be in accordance with national law and internationally recognized human rights.

Respect employees' right to freedom of association and collective bargaining, consistent with local laws.

Consistent with applicable law, Zespri Suppliers and Partners will respect employees' rights to join or refrain from joining unions, associations, and other worker organisations.

Prohibit all forms of forced or compulsory labour and child labour.

Zespri Suppliers and Partners will maintain and promote fundamental human rights. Employment decisions will be based on free choice. There may be no coerced or prison labour, no oppression through extreme economic or sexual exploitation, and no use of physical punishment or threats of violence or other forms of physical, psychological, or verbal abuse as a method of discipline or control. Suppliers and Partners shall adhere to the minimum employment age limit defined by national law or regulation and comply with relevant International Labor Organization (ILO) standards. In no instance shall a Supplier or Partner permit children to perform work that exposes them to undue physical risks that can harm physical, mental, or emotional development or improperly interfere with their schooling needs, such as fulltime work or work during night hours. Suppliers and Partners must comply with all applicable anti-slavery and human trafficking laws and regulations.

6. REPORTING VIOLATIONS:

Report suspected violations of this Code.

If a Supplier or Partner becomes aware of unlawful situations or suspected violations of this Code they must report this to Zespri's Legal or Risk & Assurance Teams via the email: Speakup@zespri.com, or by using Zespri's "Speak Up" hotline electronically at "Speak Up": <https://secure.ethicspoint.eu/domain/media/en/gui/102184/index.html>.

The "[Speak Up](#)" hotline is available worldwide on a 24/7 basis. All reports are treated as confidential, and the report-maker may remain anonymous where permitted by law. If your resident country is not available as an option, please select New Zealand as a default option.

7. RELATED POLICIES CAN BE FOUND HERE:

<https://www.zespri.com/en-NZ/zespri-system-policies>;

<https://www.zespri.com/content/zespri/nz/en-NZ/corporate-information/corporate-policies.html>