



Supplier Code of Conduct Policy



The copyright of this document is vested in Kao Data. This document may only be reproduced in whole or in part, or stored in a retrieval system, or transmitted in any form, or by any means electronic, mechanical, photocopying or otherwise, with the prior permission of Kao Data

Located on SharePoint: IMS: Procedures

Controlled Document: 000

Kao Data Campus Locations

- London Road, Harlow, CM17 9NA
- Galvin Road, Slough, SL1 4AN
- Rowdell Road, Northolt, UB5 6AG

Document Change History

Version No.	Date Issued	Update Details	Issued by	Approved by
v0.1	13/06/2022	Original Draft Document	Gary Kilmister	Paul Finch, Lee Myall
V1.0	14/06/2022	Published version (signed off)	Gary Kilmister	N/A
v1.1	01/12/2022	Review and Update	Niki Greene	Gary Kilmister
v1.2	19/12/2022	Document post updates for review, approval and sign off	Gary Kilmister	Paul Finch Lee Myall
v1.3	09/01/2023	Review updates made to document tracking and control – resubmitted for review approval and sign off	Gary Kilmister	Paul Finch Lee Myall
V2.0	10/01/2023	Published version (signed off)	Gary Kilmister	N/A

Distribution List

Copy Number	Job Title / Purpose	Location
000	Master	SharePoint

Contents

1.	Introduction	4
2.	Statement of Intent.....	6
3.	Health and Safety	6
4.	Business Continuity and Information Security	7
5.	Business Ethics and Transparency	7
6.	Human Rights	7
	6.1 Contracts of employment	7
	6.2 Payments/Deposits	8
	6.3 Forced Labour (Involuntary)	8
	6.4 Child Labour	9
	6.5 Withholding / Confiscation of Personal Documentation	9
	6.6 Humane Treatment.....	9
	6.7 Workplace Equality	9
	6.8 Freedom of Movement.....	9
	6.9 Working Hours	9
	6.10 Wages and Benefits	9
	6.11 Grievance Procedure	10
	6.12 Labour Recruitment Agencies for Migrant Workers	11
	6.13 Recruitment Fees.....	11
	6.14 Non-Discrimination/ Non-Harassment.....	11
7.	Environment and Sustainability	11
8.	Ongoing Improvement.....	12
9.	Sign Off.....	12

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 3 of 8

1. Introduction

Launched in 2018, Kao Data develop and operate advanced data centres for high performance computing. From our hyperscale inspired campus in the heart of the UK's Innovation Corridor between London and Cambridge and our facilities in the east and west of London, we provide HPC, cloud, AI, and enterprise customers with a world-class home for their compute.

2. Statement of Intent

Kao Data as a company is both focused and committed to operating in both a sustainable and responsible manner, this includes complying and adhering with all applicable laws and regulations. Kao Data operate with the expectations of diverse stakeholders, as part of this, we take very seriously both our corporate and social responsibilities, we believe in turn that this helps and drives us to manage any associated risks and maximise on opportunities.

Kao Data, expect that all our suppliers, as well as any organisation that has a relationship with us to adhere to and enforce this code of conduct. As part of that, Kao Data expect their own suppliers to engage their own supply chain to ensure comparable and embedded standards of ethical business practices are seen across the business stream.

As part of this code of conduct, it is expected that all Kao Data suppliers disclose any aspect of this code of conduct which they feel is not being fully complied with.

In addition, Kao Data, as part of their supplier commitment and supplier review, reserve the right to audit their suppliers against this code of conduct.

If following any review, there are reported, or identified instances of non-compliance, then Kao Data will engage and collaborate with the supplier in these areas of non-conformance. They will be investigated further and both parties will work on a remediation plan to rectify and resolve these issues.

It is understood, that any legislative and/or regulatory breach or any aspect of not working with Kao Data to address any shortfalls could result in the supplier(s) being removed from the approved supplier list and suspension of any further supplier relationship.

Any issues, queries or concerns should be addressed to compliance@kaodata.com

3. Health and Safety

All suppliers will demonstrate commitment to protecting the health and safety of all individuals affected by their activities. They should actively promote responsible practices and attitudes and implement continuous improvement.

Where accreditations have been achieved (for example, ISO 45001 etc.), certifications should be shared with Kao Data as part of the initial approved supplier onboarding process. Kao Data implements regular supplier reviews and requests suppliers to forward updated documents when applicable.

All personnel visiting a Kao Data facility must receive appropriate and suitable training in order to carry out their duties in a safe manner, with full consideration of any risks to both themselves and others.

As part of health, safety and safe working practices, tasks are risk assessed and governed and based on the probability that an authorised and approved Permit to Work will be required. Instances where a Permit to Work will be required include, but are not limited to, working with asbestos, electrical work, working at height, confined spaces etc.

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 4 of 8

4. Business Continuity and Information Security

Any information, personal or otherwise, provided to the supplier by Kao Data while doing business must be treated as confidential unless marked otherwise, and appropriate technical and organisational controls shall be applied. Direct Suppliers with Kao Data will be requested to sign an NDA agreement (where applicable).

Where a supplier is handling personal information whether confidential or not from Kao Data, suppliers are expected to have obtained external certification of their compliance and adherence to information security. Where this is not possible, it should have assurances from recognised external parties.

Kao Data reserve the right to request further specific evidence of management of information security, personal information and data protection policies and practices, in order to complete their own evaluation to determine any information security risk is appropriately controlled.

Suppliers shall maintain and test business continuity arrangements in order to carry out their service commitments. Kao Data reserve the right to ask to see evidence of these tests being carried out.

5. Business Ethics and Transparency

All Kao Data suppliers will evidence and demonstrate their commitment to maintaining the highest standards of integrity and corporate governance. It is the expectation of Kao Data and this code of conduct that all suppliers will ensure that they conduct their business in an open, honest, and ethical manner at all times and that they will operate a zero-tolerance approach to any form of bribery and corruption, unethical or illegal business activities. Kao Data suppliers will not offer any gifts, entertainment, or hospitality, which could be seen or interpreted as a bribe or action to influence a decision.

Kao Data suppliers shall understand and comply with all applicable fair business, advertising and competition laws including fair trading and antitrust laws. They should also encourage, nurture, and develop an environment where all business standards are clearly understood and freely available. We expect our suppliers to have clear and documented channels for personnel to openly communicate with line managers or higher management without any threat of retaliation, repercussions, intimidation, or harassment.

Kao Data expects their suppliers to be aware of, understand and implement their own policies, processes, and procedures to adhere and comply with any applicable law(s) in the geographic areas or regions where it operates or conducts business. Where this Supplier Code addresses the same subject as an applicable law, then suppliers should apply controls that enhance the intent of this Supplier Code to the greater degree wherever practicable.

Kao Data operates an Anti-Bribery and Corruption Policy, via this we detail our commitment to upmost professionalism and act fairly and with integrity with all our business relationships and communications. This policy is implemented and enforced providing effective measures and systems to counteract any form of bribery or corruption.

Any known or suspected attempt to bribe in the course of doing normal business with Kao Data, will be reported to compliance@kaodata.com and a full investigation will be undertaken, which could result in the supplier being suspended from the approved suppliers list and/or reported to associated legal parties for further legal action.

6. Human Rights

We expect our suppliers to respect and support the protection of human rights of their workers and others affected by their activities.

6.1 Contracts of employment

Written contracts of employment shall be provided to any worker in a language that they understand, clearly indicating their rights and responsibilities regarding wages, working hours and other working and employment conditions. These contracts shall be produced in accordance with the United Kingdom employment laws, and also where applicable, in line with the International Labour Organisation (ILO) standards.

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 5 of 8

Overseas or migrant workers shall be provided with their employment contract prior to deployment. The use of supplemental agreements and the practice of contract substitution (the replacement at a later date of an original contract, or any of its provisions with those that are less favourable) are strictly prohibited.

6.2 Payments/Deposits

The Supplier shall ensure that no worker will be required to have to lodge any form to security payment or deposit at any time.

6.3 Forced Labour (Involuntary)

Workers shall not be subject to any form of forced, compulsory, bonded, indentured or prison labour. All work must be voluntary, and workers shall have the freedom to terminate their employment at any time without penalty, giving notice of reasonable length.

6.4 Child Labour

Kao Data does not use permit the use of child labour and it expects its suppliers to do the same. We expect our suppliers and their supply chains to comply with local laws regarding the minimum age of employees. A "child" is any person who is younger than

- (i) 15 years old (or 14 where the law of the country permits);
- (ii) the minimum age for completing compulsory education in the country of employment; or
- (iii) the minimum age for employment in that country, whichever is the highest.

Additionally, we expect at Kao Data for suppliers to refrain from hiring anyone under the age of 18 to carry out work which is likely to jeopardise their health, physical, mental, social, spiritual, or moral development.

6.5 Withholding / Confiscation of Personal Documentation

Confiscation or withholding of any workers documentation (e.g., passports, work permits, travel documentation etc.) is strictly prohibited. The retaining of personal documents will not be used as a means to bind workers to employment or to prevent / restrict their freedom of movement.

6.6 Humane Treatment

The workplace shall be free of any form of harsh or inhumane treatment. Disciplinary policies and procedures shall be clearly defined and communicated to all workers, and shall not include any inhumane disciplinary measure, including any corporal punishment, mental or physical coercion, or verbal abuse of workers; nor shall they include sanctions that result in wage deductions, reductions in benefits, or compulsory labour. The use or threat of physical or sexual violence, harassment, and intimidation against a worker, his or her family, or close associates, is strictly prohibited.

6.7 Workplace Equality

All workers, irrespective of their nationality or legal status, shall be treated fairly and equally. Migrant workers shall benefit from conditions of work (including but not limited to, wages, benefits, and accommodations) no less favourable than those available to country nationals. Migrant workers (or their family members) shall not be threatened with denunciation to authorities to coerce them into taking up or maintaining employment.

6.8 Freedom of Movement

Workers' freedom of movement shall not be unreasonably restricted. Workers shall not be physically confined to the workplace or related premises, such as employer- or recruiter-operated residences; nor shall any other coercive means be used to restrict workers' freedom of movement or personal freedom. Mandatory residence in employer-operated facilities shall not be made a condition of employment.

6.9 Working Hours

Workers shall not be forced to work more than the number of hours permitted in national law. Where the law is silent, normal working hours shall not exceed eight per day and forty-eight per week, and total working hours including overtime shall not exceed sixty. All overtime shall be purely voluntary unless part of a legally recognised collective bargaining agreement. No worker shall be made to work overtime under the threat of penalty, dismissal, or denunciation to authorities. No worker shall be made to work overtime as a disciplinary measure, or for failure to meet production quotas.

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 6 of 8

6.10 Wages and Benefits

All workers shall be paid at least the minimum wage required by applicable laws and shall be provided all legally mandated benefits. Wage payments shall be made at regular intervals and directly to workers, in accordance with national law, and shall not be delayed, deferred, or withheld. Only deductions, advances, and loans authorised by national law are permitted and, if made or provided, actions shall only be taken with the full consent and understanding of workers. Clear and transparent information shall be provided to workers about hours worked, rates of pay, and the calculation of legal deductions. All workers must retain full and complete control over their earnings. Wage deductions must not be used as a disciplinary measure, or to keep workers tied to the employer or to their jobs. Workers shall not be held in debt bondage or forced to work to pay off a debt. Deception in wage commitments, payment, advances, and loans is prohibited.

6.11 Grievance Procedure

An effective grievance procedure shall be established to ensure that any worker, acting individually or with other workers, can submit/report a grievance without suffering any prejudice or retaliation of any kind.

6.12 Labour Recruitment Agencies for Migrant Workers

Companies should hire migrant workers directly whenever possible. When the subcontracting of recruitment and hiring is necessary, companies shall ensure that the labour agencies they engage operate legally, are certified, or licensed by the competent authority, and do not engage in fraudulent behaviour that places workers at risk of forced labour or trafficking for labour exploitation.

6.13 Recruitment Fees

Workers shall not be charged any fees or costs for recruitment, directly or indirectly, in whole or in part, including costs associated with travel, processing official documents and work visas in both home and host countries.

6.14 Non-Discrimination/ Non-Harassment

Suppliers shall not engage in, or support harassment or discrimination based on race, colour, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, protected genetic information or marital status in hiring and employment practices. Workers will be provided with reasonable accommodation for disability and religious practices. In addition, workers or potential workers will not be subjected to medical tests or exams that could be used in a discriminatory way. Kao Data expects our suppliers to promote equal opportunities.

7. Environment and Sustainability

Suppliers shall demonstrate commitment to environmental protection and stewardship. This should include clear action to pursue energy efficiency, manage and mitigate the impact of harmful substances, re-use and recycle waste materials where possible and minimise landfill waste from business operations. Suppliers shall:

- Keep informed and updated of environmental issues which apply to their business and maintain their employee’s awareness of their environmental impacts and responsibilities.
- Manage and develop operations in an environmentally sensitive manner.
- Minimise their waste to landfill by reducing their waste generation and by segregating and recycling waste wherever economically and operationally feasible.
- Prevent pollution by active risk management of any hazardous substances used.
- Co-ordinate business transport to reduce fossil fuel consumption.
- Shall conduct routine monitoring and reduce its consumption of natural resources, including water, fossil fuels, minerals, and virgin forest products by conserving these or by practice such as modifying production, maintenance and facility processes, materials substitutions, reuse, conservation, recycling, or other means.
- Minimise their air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting substances, and combustion byproducts generated from operations are to be characterized, routinely monitored, controlled, and treated as required prior to discharge.
- Identify, monitor, and minimize relevant greenhouse gas (GHG) emissions and energy consumption from their operations.

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 7 of 8


- Control any hazardous substances such as chemicals or other materials that pose a threat if released into the environment. These should be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.
- Ensure that the environment is considered in the procurement of goods and services and set appropriate goals to achieve sustainability across their value chain.
- Continuously improve the effectiveness of the environmental management within their organisation.
- Meet all necessary legislative, regulatory and consent requirements which relates to their business.
- Draft and maintain roadmaps / strategies for monitoring and reducing their carbon footprint (net zero, setting targets and tracking etc.).
- Demonstrate their commitment to the environmental and its sustainability throughout the company with top-down leadership and employee buy-in.
- Choose only sustainable suppliers for their own procurement and supply chain or reduce the number of suppliers the company works with.
- Practice smart supplier pre-selection and engagement.

8. Ongoing Improvement

Suppliers shall demonstrate written performance objectives, targets and implementation plans to improve the suppliers social and environmental performance, including a periodic assessment of supplier's performance in achieving those objectives, including by Kao Data.

9. Sign Off

Signed

DocuSigned by:

A8EE0FF33B86457...

Lee Myall
Chief Executive Officer, Kao Data
Published: January 2023

Signed

DocuSigned by:

F3849356F76B49B...

Paul Finch
Chief Operating Officer, Kao Data
Published: January 2023

Title & Version:	Supplier Code of Conduct Policy v2	THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT	Review Date:	09/01/2023
Document Owner	Compliance		Classification:	Internal
ISO Standard Ref:			Page No.	Page 8 of 8