



SUPPLIER CODE OF CONDUCT

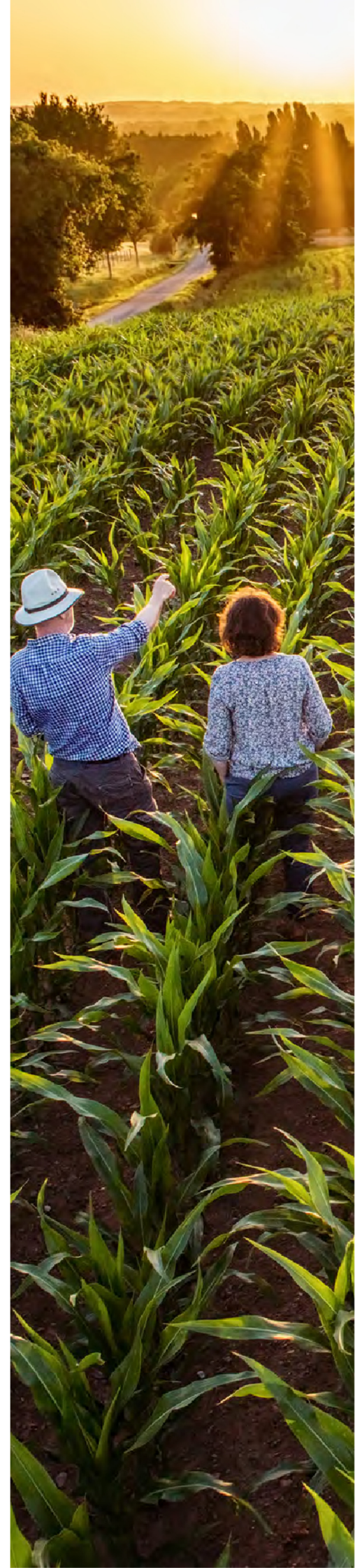
December 2022



ROVENSA

— WELL BALANCED AGRICULTURE —

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ROVENSA | Supplier Code of Conduct

How the entire ROVENSA Group wishes to be seen and guidance to our suppliers.

The cornerstones of ROVENSA are respect for, protection of and advancement of the people with whom it works, the companies to which it provides services, the shareholders who invest in its future, the communities in which it operates and the planet it shares. ROVENSA thus seeks the prosperity and continuity of a profitable business through responsibility, ethical conduct, transparency, and sustainability with respect to the global economy and human, social and environmental factors.

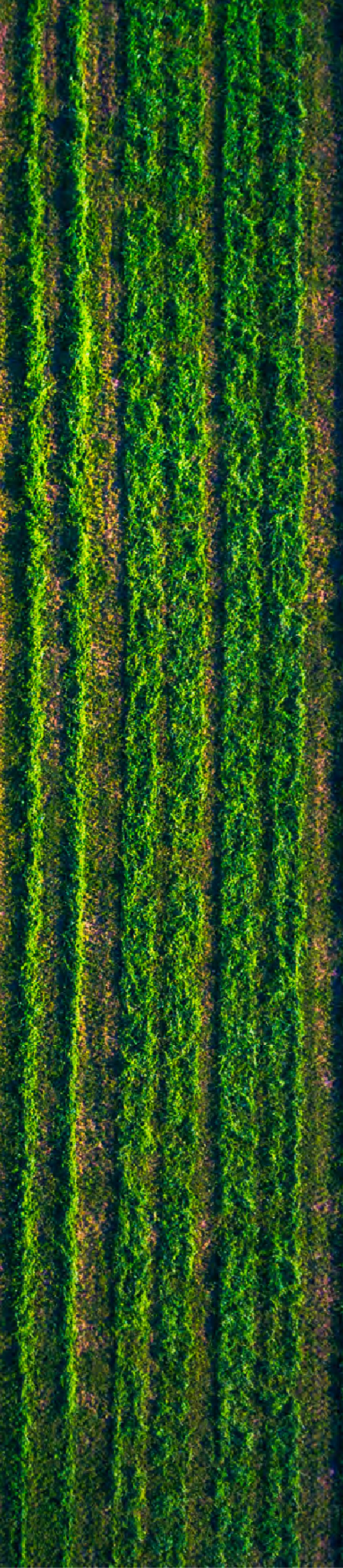
Terminology

ROVENSA Group - All companies held by Rovensa

ROVENSA – The holding company



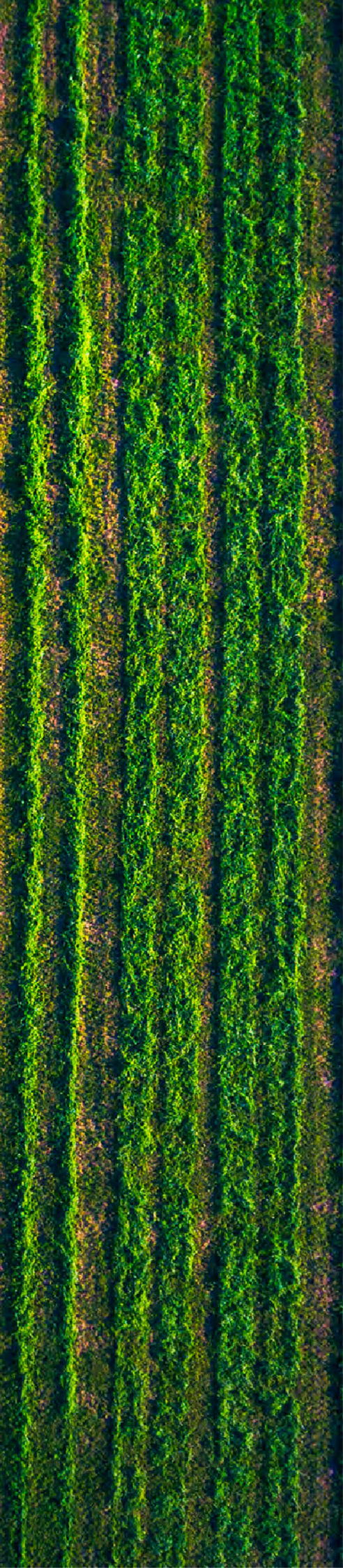
INTRODUCTION



Through this code of conduct, ROVENSA intends to share with its suppliers the principles by which its actions are governed in relation to human and labour rights, health and environmental safety, business ethics, social responsibility, and overall business practices.

This suppliers code of conduct applies to suppliers, distributors, agents, intermediaries, consultants, contractors (“Suppliers”), including affiliates, employees, subcontractors, agents, and intermediaries of the suppliers (“Supplier representatives”). Suppliers must ensure that the code of conduct is communicated and followed by its representatives and those entities that form an integral part of the supply chain and apply the proper corrective measures or penalties in the event of nonconformance.

Suppliers must take this code of conduct into account and act in full conformity with the law and regulations in all countries in which they operate. Where local laws and regulations are less restrictive than the code of conduct, suppliers must adhere to the principles described herein by ROVENSA. Failure to conform to internationally recognised standards as established in this supplier code of conduct may result in the termination of the respective contract and business relationship with ROVENSA. Once the supplier code of conduct has been signed and accepted, it shall form an integral part of the contract established between ROVENSA and the supplier.



OUR MISSION

Our mission is to feed the planet through healthy and safe solutions that promote balanced and sustainable agriculture. We believe that our mission to feed the planet through sustainable and healthy agriculture will help to world to face exponential growth in nutritional challenges due to overpopulation, climate change and declining planetary resources. As a group, our aim is to mould the way farmers can do more with less, and to ensure consumers have better products daily.

OUR VISION

Our vision is to be a world leader through unique and innovative solutions for plant health and plant care, leveraging our close relationship with local agriculture.

OUR SEEDS VALUES

S
SAFETY

SAFETY - When we care for and protect our people and work every day for a Zero-Harm culture where each one of us counts.

E
EMPOWERMENT

EMPOWERMENT - When we feel empowered, we demonstrate confidence in ourselves, in the leadership and in the organisation.

E
ETHICS

ETHICS - When we are ethical, we are faithful to our values and clear about our intentions.

D
DEDICATION

DEDICATION - When we show dedication, we seek to fulfil our individual mission, in the knowledge that success also depends on us.

S
STRIVING

STRIVING - When we endeavour to do something, we demonstrate boldness and strive ambitiously, because of which we believe that this is the mission and vision of the Group.



ETHICS AND SOCIAL RESPONSIBILITY

ROVENSA operates with integrity, honesty and transparency in the execution of its business, maintaining the highest levels of business and social responsibility, in accordance with the law and ethical standards.



BUSINESS AND OPERATIONAL INTEGRITY

Suppliers must obtain the appropriate certifications, licenses, and registrations to conduct business in the geographical area in which they operate. ROVENSA maintains restrictive policies in relation to presents and gifts involving our employees and representatives, with which all stakeholders must comply. Any act or attempt at bribery, extortion, corruption, or fraud shall result in the immediate termination of the supplier's contract. Suppliers must act ethically in all business transactions in conformity with anticorruption laws and regulations, and must not offer or accept bribes, or violate prevailing laws concerning bribery and corruption.

COMPETITION AND INTERNATIONAL TRADE LAWS

Suppliers must not violate antitrust and competition laws in the country or countries in which they operate, and shall adopt a fair and transparent attitude, refraining from engaging in illegal contacts and business agreements, such as: price fixing or price discrimination; limitation of production; distribution agreements between suppliers and resellers under which, for example, the prices charged to customers are imposed by the supplier, and other commercial practices that violate prevailing antitrust and competition laws.

Suppliers shall respect the export regulations applicable to their business and shall share accurate and verifiable information with the customs authorities and others, whenever required to do so.



CONFLICTS OF INTEREST

The negotiation process must be open, transparent and be conducted with the highest levels of integrity. Suppliers may not proceed with negotiations where there is a degree of relationship, or any extraprofessional relationship, between the supplier and/or the supplier's employee. Any form of non-trade relationship must be reported prior to the start of the negotiations, or immediately when it occurs during the negotiation period, with the teams being replaced accordingly.

PRIVACY AND INTELLECTUAL PROPERTY

Suppliers shall undertake to protect all confidential information and only use it appropriately. They shall ensure the protection of privacy and of all valid intellectual property rights of all workers and business partners. The name, trademarks and/or products pertaining to ROVENSA and/or affiliates, may not be used in marketing and advertising campaigns without the prior knowledge and consent of ROVENSA.

PRIVACY AND DATA PROTECTION

In accordance with data protection law, suppliers must have in place a security system covering information pertaining to ROVENSA, customers and employees, to prevent unwanted disclosures, amendments, use, dissemination, editing, or deletion.

Suppliers shall collect personal information solely for legitimate business reasons and use it in accordance with the prerequisites of legality, transparency, and security. Information may be shared solely with those having authorised access and shall be protected in accordance with the security policies, with information being retained solely for the period necessary and the other entities involved undertaking to protect the information concerned.



DISCLOSURE

Suppliers must accurately record and disclose information regarding the business activity, structure, financial situation, and commercial performance of their companies in accordance with the predominant industry practices and prevailing laws/regulations.

Suppliers' employees must be encouraged to report suspicions, complaints, or the existence of potentially illegal activities in the workplace without fear of reprisals, intimidation, or persecution.

Any report must be treated confidentially. Suppliers should proceed with investigations into the suspicions raised, and adopt corrective and preventive measures, where applicable. ROVENSA must be informed of any legal actions, administrative investigations, or legal claims that may be related to its business, and/or that may adversely affect the supplier's reputation and consequently that of ROVENSA. In turn, should suppliers, or any of their representatives, identify procedures, carried out by any ROVENSA employee, that are not in keeping with the principles mentioned above, these suspicions should be reported to the ROVENSA ethics committee ("WhistleBlower Security") web channel: <https://www.integritycounts.ca/org/rovensa> or by email: rovensa@integritycounts.ca

SOCIAL RESPONSIBILITY

Suppliers must act ethically, taking the environment into consideration in all business decisions and developing/adapting existing business practices to improve the respective working environment, surrounding community and society.



HUMAN AND LABOUR RIGHTS

ROVENSA believes in treating people with dignity and respect and is committed to protecting human rights. As an international company, ROVENSA is committed to maintaining safe and professional working environments where workers are free from violence, all forms of modern slavery, harassment and discrimination, as established in the United Nations Universal Declaration of Human Rights.





FREEDOM OF ASSOCIATION

Suppliers undertake to respect and maintain the principle of equal treatment among all workers. As a result, questioning any person in their workforce who chooses to exercise his or her right to associate, form, or join trade unions is prohibited.

HUMAN RIGHTS AND EQUALITY

Suppliers are forbidden from participating in or supporting forced labour, as established under “Forced Labour Convention, no. 29”, with this ban extending to harsh or inhuman treatment, such as sexual or psychological harassment at the workplace, physical or verbal bullying, or physical punishment. Any action that creates an intimidating, hostile, or offensive working environment is strictly prohibited.

All work must be voluntary and must be performed in a free working environment, where employees are entitled to resign from their appointments in accordance with prevailing law. Suppliers are likewise forbidden from using, participating in, or supporting the use of child labour. The minimum age required by law must be respected by all the suppliers’ workers, associates, partners, and representatives.

Additionally, any exclusions or preferential treatment in the working environment based on race, colour, nationality, religion, gender, disability, sexual orientation, or political opinion that compromise the right to equal treatment are prohibited. Suppliers must hire workers and service providers solely based on their competence and skills for the position.

Rovensa opposes all forms of modern slavery, including forced, compulsory, or coerced labour, deprivation of personal freedom by employers, or the facilitation of the movement of people for exploitation. Our suppliers must not use forced, prison or compulsory labour and no payment of recruitment fees by workers. We expect suppliers to provide wages and benefits that meet or exceed the national legal standards where they exist.



AQUISITION OF MATERIALS IN CONFLICT ZONES

As an international enterprise with suppliers around the world, ROVENSA actively works to ensure that its acquisitions come from sources free from conflict. Its suppliers and representatives shall ensure that the materials supplied do not originate from conflict zones, thus directly or indirectly benefiting armed groups or organizations that commit human rights abuses.

LOCAL COMMUNITIES

Suppliers must consider the concerns and complaints of the local population and strive for healthy and safe living conditions. In parallel, they must support the creation of jobs for locals, as well as the acquisition of any necessary goods, services, and infrastructure from the community.

WORKING HOURS, SALARIES AND BENEFITS

Suppliers shall comply with all prevailing laws in relation to the number of hours that a worker may work successive shifts, days, weeks, or other specific period.

Suppliers must guarantee workers' salaries and benefits that comply with the minimum required under prevailing laws/regulations. In countries where laws regarding a minimum wage do not apply, the suppliers labour, including workers and providers, must be comparable with the prevailing industry average and must be paid in local currency, regularly and in a timely fashion.

Additionally, it shall be assumed that suppliers shall not rescind employment contracts unfairly, or without providing clear evidence of the grounds for terminating the contract. Moreover, workers may be allowed to freely cease their functions, provided that the advance notice laid down in prevailing law is respected.



HEALTH, SAFETY, ENVIRONMENT AND QUALITY

ROVENSA is committed to operating in a sustainable manner, showing a commitment to the health and safety of its workers and the surrounding community and adopting practices geared towards environmental protection. ROVENSA's objective is to supply high quality products, maintaining the efficiency of its business and ensuring that its activities cause the least possible impact to the environment and the well-being of its workers and local communities.



ENVIRONMENT OF CONFORMITY

Suppliers must comply with all environmental laws and regulations and maintain all records and permits relevant to the economic sector in which they operate. Suppliers shall adopt best practices along their entire supply chains.

SUSTAINABILITY

Suppliers shall adopt strategies that seek to reduce the environmental impacts of their operations, including, but not limited to, the consumption of natural resources, the origin of raw materials, waste management, water discharges and gas emissions, thus preventing the accidental release of hazardous materials into the environment and the local community. Suppliers shall prevent or mitigate potential spillages or emissions of hazardous gases, as well as any activity that may have a negative impact.

Policies shall be adopted to apply widely recognised sustainability standards and certifications, the practices of which must be in line with the principles of the circular economy.

The supplier must develop practices for mitigating and adapting to climate change. The supplier must provide information on its emissions, within the scope of the products and/or services provided, progressively integrating all scopes and categories in its calculation. The supplier declares to be aware of the emission reduction main goals of the Rovensa group and accepts the partnership with Rovensa for the development of its sustainability performance.

To this effect, technologies, and processes less harmful to the environment must be implemented and continuous improvement must be ensured to reduce the negative impacts of the activities over the course of time through those more efficient means.

HEALTH AND SAFETY OF WORKERS

ROVENSA suppliers shall provide appropriate means of protection for their workers, as well as implement occupational safety procedures and ensure the preventive maintenance of potential risks to health and safety at work.

Additionally, suppliers shall provide appropriate personal protective equipment and safety information must be accessible to guarantee that the risks are properly identified and to ensure the protection of workers.

It is prohibited for the employer to give verbal and/or written reprimands where workers express concerns regarding safety or refuse to perform certain tasks due to unsafe conditions.



PREVENTION AND EMERGENCY RESPONSE

Suppliers shall identify potential situations of risk, implement preventive measures, and be prepared to execute emergency response plans.

In parallel, workers must receive appropriate training in the safe performance of their duties, to prevent unsafe practices and ensure adequate preparation, so that they may take action in the event of an emergency. The programmes must be adapted to the risks affecting facilities, processes, or materials.

SAFETY OF PROCESSES AND PRODUCTS

Suppliers shall establish and implement safety programmes to control production processes in accordance with the applicable safety standards. The safety programmes shall include the potential risks inherent to the production processes. The risk inherent to the activity must be monitored regularly and specific measures must be established to prevent the occurrence of incidents and ensure the protection of workers. Safe practice also applies to products, which must be labelled appropriately, with the respective requirements of use being communicated and supported by relevant safety documentation. The sharing of information regarding health, safety and the environment must be proactive and transparent, so that it is accessible to all parties involved.

QUALITY OF PRODUCTS AND CHANGES

Suppliers shall market high quality products that comply with the quality specifications, requirements and regulations established by ROVENSA. To this end, it is important to prepare and maintain a recognised and/or certified quality management system consisting of well-documented records, ensuring the safety, quality, conformity, and traceability of the products supplied.

ROVENSA must be informed immediately of any problems, quality concerns and/or nonconformities relating to any material and/or delivery, even if detected after delivery. Suppliers are obligated to report any changes to their products, processes and/or services, by means of prior and clear notification of the intended change, so that the impact of the change may be evaluated in due time, appropriate action determined, and the respective approval/acceptance given by ROVENSA.



SAFETY IN THE SUPPLY CHAIN

Suppliers shall comply with laws concerning the regulation of trade in the country in which they operate, or geographical areas where their activities take place, adopting best practice throughout the supply chain.

The supplier shall ensure the integrity of each delivery from its point of origin until arrival at its point of delivery, with a period of 3 working days after receipt of the purchase order being granted in which to report any refusal to accept any condition relating to that delivery (article, payment and conditions, delivery time, etc.). Suppliers shall be responsible for implementing measures that ensure that the products delivered to ROVENSA are not counterfeit, and that they are not diverted from the delivery route established in accordance with applicable legislation. Should any supplier accept, but fail to comply with, the present conditions, ROVENSA shall be entitled to cancel the contract, free of any burden.



MANAGEMENT SYSTEMS

ROVENSA seeks to promote transparency and continuous improvement in its procedures and operations. As a result, it implements efficient management systems that allow the recording and documentation of its operations, improvements in the efficiency of its activities and reductions in its exposure to risk.



LEGAL REQUIREMENTS AND DOCUMENTATION

Suppliers shall ensure compliance with the laws and regulations established at local, national, and international level, in accordance with those applicable to the supply chain. Accordingly, they must implement practices deemed acceptable to the industry and maintain a history of updated records, along with permits, certificates, and licenses, in accordance with the requirements for each product or service to be supplied.

Suppliers shall maintain the documentation necessary to demonstrate evidence of their operations, procedures, and policies, including compliance with the present code of conduct.

RISK MANAGEMENT AND BUSINESS CONTINUITY

As members of the ROVENSA supply chain, suppliers must implement strategies internally to identify, assess and manage risks that may impact operations and compliance with the present code of conduct. Additionally, they are expected to show a commitment to continuous improvement with a view to implementing performance appraisal measures and drafting business continuity plans, to identify, correct and improve potential shortcomings in their processes and increase their efficiency.

TRANSPARENCY, COMMUNICATION AND ASSESSMENT

Based on the principles laid down in this Code of Conduct, suppliers must report their economic, social, and environmental impacts, as well as ensure replication of this process throughout the supply chain. In this regard, it is likewise expected that suppliers will grant ROVENSA authorisation to assess their performance (either directly, or by means of a third party qualified to do so), with the result being communicated and, if necessary, measures discussed in partnership to foster continuous improvement and a spirit of cooperation. Suppliers undertake to be audited at Rovensa's request.

A person wearing a white lab coat, a white hairnet, and safety glasses is seen from behind, looking out over a vast, green field. The field is enclosed within a large, modern structure with a curved, white, ribbed roof and a metal railing in the foreground. The scene is brightly lit, suggesting a greenhouse or a large indoor agricultural facility.

FREQUENTLY ASKED QUESTIONS



What is the ROVENSA supplier Code of Conduct?

The ROVENSA Supplier code of conduct describes what the companies in the Group expect from their suppliers regarding labour rights and hiring; environmental health and safety; ethics and social responsibility and business transactions.

Why does ROVENSA need a supplier Code of Conduct?

ROVENSA has drafted a supplier code of conduct to ensure that suppliers act responsibly and conduct business in line with the principles and values of our company.

How does ROVENSA monitor and enforce the Code of Conduct?

Suppliers shall be responsible for implementing a management system that supports the content of this code. Additionally, ROVENSA may require supporting documentation to ensure respective compliance.

What happens if a supplier fails to comply with the supplier Code of Conduct?

Should any supplier fail to comply with the standards established by ROVENSA, information shall be provided with respect to the areas in which improvements must be made and the supplier must present a remedial action plan. The supplier shall have an established period in which to implement the plan approved by both parties. Should any constraint be identified during the implementation phase of the plan, the supplier shall inform ROVENSA so that the plan may be reformulated and/or corrective measures may be implemented. Should the supplier fail to implement the corrective measures to be applied, this may result in the termination of the business relationship.

I am currently a ROVENSA supplier. Does this code affect my contract?

Contracts currently in effect with ROVENSA will not require renegotiation, but, if renewed, the supplier code of conduct shall be incorporated into the terms and conditions.

When does the ROVENSA code of conduct come into effect?

This supplier code of conduct comes into effect immediately after submission of the attached document duly signed and returned and/or upon conclusion of a contract with ROVENSA. After submission of the code of conduct and proof of receipt thereof, suppliers shall have 3 working days in which to declare their non-acceptance.

This code is published under the Supplier Portal link on the ROVENSA corporate webpage, at www.rovensa.com.

| Versão | Date | Description | Responsible |
|--------|------------|--|-------------|
| 1.0 | 02/12/2020 | Document creation | Procurement |
| 2.0 | 30/12/2022 | Chapters edition: "Sustainability" and "Human rights and equality" | Procurement |

I - DECLARATION OF CONFORMITY

The supplier undertakes to comply with this code and all prevailing laws when conducting business with ROVENSA.

The supplier shall be responsible for establishing processes to monitor and record regulatory conformity.

If compliance with the ROVENSA supplier code of conduct is called into question, the supplier shall provide evidence of its compliance with the code. ROVENSA reserves the right to investigate any occurrence of nonconformity with this code and, in the event a solution cannot be found to the problem, shall be entitled to terminate the business relationship and all existing contracts.

The supplier must understand and agree to comply with the anticorruption Laws and regulations of the country in which its commercial operations are registered, and all countries in which it participates in commercial partnerships.

Please select one of the following statements:

_____ received the ROVENSA Supplier Code of Conduct and hereby declares that it undertakes to comply with the code of conduct and the principles laid down therein; it confirms that it will analyze all relevant laws, will treat all persons with dignity and respect, will avoid conflicts of interest, will provide safe and healthy working conditions and will protect all information pertaining to ROVENSA;

_____ is not in compliance with the requirements of the ROVENSA supplier code of conduct, but is willing to prepare an improvement plan in conjunction with ROVENSA;

_____ is not in compliance with the requirements of the ROVENSA supplier code of conduct.

Supplier name: _____

Name of the supplier's representative: _____

Signature: _____

Position: _____

email: _____

Date: _____