

S U P P L I E R
C O D E
OF CONDUCT

FNAC DARTY

NOVEMBER 2024 EDITION

SUMMARY

1. SOCIAL RESPONSIBILITY AND LABOR STANDARDS	4
Prohibition of Forced Labor and Human Trafficking	4
Prohibition of Child Labor	4
Combating Illegal, Clandestine, Concealed or Undeclared Work	5
Ensuring a Safe Working Environment	5
Compensation, Benefits, and Working Hours	5
Diversity, Inclusion, and Gender Equality	5
Stopping Harassment	5
Freedom of Association and Right to Collective Bargaining	5
Protection and Confidentiality of Personal Data	5
2. ETHICAL BUSINESS PRACTICES	6
Combating Corruption and Influence Peddling	6
Preventing Conflicts of Interest	6
Managing Gifts and Invitations	6
Combating Money Laundering and Terrorist Financing	6
Vigilance Regarding International Sanctions Programs, Embargoes, and Import and Export Controls	7
Fraud and Deception	7
Respecting Competition Law	7
Preventing Market Abuse	7
3. INVOLVING SUPPLIERS IN OUR ENVIRONMENTAL STRATEGY	8
Compliance with Environmental Regulations	8
Mitigation and Adaptation to Climate Change within the Value Chain	8
Promoting a Circular Economy	9
Pollution and Waste Prevention	9
Preservation of Natural Resources and Biodiversity	9
Conflict Minerals	9
4. AN ALERT SYSTEM FOR CONFIDENT REPORTING	10
5. SUPPLIERS' COMMITMENT TO COMPLY WITH THE CODE'S REQUIREMENTS	11

INTRODUCTION

The Fnac Darty Group has chosen to place Corporate Social Responsibility (hereinafter «CSR») at the heart of its business as a distributor. We embed our activities in a sustainability model to generate a positive impact on society. We apply ethical business practices that respect: Human Rights and Fundamental Freedoms, and International Labor and Environmental Standards. We are committed to complying with all applicable national and international laws, regulations, and conventions in this regard.

This Supplier Code of Conduct (hereinafter the «Code») is addressed to all commercial partners of the Fnac Darty Group: suppliers, service providers, and their subcontractors (collectively referred to as «Suppliers»). It brings together the fundamental principles that Suppliers share with the Fnac Darty Group.

The Code is intended to be communicated to the teams of our Suppliers who are involved in the business relationship or on projects related to the Fnac Darty Group.

When local legislation imposes higher standards than those mentioned in the Code, local legislation prevails. Otherwise, the Code prevails if it provides more stringent rules.

Due to its general scope, the Code is not intended to be adapted to each Supplier. Therefore, any provision that is not applicable in view of (i) the activity of a Supplier or (ii) the purpose of the business relationship envisaged with the Fnac Darty Group, will not be enforceable against them.

We are convinced that by conducting our activities in accordance with this Code, we will contribute to having a positive impact on society and the environment. We thank you for your commitment.

1

SOCIAL RESPONSIBILITY AND LABOR STANDARDS

Suppliers comply with international regulations and the laws in force in the countries where they operate. We expect our suppliers to conduct the necessary due diligence with their own suppliers and/or subcontractors to ensure compliance with the standards of this code or similar standards.

Suppliers and other business partners commit to respecting human rights and the fundamental rights of workers and treating them with dignity and respect. Workers include: employees, temporary workers, migrant workers, interns, apprentices, service providers, and any other person providing labor services to the Supplier.

They specifically commit to complying with the following international standards for their protection:

- The Universal Declaration of Human Rights (<https://www.un.org/en/about-us/universal-declaration-of-human-rights>);
- The ten principles of the United Nations Global Compact on Human Rights, Environment, International Labor Standards, and Anti-Corruption (<https://unglobalcompact.org/what-is-gc/mission/principles>);
- The International Labor Organization (ILO) Declaration on Fundamental Principles and Rights at Work and its fundamental conventions (https://normlex.ilo.org/dyn/nrmlx_en/f?p=NORMLEX-PUB:12000:0::NO:::).

Prohibition of Forced Labor and Human Trafficking

Suppliers prohibit all forms of forced labor and human trafficking, including servitude (notably debt bondage), involuntary prison labor, slavery, or other forms of forced labor. They must ensure that third parties providing labor act in accordance with the provisions of the Code. All work must be performed voluntarily in exchange for compensation. Workers must be able to move freely, leave their workplace at the end of their workday, and be free to leave their employment with reasonable notice in accordance with local legislation.

Prohibition of Child Labor

Suppliers prohibit all forms of child labor. The minimum age for admission to employment must not be lower than the legal minimum age of the country concerned. In any case, this minimum working age must never be lower than the age specified in ILO Conventions No. 138 and 182 (https://normlex.ilo.org/dyn/nrmlx_en/f?p=NORMLEX-PUB:12000:0::NO:::), namely 15 years and 18 years for hazardous or particularly difficult jobs.

Combating Illegal, Clandestine, Concealed or Undeclared Work

Suppliers commit to complying with all applicable regulations to prevent illegal, clandestine, concealed or undeclared work.

Ensuring a Safe Working Environment

Suppliers ensure the health and safety of their employees. The workplace must not pose health and safety risks. It must offer good hygiene conditions. Suppliers must ensure that facilities, training, and access to safety information are adequate. Suppliers provide appropriate protective equipment and apply proven safety measures considering the risks to which employees are exposed.

Compensation, Benefits, and Working Hours

Suppliers comply with laws, regulations, and standards regarding the working conditions of their employees, particularly in terms of working hours, rest days, and social benefits. All overtime must be voluntary. They ensure the payment of the legal minimum wage within the agreed deadlines and respect working hours. The salary must be decent and consistent with usual wage practices in the country.

Diversity, Inclusion, and Gender Equality

Suppliers prohibit all forms of discrimination, including those based on gender, race, religion, age, disability, gender identity, sexual orientation, or any other categories protected by local legislation. Candidates and employees for a position will be evaluated based on their ability to perform the job.

Stopping Harassment

Suppliers prohibit all forms of harassment, whether physical, sexual, verbal, or psychological.

Freedom of Association and Right to Collective Bargaining

Suppliers respect the right of their employees to join workers' organizations, including unions, and to participate in collective bargaining, where permitted by law.

Protection and Confidentiality of Personal Data

Suppliers comply with applicable laws and regulations regarding the protection of personal data and secure it against unauthorized access or use. The Fnac Darty Group's DPO can be reached at: dpo@fnacdarty.com.

2. ETHICAL BUSINESS PRACTICES

Suppliers act with integrity in conducting their activities. They comply with business ethics laws.

Combating Corruption and Influence Peddling

Suppliers take appropriate measures to prevent, detect, and sanction breaches of integrity in their activities. They comply with all applicable laws, guidelines, and regulations on combating corruption and influence peddling in all countries where they operate.

Persons involved in purchasing commit not to accept or solicit undue advantages, whether directly or through an intermediary. This includes the prohibition of bribes, kickbacks, facilitation payments, or any other advantage granted to public officials in exchange for performing routine actions.

Preventing Conflicts of Interest

Suppliers must implement necessary measures to prevent conflicts of interest in their business relationship with the Fnac Darty Group.

We expect our Suppliers to report any potential or actual conflict of interest involving the Fnac Darty Group.

This includes situations that may compromise their impartiality or that of the Fnac Darty Group during the business relationship covered by the contract. For example, close family or personal relationships with individuals within the Fnac Darty Group who are stakeholders or could influence the contract.

Managing Gifts and Invitations

Gifts and invitations can be courtesies that can be acceptable in the context of a business relationship. A gift, advantage, or invitation should never make the recipient indebted, influence decision-making, or impair their independence of judgment. Thus, gifts must be of low value within the following limits:

- ▲ One gift per year from the same Supplier not exceeding €100;
- ▲ One "recreational" invitation per year from the same Supplier;
- ▲ No gifts, advantages, or invitations can be offered during negotiation or tender periods.

The principle of transparency must be applied, and we ask our suppliers to ensure compliance with the above limits by not making proposals that could contravene them.

Combating Money Laundering and Terrorist Financing

Suppliers commit to taking all appropriate preventive measures to avoid their operations being used as a vehicle for money laundering or terrorist financing.

Vigilance Regarding International Sanctions Programs, Embargoes, and Import and Export Controls

Suppliers comply with all trade restrictions and international sanctions, as well as laws and regulations on import and export controls provided by the European Union. They commit not to enter or remain in a business relationship with a person or entity listed on a sanctions list.

Fraud and Deception

Suppliers must not seek to gain any advantage by acting fraudulently, deceiving a person, or making false statements, nor allow anyone to do so. This includes fraud and theft from the company, a customer, or a third party, and any type of misappropriation of property.

Respecting Competition Law

Suppliers commit to taking all appropriate measures to prevent anti-competitive practices and restrictive competition practices such as, but not limited to, any anti-competitive agreement, abuse of dominant position, exchange of sensitive or price information, and any act of unfair competition.

Preventing Market Abuse

The possession by the Supplier of privileged information about the Fnac Darty Group creates a general obligation to refrain from trading in Fnac Darty Group shares until the privileged information is made public or ceases to exist.

The Supplier may not disclose privileged information to a third party outside the normal course of their professional activity.

3. INVOLVING SUPPLIERS IN OUR ENVIRONMENTAL STRATEGY

The Group's commitment to sustainable consumption and informed choices is at the heart of our model. Since the majority of the Group's carbon footprint is linked to the products sold, contributing to the transformation of consumption patterns is an essential lever for effective climate action. To this end, Fnac Darty is committed to promoting a circular economy by extending the lifespan of products, repairing, or reusing them, and providing consumers with useful information for informed and more sustainable choices. Suppliers play a key role in achieving this objective.

Compliance with Environmental Regulations

Suppliers endeavor to measure and control their environmental risks. They ensure compliance with applicable local, national, regional, and international environmental protection regulations in the countries where they operate. They endeavor to implement an environmental management system recognized by national and international authorities. Suppliers must obtain and maintain all required environmental permits, licenses, and chemical registrations. They comply with operational and reporting requirements.

Suppliers commit to implementing the principles of the Global Compact on environmental protection, they:

- ▲ Apply a precautionary approach to environmental challenges;
- ▲ Undertake initiatives to promote greater environmental responsibility;
- ▲ Encourage the development and diffusion of environmentally friendly technologies.

Mitigation and Adaptation to Climate Change within the Value Chain

Fnac Darty aligns with the most ambitious trajectory of the Paris Agreement on climate. The Group is implementing a transition plan across all scopes (energy consumption, transportation, sold products) to reduce its direct and indirect greenhouse gas emissions. Fnac Darty, ISO 50001 certified in 2024, mobilizes its Suppliers and business partners to optimize energy management.

To achieve its trajectory, the Group expects its Suppliers to:

- ▲ Measure their carbon footprint, including direct and indirect greenhouse gas emissions from their activities, and minimize them;
- ▲ Encourage their partners in the supply chains to have established processes and procedures for measuring greenhouse gas emissions, based on the Greenhouse Gas Protocol;
- ▲ Communicate data on the carbon footprint of sold products so that they can be used in reports to the public and the authorities regarding the greenhouse gas reduction targets. This sharing must be done according to an agreed methodology and include verification by a third-party organization.

Promoting a Circular Economy

We expect our Suppliers to promote and improve circularity in their business models, product design, and operations, including by taking measures to ensure traceability and information sharing on the origin and compliance of raw materials.

Pollution and Waste Prevention

Suppliers commit to reducing their emissions and pollutant discharges at the source and implementing responsible waste management. Waste is stored, handled, transported, and disposed of in a manner that protects the health and safety of people and the environment.

Preservation of Natural Resources and Biodiversity

Suppliers must comply with international protocols on biodiversity preservation and ensure that no production site with a detrimental environmental impact is located in a protected natural area included in categories I to IV of the International Union for Conservation of Nature, in wetlands designated by the Ramsar International Convention (<https://www.ramsar.org/>), or in UNESCO World Heritage Natural Sites (<https://whc.unesco.org/en/list/?>). They must minimize the environmental impacts of their production sites and promote efficient use of natural resources (raw materials, energy, water, etc.).

Conflict Minerals

If applicable to their supply chain activities, Suppliers ensure compliance with applicable laws and regulations regarding conflict minerals, including tin, tungsten, tantalum, and gold. They implement due diligence (https://www.oecd.org/en/publications/oecd-due-diligence-guidance-for-responsible-supply-chains-of-minerals-from-conflict-affected-and-high-risk-areas_9789264252479-en.html) and supply chain reporting procedures for minerals that may originate from conflict-affected or high-risk areas, including areas where applicable laws impose reporting requirements and/or restrictions on use, import, or export.

4 AN ALERT SYSTEM FOR CONFIDENT REPORTING

Suppliers who become aware of violations of the Code or applicable laws are requested to report these situations to their usual contacts at the Fnac Darty Group.

Suppliers also have access to the Fnac Darty Group's ethical whistleblowing line on the [fnac-darty.com](https://report.whistleb.com/en/portal/fnacdartygroupe) website or directly at the following address: <https://report.whistleb.com/en/portal/fnacdartygroupe>. They can thus raise alerts with confidence through a platform that offers the possibility to report confidentially and securely.

Reports made through our alert platform target:

- ▲ Behaviors prohibited by international law, European Union law, and local laws and regulations. This may include, but is not limited to, issues related to business ethics, employment law, the environment, and corporate due diligence.
- ▲ Behaviors that do not comply with the Fnac Darty Group's ethics framework (compliance with rules on accepting gifts and invitations, travel policies, conflicts of interest, etc.).

The user guide for the professional alert system is available on the Fnac Darty Group's website, in the CSR Commitments section: <https://www.fnacdarty.com/en/esg-commitments/business-ethics/>.

Suppliers commit to complying with whistleblower protection laws when applicable. In France, companies with more than 50 employees must establish secure reporting channels that ensure the confidentiality and anonymity of the whistleblower's identity.



5. SUPPLIERS' COMMITMENT TO COMPLY WITH THE CODE'S REQUIREMENTS

The Fnac Darty Group reserves the right to monitor compliance with the principles set out in the Code by Suppliers through a questionnaire or an audit conducted by Fnac Darty or an authorized, independent, and duly mandated third party. Any control carried out will be related to the business relationship between the Fnac Darty Group and the Supplier.

When a Supplier has been authorized to subcontract its obligations, the Supplier undertakes to monitor compliance with the principles of this Code by its subcontractor and to fully cooperate in the event of an audit conducted by the Fnac Darty Group.

Suppliers must provide, upon request, any documentation or information attesting compliance with this Code.

Suppliers must commit to resolving identified non-compliances as soon as possible following notification by the Fnac Darty Group.

In the event of non-compliance by a Supplier with any of the Code's obligations, the Fnac Darty Group reserves the right to require the correction of non-compliances and, in the meantime, to suspend orders. In the absence of a modification plan or measures taken by the Supplier to remedy the non-compliance, the Fnac Darty Group may terminate its business relationship with the Supplier, without prejudice to any damages that the Fnac Darty Group may seek.

SUPPLIER CODE OF CONDUCT

The Supplier below certifies that it complies with this Code and its requirements.

Date:

Supplier:

Address:

.....

Name and Position of Representative:

.....

Signature
of Representative:



Company stamp
(if applicable):

FNAC DARTY

S U P P L I E R

C O D E

O F C O N D U C T

NOVEMBER 2024 EDITION