

NINE UNITED

CODE OF CONDUCT

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INTRODUCTION

Nine United's mission within sustainability is to accelerate our customers' transition to sustainable products, and our vision is developing and creating lasting solutions that raise the bar for sustainability across the industries we operate in. As such, we are committed to taking responsibility for our entire supply chain impact, environmentally and socially, which requires close cooperation with our suppliers and high levels of transparency. This Code of Conduct describes the ethics and behavior that Nine United wishes to live up to in our own companies and to promote throughout the supply chain and is directed at any supplier and their subcontractors who manufacture products and provide services for Nine United. In agreeing to do business with Nine United, all suppliers agree to uphold their ethical and environmental responsibilities in compliance with this Code of Conduct.

The Code of Conduct is based on and follows The Universal Declaration of Human Rights, key UN conventions, ILO conventions and recommendations, as well as the UN Global Compact's ten principles of responsible business (see Appendix 1 for the ten principles and a full list of Conventions and Recommendations). All legal requirements and regulations in operating countries must be met. Where cultural differences and varying regulation in different locations exist, the supplier must comply with the requirements listed in this Code of Conduct and follow whichever standard is higher in either this Code of Conduct or local laws and regulations.

Nine United wishes to build lasting relationships with suppliers who prioritize sustainability, and who can contribute to our ambition of raising the bar for sustainability across the industries we operate in. Suppliers should be open and willing to engage with Nine United on projects and initiatives undertaken, including Nine United organized training, disseminating information to subcontractors and workers, sharing relevant data and information upon request, and actively engaging in programs or initiatives offered by Nine United. Suppliers should have a designated contact person within their company who is responsible for communicating this Code of Conduct and all related requirements throughout their supply chain, as well as communicating directly with Nine United.

Nine United ensures compliance with the Code of Conduct through our own auditing process and third-party assessments, such as – but not limited to – BSCI, customer audits, SEDEX and SA8000. All businesses involved at any stage in the production must be open to audits, including third part audits, to evaluate and monitor compliance to the code. Suppliers must make a corrective action plan for their improvement if they cannot be verified to comply with this Code of Conduct in a reliable way (see Appendix 4 for further details on critical non-compliance and corrective action plans).

HUMAN RIGHTS AND LABOUR RIGHTS

Nine United is committed to the protection of human and labour rights throughout our supply chain. In addition to the standards described in our Code of Conduct, our Policy on the Protection of Vulnerable Groups (appendix 2) must be upheld by suppliers and sub-suppliers.

Prevention of forced or involuntary labour

To prevent forced or involuntary labour, suppliers must not use or benefit from any illegal workers, debt bondage or other forms of modern slavery, human trafficking, or prison labour; Nine United supports the UK's Modern Slavery Act. Workers will not be required to leave any form of deposit, or identity papers/passport with their employer, and may terminate a contract after legal notice. Employees shall have permission to leave the workplace under reasonable circumstances. Nine United respects the religious beliefs of all employees and expects that suppliers to do the same.

Working hours and adequate rest

Working hours should be kept within legal limits and should not exceed 48 hours per week on a regular basis. Suppliers must provide sufficient rest days to employees, classified as at least 1 day off in a 7-day period. Overtime shall be voluntary, not exceed 12 hours per week, not be demanded on a regular basis, and must always be compensated at a premium rate corresponding to the local legal rate or 125% the regular rate, whichever is higher.

The right to collective bargaining and freedom of association

The supplier shall recognize and uphold the freedom of association, freedom of opinion and expression, as well as the right to organize and collective bargaining, without interfering with workers' unions or preventing workers from joining these unions. Workers shall not face prejudice due to union membership or active participation in workers' committees, nor due to the exercising of their right to refrain from joining any organization. Where freedom of association and the right to collective bargaining is restricted or prohibited under law, the employer shall facilitate alternative forms of independent and free worker representation and negotiation, in accordance with international labour standards.

Prevention of child labour

Suppliers must not use child labour, including the labour of anyone younger than the age of 15, younger than the local legal minimum employment age for employment, or for

completing compulsory education, whichever is highest. In the event that child labour is found, the supplier must proactively identify measures to ensure the protection of affected children. Please see Appendix 2 for more on protection of young workers.

Adequate compensation

Suppliers are expected to provide fair living wages. Employees are entitled to at least the statutory minimum wage, or the standard benchmark rate in the industry, whichever is higher, and should be enough to meet basic needs. The supplier shall always comply with current laws concerning compensation for work, including overtime payments and payment procedures. Wages will not be withheld for any reason. Deductions from wages as a disciplinary measure, or any other deduction not required by law, must not occur.

Freedom from discrimination and harassment

Employees shall not be subjected to discrimination (including during recruitment, promotion, and access to training, termination, or retirement) regarding race, color, caste, nationality, religion, political affiliation or opinions, gender, age, disabilities, sexual orientation, pregnancy, diseases, marital status, or any other condition that could give rise to discrimination. The supplier shall ensure equal pay regardless of gender and is encouraged to set gender and diversity goals and targets. Suppliers must ensure that workers are not subject to any form of violence or harassment in the workplace, including physical, psychological, sexual, or economic abuse, coercion, or intimidation.

Health and safety

The supplier shall provide a safe, clean, and healthy working environment, including adequate space and services for employees, such as access to toilets and water, as well as sufficient light, ventilation, and temperature control. In factories, management shall facilitate the establishment of workers' health and safety committees.

Health and safety levels should be assessed at least annually, and suppliers must do a thorough risk assessment of all areas of the facility. The supplier must ensure regular maintenance of equipment and facilities, as well as proper chemical management and disposal. Where risks cannot be eliminated, the supplier must provide sufficient and well-maintained personal protective equipment, ensure that all risks are clearly signed, and maintain emergency preparedness plans and procedures that are understandable to employees. A Material Safety Data Sheet (MSDS) listing all chemicals should be available on site. Response procedures covering fires, natural disasters, security, and health-related events should be written and communicated to employees, and all employees should undergo relevant training to prevent and mitigate accidents. A sufficient number of

employees must be trained in first aid, and adequately stocked first aid kits should be available for all employees.

If suppliers have dormitory buildings, these should be separate from the factory building and have sufficient living and storage space for workers, with all necessary services provided. Dormitories, kitchens, and dining areas must have all necessary health and safety as well as fire safety precautions.

CLIMATE AND ENVIRONMENT

Nine United is committed to minimizing environmental impact and further circular practices in production processes. In addition to following all national and regional environmental laws, suppliers must set up an environmental management plan to minimize the effect of business activities on the environment. See Appendix 3: Environmental policy for more details on Nine United's expectations for suppliers within this area.

Energy efficiency, air emissions and climate change (GHG emissions)

Suppliers should work to reduce energy consumption and use renewable energy wherever possible to reduce reliance on fossil fuels in buildings, manufacturing, and transportation (see Appendix 5: Guidance on the transition to renewable energy sources). Gaseous effluents as well as non-toxic particles and air pollutants such as PM2.5, PM10, SO_x, and NO_x, emitted during production must be controlled, monitored, recorded, and treated as required by law. Nine United encourages its suppliers to monitor, record and transparently share GHG emissions with Nine United, as well as actively seek to reduce emissions.

Chemical restrictions

Suppliers must follow and comply with Nine United's Chemical Restrictions in accordance with Nine United's Environmental Policy (Appendix 3). All chemicals and hazardous materials must be safely handled, transported, and disposed of according to law with detailed records kept. A MSDS in the local language must be available where such chemicals are used.

Water and wastewater management

Suppliers should use water responsibly, and work to minimize their water footprint. This includes reducing water use and implementing water recycling as much as possible, especially in water-stressed locations. The treatment and disposal of wastewater shall comply with the local law or the benchmark guideline in the industry, whichever is higher.

Raw materials sourcing, cleaner production and minimizing waste

Suppliers shall source materials responsibly (see Appendix 3: Environmental policy for certification requirements), be able to document veracity of recycled materials, and work to improve resource efficiency e.g. by implementing cleaner production techniques and reduce waste during production processes. Suppliers should keep detailed records of resource consumption as well as waste production and emissions and share these with Nine United upon request.

GOVERNANCE AND TRANSPARENCY

Integrity and anti-corruption

Suppliers should display the highest level of ethical integrity when dealing with workers, suppliers and Nine United employees. Suppliers should comply with privacy and information security laws and regulatory requirements when collecting, using, and processing personal information. Suppliers must adhere to all applicable anti-corruption laws and anti-bribery laws, rules, and regulations and work against corruption in all its forms, including extortion and bribery.

Protection of whistleblowers

Suppliers should provide an anonymous method for workers to report workplace grievances or adverse impacts on individuals and communities and ensure that policies are in place to protect workers when complaints and grievances are reported in good faith.

Animal welfare

Animals must not be harmed for the manufacturing of Nine United products. Nine United requires that materials derived from animals used in our products are from animals that are treated according to animal welfare laws and international recommendations.

Transparency and sourcing of materials

Suppliers must declare all subcontractors with Nine United upon request. Suppliers must be fully aware of all sites and companies involved in their production network and should be able to provide Nine United with a detailed and comprehensive map of their supply chain on request. Suppliers should set up their own internal policies with regards to ethical production and environmental responsibility.

Nine United requires that suppliers source raw materials responsibly. Raw material production must not have a negative impact on human rights. If it is decided that certain

companies, regions, or countries are not to be worked with based on ethical or environmental concerns, suppliers must respect these sourcing decisions.

Management systems

Suppliers should develop and maintain appropriate management systems to ensure that they are continuously improving and working in compliance with this code. Nine United encourage suppliers to use the ISO 45001 Occupational Health and Safety management system, the ISO 37001 Anti-Bribery management system, the ISO 9001 Quality management system, the ISO14001 Environmental management systems, and the ISO 50001 Energy Management System, as well as the SA8000 certification standard. Suppliers should perform their own risk assessment of all facilities to identify areas in need of improvement and perform periodic self-evaluation checks on own and subcontractors' facilities to ensure they are working within this code.

APPENDIX 1: LIST OF CONVENTIONS AND RECOMMENDATIONS COVERED BY THIS CODE OF CONDUCT

Prevention of forced or involuntary labour

C29 Forced Labour Convention, 1930; <http://www.oit.org/ilolex/cgi-lex/convde.pl?C029>

C105 Abolition of Forced Labour Convention, 1957; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C105>

Working hours and adequate rest

C1 Hours of Work (Industry) Convention, 1919; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C001>

C14 Weekly Rest (Industry) Convention, 1921; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C014>

R116 Reduction of Hours of Work Recommendation, 1962; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?R116>

The right to collective bargaining and freedom of association

C87 Freedom of Association and Protection of the Right to Organise Convention, 1948; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C087>

C98 Right to Organise and Collective Bargaining Convention, 1949; <http://www.oit.org/ilolex/cgi-lex/convde.pl?C098>

C135 Workers' Representatives Convention, 1971; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C135>

C154 Collective Bargaining Convention, 1981; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C154>

Prevention of child labour and protection of young workers

C138 Minimum Age Convention, 1973; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C138>

C182 Worst Forms of Child Labour Convention, 1999; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C182>

R79 Medical Examination of Young Persons Recommendation, 1946; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?R079>

R146 Minimum Age Recommendation, 1973; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?R146>
UN Convention on the Rights of the Child, 1990; <http://www2.ohchr.org/english/law/crc.htm>

Adequate compensation

C100 Equal Remuneration Convention, 1951; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C100>

C131 Minimum Wage Fixing Convention, 1970; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C131>

Freedom from discrimination and harassment

C111 Discrimination (Employment and Occupation) Convention, 1958; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C111>

C183 Maternity Protection Convention, 2000; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C183>

UN Convention on the Elimination of All Forms of Discrimination against Women; <http://www.hrweb.org/legal/cdw.html>

Regular employment and protection of vulnerable groups

C143 Migrant Workers (Supplementary Provisions) Convention, 1975; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C143>

R184 Home Work Recommendation, 1996; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?R184>

Health and safety

C155 Occupational Safety and Health Convention, 1981; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?C155>

R164 Occupational Safety and Health Recommendation, 1981; <http://www.ilo.org/ilolex/cgi-lex/convde.pl?R164>

Corruption

United Nations Convention against Corruption; http://www.unodc.org/pdf/crime/convention_corruption/signing/Convention-e.pdf

Environment

The Rio declaration on Environment and Development:

<http://www.unep.org/Documents.Multilingual/Default.asp?documentid=78&articleid=1163>

Sustainable Water Group, Water Quality Guidelines – 2010:

http://www.bsr.org/reports/awqwg/BSR_AWQWG_Guidelines-Testing-Standards.pdf

International Guidelines

OECD Guidelines for Multinational Enterprises: <http://mneguidelines.oecd.org/guidelines/>

United Nations Guidelines on Business and Human Rights:

https://www.ohchr.org/Documents/Publications/GuidingPrinciplesBusinessHR_EN.pdf

UN Global Compact

The UN Global Compact ten principles (see below):

<https://www.unglobalcompact.org/what-is-gc/mission/principles>:

- 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.

- Labour
 - 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 labour;
 - Principle 5: the effective abolition of child labour; 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.

APPENDIX 2: PROTECTION OF VULNERABLE GROUPS

Subcontractors and homeworkers

The supplier should ensure that any third-party agent providing employees is complying with this Code of Conduct and all relevant laws. Suppliers must declare the use of any small workshop subcontractors, temporary workers, or homeworkers to Nine United, and these groups must be employed within the law and in a responsible way. Suppliers engaging homeworkers must ensure decent working conditions, human rights, and labour rights of homeworkers in accordance with this Code of Conduct. Suppliers must work closely with Nine United to ensure transparency, including by ensuring that homeworker locations and the exact production tasks and amount of work being clearly mapped, defined, and declared.

Protection of migrant workers

Suppliers and their recruiters should follow international principles of fair recruitment, including the Employer Pays Principle, for all workers and especially vulnerable groups such as migrant workers. Work must be performed based on a clearly documented and recognized employment relationship in compliance with national regulation and international labour standards. Workers, including subcontractors, temporary workers, and homeworkers, must be made aware of their employment conditions, rights, and responsibilities in relevant local languages, e.g., if migrant workers are employed. Suppliers must ensure that migrant and local workers receive the same remuneration for equal jobs and qualifications.

Protection of young workers

Young workers below age 18 can only undertake light physical work, and all laws concerning the treatment of young workers must be followed. The working hours of younger workers attending school or training programs must not prejudice their attendance in said school or training programs.

Prevention of precarious employment

Suppliers must commit to preventing precarious employment and ensuring that recruitment processes and employment does not cause economic or social insecurity for workers. Suppliers must not make use of special employment arrangements that enables avoidance of obligations under labour or social security laws, such as apprenticeship or training schemes where there is no intent to impact skills or provide regular employment.

APPENDIX 3: ENVIRONMENTAL POLICY

Nine United is committed to minimizing the environmental impact of our products, and a large share of this impact originates in the supply chain. As such we expect our suppliers to go beyond compliance and work in partnership with Nine United to continuously improve energy efficiency, reduce waste and pollution, and improve our ability to track and reduce environmental impact.

GHG emissions

Nine United will work with suppliers to gather data on and lower GHG emissions throughout the supply chain. As our efforts to map the GHG emissions throughout our supply chain will intensify in the coming years, suppliers are highly encouraged to improve their own understanding of their own GHG emissions.

Certifications

Nine United has committed to using FSC certified wood and paper in our own products and encourage the use of recycled plastics wherever possible. Raw material providers of recycled plastics must hold the GRS certification, and any claim to using recycled materials in must be clearly documented and shared with Nine United upon request.

Cleaner production and minimizing waste

Suppliers shall implement and seek to continuously improve re-use/recycling of waste from, including from packaging, and suppliers are encouraged to set targets for waste reductions.

Restricted Chemicals

Suppliers must adhere to all applicable laws and regulations regarding prohibited or restricted substances. All suppliers must comply with the European chemical legislation REACH, and garment suppliers should ensure compliance with the most updated MRSL (Manufacturing Restricted Substance List) from ZDHC group aimed at safer chemistry use during manufacturing in the garment industry. Furthermore, compliance with company specific chemical restrictions must also be shown. Nine United is continuously reviewing the chemical use in our products and ask suppliers to follow our updated requirements.

Screening of suppliers (China-specific)

Nine United is gradually implementing use of the IPE website (<http://www.ipe.org.cn/index.html>) as a screening tool, currently most relevant for Chinese suppliers, to identify previous pollution violations to avoid working with factories that have

had serious violations. Meanwhile, Nine United encourages suppliers with high environmental impacts to make a public disclosure of emissions through the Pollutant Release and Transfer Register (PRTR) on the IPE website.

APPENDIX 4: NON-CONFORMANCE

If critical failures are identified in the assessment of suppliers, such critical non-conformance must be corrected within 2 months. Other major non-conformance must be corrected within 6 months. Nine United will terminate the business or may cancel orders with the supplier without any notice, if the supplier is found to not have taken any improvement action based on the corrective action plan. In defining major and minor non-conformance, Nine United follows the definitions set by Social Accountability International: <https://sa-intl.org/resources/corrective-action-requests-cars/>

Nine United has a zero-tolerance policy towards critical non-conformance, covering at a minimum the list below, regardless of any third-party assessments. The list of critical non-conformance issues in no way replaces the rest of this Code of Conduct, which suppliers must work in accordance with, in its entirety.

Child Labour

- No workers younger than 15 years old (or the legal minimum age defined by the country, whichever is higher)
- No workers younger than 18 years old who are engaged in hazardous work

Forced labour and inhumane treatment

- No forced labour / no prison labour
- No mental / physical punishment

Discrimination

- No disparate treatment between union/non-union workers
- No discrimination in employment, promotion, compensation, welfare, dismissal, and retirement

Wages and Compensation

- All workers' (including temporary workers/trainees / apprentices / workers in probation period) wages meet local legal minimum wages or wage defined by collective bargaining agreement requirements (whichever is highest)
- The payment frequency cannot be more than one month
- All workers must be provided with accident insurance per local legal requirements including temporary workers/trainees / apprentices / workers in probation period

Environment

- The manufacturer must comply with local, regional, and international environmental regulation that applies to their industry
- The supplier must adhere to applicable animal welfare laws in the production of products

Transparency

- All factory premises and relevant documents must be fully accessible. No false documentation is tolerated
- Factories must have an effective time recording system to record working hours accurately

Management System

- Top management of supplier is open to the assessment and willing to accept the proposed improvements from Nine United

APPENDIX 5: GUIDANCE ON THE TRANSITION TO RENEWABLE ENERGY

SOURCES

Nine United has a set a goal for the majority of our purchased products to be produced using renewable energy sources. In pursuing this goal, we will move towards prioritizing suppliers that use renewables and can provide documentation hereof.

In the transition towards renewable energy sources, we ask our suppliers to start taking the following steps. We disclose these steps in an effort of transparency towards our suppliers, as we ourselves refine our approach to using renewables throughout our operations:

1. Please document your total energy usage and the share of energy from the respective renewable sources you have, and share this data with Nine United upon request.
2. If not already in place, choose means of purchasing renewable energy. Nine United prefers energy sources that ensures additionality of renewable electricity to the grid and will in time require these options for compliance with our definitions of renewable sources and your ability to assist in reaching our targets. There are two primary methods for achieving this end, and we ask for documentation for either method:
 - a. Direct investment and ownership over renewable energy generating assets, either on-site through e.g., solar panels on a factory rooftop or off-site through equity share in a new renewable energy project
 - b. Corporate Power Purchase Agreements (CPPA), which is a long-term supply contract of renewable power, usually under a fixed price structure. The CPPA ensures traceability of the energy from a specific wind or solar farm and as such ensures additionality of renewable electricity
3. Green certificates via Guarantees of Origin (GO) or Renewable Energy Certificates (REC) are only considered a second-best solution. However, while the supplier pursues either direct investment or ownership over renewable energy assets or Corporate Power Purchase Agreements, or until such solutions become available to the supplier, Nine United encourages suppliers to use green certificates.

If this solution is adopted, we ask for copies of GOs or RECs. Higher quality renewable electricity certificates are characterized by: Traceability to specific asset, specified renewables technology (wind/solar), renewable asset near site of

consumption, asset is subsidy free, certificates sourced with shorter vintage than yearly periods.

4. Please document other initiatives related to increased energy efficiency and/or electrification of your operations, and share these with Nine United upon request.

