

| Supplier Code of Conduct





John Morgan,
Chief Executive

Introduction

Our suppliers make a valued contribution, helping us exceed the expectations of our stakeholders. As a Group, we are committed to the highest standards of honesty and integrity in our work and we expect our suppliers to maintain the same ethical standards in their business dealings with, or on behalf of, the entire Morgan Sindall Group.

This Supplier Code of Conduct provides a framework for Morgan Sindall Group and our suppliers to foster a mutually beneficial partnership built on trust, respect, and shared values. Our Supplier Code of Conduct is, therefore, aligned with our Group Code of Conduct which sets out the obligations and responsibilities of Group employees to uphold our Core Values and to uphold the law.

We ask that our suppliers and their employees use the guidance in this Code to meet the standards of ethical business conduct expected by all of our stakeholders.

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About us

Morgan Sindall Group is a diverse group of businesses with a common purpose and shared values.

Construction
& Infrastructure

**MORGAN
SINDALL**
CONSTRUCTION

**MORGAN
SINDALL**
INFRASTRUCTURE

BakerHicks.

Partnership
Housing

LOVELL

Fit Out

 **overbury**

Morgan Lovell

Property Services

**MORGAN
SINDALL**
PROPERTY SERVICES

Urban Regeneration

MUSE

A message from our procurement leaders

No matter which division you engage with, we are committed to sustainable and responsible sourcing. We recognise the impact our procurement activities have on our stakeholders including clients, employees, suppliers, communities and the environment.

We are dedicated to working with suppliers who share our commitment to integrity, transparency, and the highest ethical standards.



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Who is the Code for?

For the purposes of this Supplier Code of Conduct, a supplier is any individual or entity that provides works, equipment, goods, services or raw materials to Morgan Sindall Group or any of our divisions.

We expect our suppliers to convey the requirements of this Code to their employees and their supply chain who supply goods, services or raw materials to any part of the Morgan Sindall Group.

We will monitor compliance with this Code.

Raising Concerns

This Code sets out the standards of business conduct that we expect from our suppliers. If you see anything that you believe does not uphold these standards in relation to business dealings with, or on behalf of, Morgan Sindall Group then please tell us. We will listen, we will take your concern seriously, we will investigate it thoroughly and we will maintain confidentiality to the extent possible.

Speaking up about wrongdoing at work can be hard but it is always the right thing to do. We will not tolerate any retribution or retaliation taken against any individual who has raised a concern in good faith.

You can raise a concern with the relevant Morgan Sindall Group manager or by making a call to Raising Concerns – the Group’s whistleblowing hotline. All calls are taken by Safecall, an independent organisation with specially trained and impartial staff. The service is available 24 hours a day and 7 days a week. Safecall can be contacted on 0800 915 1571 or online at www.safecall.co.uk/report.

Our Core Values and Total Commitments

Morgan Sindall Group's Core Values are long held and at the root of our culture and purpose while our Total Commitments give us a shared framework, linked to the UN Sustainable Development Goals, for monitoring and measuring our performance as a responsible business, so that we can make sure we keep improving.

The Supplier Code of Conduct gives practical guidance to help our suppliers align with our Core Values and achieve our Total Commitments.

Our Core Values and the Supplier Code of Conduct

Our decentralised philosophy is a key strength. However, this Code sets out universal ethical principles that apply across the Group without exception. No matter which part of the Group you deal with this Code should guide your behaviour.



Our Core Values

The customer comes first

We see all of our stakeholders as customers. The Code provides guidance on how we work with our suppliers as well as how our suppliers can support us in delivering our projects, Core Values and Total Commitments.

Talented people are key to our success

Recruiting, developing and retaining those who can contribute most is key to our success. The Code provides guidance on how we maintain a respectful and inclusive working environment.

Consistent achievement requires challenging the status quo

We aim to do things in the right way every time. If you see anything that you think does not uphold our values, we would like to know. The Code has details of how to speak up

We act responsibly to do the right thing

We behave ethically and make decisions that consider all our stakeholders. The Code provides guidance on protecting the environment and supporting communities as well as competing fairly, maintaining financial integrity, rejecting bribery and corruption and avoiding conflicts of interest.



Our Total Commitments

Protecting People

We believe in caring for everyone connected with our business. The Code provides guidance on maintaining a healthy and safe workplace, respecting others and caring for the environment.

Developing people

We believe in creating an environment where everyone is empowered to learn, develop, and progress their career. The Code provides guidance on promoting a diverse and inclusive workplace.

Improving the environment

We are committed to minimising the impact of our business operations on the natural environment. The Code gives practical guidance on minimising the impact of your business operations on the environment and protecting the communities in which you operate.

Working together with our supply chain

We believe in positive collaboration with our supply chain partners. The Code has been developed to provide all of our suppliers with clear and unequivocal guidance on the standards of business conduct we expect.

Enhancing communities

We believe in creating long-term social and economic opportunities for everyone. The Code offers guidance on protecting the health, safety and environment of the communities in which we operate and on doing business with integrity.

We respect others

Why?

Our number one priority is to protect the health, safety and wellbeing of everyone connected to Morgan Sindall Group's business. Everyone has the right to a safe, respectful and inclusive workplace. We seek to uphold internationally recognised human rights and support fair labour practices. We are committed to equality of opportunity and to creating a diverse and inclusive workplace where talent can flourish.

Respecting others helps to meet our Total Commitments and live our Core Values:



What does this mean for our suppliers?

You maintain a healthy and safe workplace

How?

- You have written Health and Safety policies and procedures.
- Your employees always follow safety procedures to keep themselves, our customers and their colleagues safe.
- They are properly trained and provided with the correct equipment for the job.
- They know what to do in an emergency.
- No one works while under the influence of drugs or alcohol.
- You always report any concerns, issues or incidents to Morgan Sindall Group immediately.
- You do not undertake unnecessary business travel.
- You take care of the wellbeing of your employees.

You respect human rights and provide fair working conditions

How?

- You do not engage in any form of human trafficking, forced or child labour.
- You provide fair wages and reasonable working hours.
- You do not restrict the freedom and autonomy of your employees by, for example, withholding documents, withholding wages or restricting their freedom of movement.
- You do not pass any recruitment fees on to the employee.
- You pay your workers and supply chain on time.
- You take action to identify and prevent modern slavery in your operations and supply chain.
- You ensure all workers have the right to work in the UK.

You promote a diverse and inclusive workplace

How?

- You treat employees and our customers with dignity and respect.
- You do not tolerate bullying or harassment.
- You make fair and objective employment decisions and do not discriminate on the basis of sex, pregnancy or maternity, gender reassignment, sexual orientation, religion or belief, marriage and civil partnership, age, race or disability.

Further help and guidance



The UN Sustainable Development Goals 3 (good health and wellbeing), 5 (gender equality), 8 (decent work and economic growth) <https://www.un.org/sustainabledevelopment/sustainable-development-goals/>



The International Labour Organisation Standards <https://www.ilo.org/global/standards/introduction-to-international-labour-standards/lang-en/index.htm>

We care for the environment

Why?

Climate change has the potential to impair productivity, affect the supply and cost of materials and disrupt our projects and supply networks. Our stakeholders demand that we are socially responsible and that we add value to the communities in which we work by fighting climate change and reducing waste.

Protecting the environment and our neighbours helps to meet our Total Commitments and live our Core Values:



What does this mean for our suppliers?

You minimise the environmental impact of your business operations

- You comply with all laws and regulations aimed at protecting the environment.
- You conserve energy and water at work.
- You reduce and recycle waste.
- You reuse materials where possible.
- You actively support our journey to Net Zero and take action to measure and reduce the carbon footprint of your business.
- You comply with our individual site waste management plans.

You protect your neighbours and our customers

- You manage all waste & hazardous materials appropriately.
- You protect the communities and homes within which you operate from any hazards inherent in your business processes.
- You reduce nuisance and disturbance associated with your activities.
- You do not negatively impact communities through the pollution of air, water or soil.
- You do not engage in unlawful eviction or the unlawful development or use of land, forests and water.

MS Timber Procurement Policy
<https://www.morgansindall.com/investors/governance>

Further help and guidance



The UN Sustainable Development Goals 3 (good health and wellbeing), 6 (clean water and sanitation), 7 (affordable and clean energy), 11 (sustainable cities and communities), 12 (responsible consumption and production), 13 (climate action), 15 (life on land) <https://www.un.org/sustainabledevelopment/sustainable-development-goals/>



The Supply Chain Sustainability School is a free learning environment for those working within the built environment sector. It offers free training and resources. <https://www.supplychainschool.co.uk/>

We protect the assets of Morgan Sindall Group

Why?

Morgan Sindall's assets such as machinery, equipment and raw materials represent a significant investment for the Group. Other intangible assets, such as our reputation, confidential information and the personal data with which we are entrusted, are valuable and help us to maintain our strategic advantage in a highly competitive environment. The damage, theft, loss or unauthorised use of the Group's assets could damage the reputation of our business and undermine the trust of our employees, customers, business partners and shareholders.

Protecting the Group's assets helps to meet our Total Commitments and live our Core Values:



What does this mean for our suppliers?

You respect the physical assets of Morgan Sindall Group

- You ensure the proper use, maintenance and storage of Morgan Sindall Group assets.
- You actively promote the minimisation of waste on our sites.
- You do not loan or sub-lease Morgan Sindall Group assets to third parties without explicit permission from the Group.
- You do not tolerate theft or misuse of Morgan Sindall Group's assets.
- You do not take photographs or videos (including drone footage) of our sites.

You handle confidential information with care

- You use any Morgan Sindall Group confidential information to which you have access in order to fulfil the terms of your agreement with the Group only.
- You have in place appropriate, up to date, security measures within your organisation to prevent the Group's confidential information from being disclosed to anyone who does not need and have the right to that information.
- You do not use Morgan Sindall Group confidential information for personal gain, competitive purposes, or sharing with third parties without prior written consent.
- You notify the Group immediately in the event of any actual or suspected breach of confidentiality.

You protect personal data

- You comply with all relevant laws and regulations relating to the use of personal data.
- You use personal data only when lawful and necessary to fulfil legitimate business purposes.
- You enter into appropriate data processing agreements with sub-contractors.
- You immediately notify Morgan Sindall Group of any data subject access requests or actual or potential data breaches that relate to personal data that you process on behalf of the Group.

Further help and guidance



Guidance and resources from the UK's Information Commissioner's Office on the principles and requirements of the GDPR <https://ico.org.uk/for-organisations/uk-gdpr-guidance-and-resources/>



The UK Government's National Cyber Security Centre provides guidance and advice for businesses on cybersecurity <https://www.ncsc.gov.uk/>

We do business with integrity

Why?

We believe that conducting business in an open, ethical and lawful way is the most sustainable approach to long term success for our business and all of its stakeholders. We believe that everyone connected with Morgan Sindall Group has an obligation to uphold our Core Values and uphold the law.

Doing business with integrity helps to meet our Total Commitments and live our core values:



What does this mean for our suppliers?

You reject bribery and corruption and fraud

- You have zero tolerance of bribery and corruption and fraud.
- You do not offer or accept any financial or other advantage with the intention of inducing improper conduct.
- You ensure that any gifts or hospitality, whether given or received, could not be regarded as unacceptable or inappropriate.
- You do not make facilitation payments, however small, to speed up services to which you are lawfully entitled.
- You let us know if you suspect fraud or other criminal behaviour.

You compete fairly

- You do not engage in any business conduct that restrains competition including: fixing prices or other trading conditions; making agreements to limit or control production, markets, technical development or investment; dividing or sharing markets or engaging in bid rigging.
- You do not discuss confidential commercial information with Morgan Sindall Group's competitors or customers.
- You exercise care in situations such as trade association meetings.
- You do not engage in any activities involving people or countries subject to UN, US, EU or UK sanctions.

You avoid conflicts of interest

- You avoid any conflict between personal interests and those of Morgan Sindall Group.
- You do not offer or accept gifts or hospitality that could (or could be perceived to) improperly influence a business decision.
- You do not sell or buy stocks and shares on the basis of material non-public information.
- You render accurate invoices and comply with any relevant invoicing protocols.