



# Code of Business Ethics



# Editorial

## Let's Grow Tomorrow Together

This is our promise and our ambition. The reason why at SBM we invest in contributing to this dynamic in a sustainable way, aspiring **to reconnect people with nature**, to give gardens and plants an even larger place in our lives, and to make our living spaces synonymous with well-being. In a rapidly changing world, the expectations of our stakeholders are also evolving: **environmental protection, responsible and reasoned consumption, traceability, a quest for meaning, and respect for health**.


Thanks to our entrepreneurial spirit, as a family-owned and French company, we are passionate about growing our future. Alongside our teams and partners, we believe in the power of **collective intelligence**. This is how we find and offer the best solutions, products and services together, neither pitting nature against science nor performance against responsibility, but rather by reconciling and bringing them together.

Passion, authenticity, responsibility and boldness: these are the guiding values that drive our initiatives and commitments.

Whilst the attainment of our goals symbolizes the success of our work and the satisfaction of our stakeholders, the manner in which we attain these goals is intrinsic.

At SBM, our actions mean that we are engaged, and as such we respect the ethical standards and legislation of each country where we market our products and services.

As a responsible company, this code of business ethics (hereinafter, the "Code") sets out, for all our stakeholders and collaborators, our commitments and the rules we comply with as well as the rules we ask our partners to respect, for the preservation of our values and the very basis of our *raison d'être*.



Jean-Paul & Alexandre SIMMLER

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# Preamble

SBM is a French family-owned industrial Group, created in 1994 and present in more than 31 countries throughout Europe and North America. SBM designs, registers, produces and markets products for the care and protection of crops, gardens and the home. Recognized for its expertise in both the agricultural and consumer markets, SBM controls its entire value chain, from innovation to the delivery of finished products.

SBM is positioned in 3 areas of activity:

- › Protection of agricultural crops
- › Home and Garden, which is now the main activity of SBM Group
- › Aromatherapy.

## Scope of Application

This Code is intended to engage all SBM subsidiaries, as well as SBM's suppliers, distributors, service providers and partners, hereinafter collectively referred to as "Partners", to promote and develop fair, just and ethical relationships.

On a daily basis, SBM ensures that ethical, social, societal and ecological principles that drive today's global community through the sustainable management of its activities and its relations with its Partners, collaborators, representatives and competitors,

This Code defines the SBM Group's personal and shared responsibilities to create and maintain an ethical and sustainable environment, in compliance with applicable laws and regulations. We also respect local cultures and customs in each of the territories in which SBM markets its products.

Acceptance and observance of this Code by our Partners is essential. Any contractual or business relationship with SBM is subject to acceptance of this Code.



# 1 | Social



## **1.1 Compliance with all labor law regulations**

SBM is committed to complying with all applicable local, national and international labor law regulations in the countries in which it operates, as well as with all standards set by the International Labor Organization (ILO) and the United Nations Guiding Principles on Business and Human Rights.

SBM strives to share these principles with all its Partners and requires all its Partners to comply with these principles and with all the laws and regulations applicable to them, including but not limited to laws on wages and working hours.

## **1.2 Respect for human rights and dignity**

SBM is particularly committed to protecting and promoting human rights among all its collaborators.

SBM is committed to treating its employees fairly, ethically and with dignity, regardless of their employment, and will diligently ensure that the practices of all its Partners are also consistent with respect for human rights.

## **1.3 Fight against discrimination and harassment**

SBM is committed to promoting diversity, inclusion and equal opportunities regarding access to promotion, training and employment.

Our Partners must not engage in any form of discrimination and must provide equal access to employment and wages.

All forms of harassment are strictly prohibited, and any inappropriate or deviant behavior must be reported and dealt with, promptly, in compliance with applicable national, regional, or local laws.

SBM expects and requires its Partners to comply with these provisions.

## **1.4 Child labor**

The employment of children under 15 years of age, or those who have not attained the age of completion of compulsory schooling or who have not attained the minimum legal age for employment, whichever is more restrictive, is strictly prohibited.

Our Partners undertake to neither directly, nor indirectly, employ children under the age of 15 and to use all means necessary to ensure that their own partners respect this commitment.

## **1.5 Fight against forced and concealed labor**

Slavery, servitude, involuntary prison labor or any other form of forced labor are strictly prohibited by SBM and its Partners, as well as the practice of unjustified withholding of documents such as: passports, personal property, salaries, training certificates, work documents, or any other documents, without legal justification, such as seizures based on current tax regulations, court orders, statutory requirements or any other legal authority.

All work must be freely undertaken. Each collaborator remains free at all times to leave his or her place of work after having completed his or her normal working hours or to terminate his or her employment contract, subject to compliance with legal or reasonable notice, depending on the



country of employment and its respective national, regional or local laws.

SBM and its Partners must ensure that their respective partners respect and comply with these same principles. Any practice that facilitates or contributes to forced or concealed labor is strictly prohibited.

## **1.6 Freedom of association and trade unions**

SBM promotes open and constructive dialogue with its collaborators and employee representatives and respects their right to form, join or refuse to join an association as well as the right to collective bargain, in accordance with applicable local legislation. Disadvantage, retaliation or discrimination against a collaborator in this respect is strictly forbidden by SBM.

SBM holds its Partners to the same high standards towards their own employees.

In the event that local law prohibits or restricts freedom of association or collective bargaining for employees, SBM and its Partners shall refrain from opposing any other form of free and independent representation or negotiation, in accordance with ILO conventions, and shall encourage the development of alternative means.

# 2 | Humain Health and Safety





## **2.1 Health and safety**

SBM makes every effort to ensure the safety of its collaborators, visitors and Partners within its facilities. In this respect, SBM strictly complies with applicable regulations and standards. Control and audit procedures are regularly implemented.

Collaborators' safety is a priority. SBM ensures that its employees are protected in their workplace from chemical, biological and physical hazards as well as from any risks related to the infrastructure used. To this end, SBM carries out risk assessments at the workplace and provides appropriate controls, safe working procedures, preventive maintenance and technical protection measures to reduce health and safety risks in the workplace.

In addition, in our industrial sites, safety instructions concerning hazardous workplaces or materials are regularly explained and communicated to employees, and they are provided with appropriate equipment for their workstations to prevent risks and ensure their protection.

SBM's collaborators are regularly trained accordingly to ensure their safety. These safety measures also apply to any external party working on our sites, particularly during the installation and maintenance phases of equipment on our industrial and logistics sites.

SBM requires the same or equivalent measures from its Partners. Partners must treat employees with respect and dignity; they must not subject employees to dangerous working conditions and must provide them with a safe, healthy and hygienic working environment.

## **2.2 Emergency measures**

SBM and its Partners will identify and assess hazardous situations that may arise in the workplace and limit their impact by implementing appropriate emergency plans and procedures.

## **2.3 Security of production cycles**

SBM and its Partners implement safety programs during their production cycles to meet current standards.

For hazardous facilities or workplaces, Partners must regularly conduct specific risk analyses and implement precautionary measures to avoid human or technological accidents.

# 3 | Product Quality and Safety





### 3.1 Product analysis: Safety data sheets (SDS)

The Partners undertake to provide SBM with SDS (Safety Data Sheets) for all substances and mixtures in accordance with the regulations in force in the countries of marketing, in English and in the language(s) of the countries concerned.

These SDS are in accordance with the regulations in force.

### 3.2 Regulatory compliance of products and packaging (safety, product stability, composition, inertia)

All SBM products (packaging and products) must comply with the regulations in force in the country where they are marketed.

In addition, for the design of packaging, SBM ensures that it complies with the transport of dangerous goods (e.g. UN certificate) and the protection of children and vulnerable persons (e.g. CRC / ITD).

A dedicated regulatory department and expertise shared with business partners allow SBM to ensure that the composition, packaging and raw materials comply with applicable regulations and meet our strict quality requirements.

All approvals, licenses or registrations for SBM's products must be obtained, maintained and updated by SBM or its Partners. SBM or its Partners shall comply with the mandatory declarations applicable to the manufacture and sale of the products.

SBM and its Partners further commit to:

- › Guarantee a high level of knowledge and mastery of applicable product and packaging regulations and their changes (dedicated resources, regulatory watch, etc.).
- › Regularly evaluate the risks of products and packaging, according to scientific and technological developments, and to implement the means of control.
- › Ensure that beyond the respect of the regulatory framework, extreme vigilance is adopted in the transport of SBM products to the final customers and other stakeholders.

### 3.3 Quality guidelines - quality requirements and traceability

In view of its regulated business sector, SBM establishes very strict specifications regarding the quality of raw materials, packaging, components and finished products, which must be respected by our Partners.

SBM has developed quality guidelines, which are an integral part of the commercial relationship with its Partners.

In general, for products, components, packaging and raw materials supplied to SBM, SBM expects its Partners to comply with the following rules:

- › Collect, verify, control and keep, for 5 years from the date of receipt of the products, the certificates of analysis;
- › Verify and ensure compliance (i.e. verify documentation, labeling, tracking and storage);
- › Implement proper storage and handling procedures;
- › Ensure complete traceability (i.e. compliant labeling, batch number, creation of a file);
- › Ensure compliance with the rules by its own subcontractors and partners.

# 4 | Environment





SBM calls for an ambitious and structured CSR approach for SBM and its Partners, which will limit environmental impacts and enable them to contribute to the environmental challenges of today and tomorrow.

As part of its CSR policy, SBM is committed to:

- › Comply with environmental legislation applicable to its activities in the countries of marketing. Supporting documentation shall be provided in English and in the language(s) of the country concerned.
- › Be aware of the environmental aspects and impacts caused by its activities.
- › Plan and implement the necessary and sufficient actions of control, measurement, piloting in order to master them and bring them in line with impact reduction (in particular Greenhouse gas assessment and GHG emission reduction trajectory, environmental and energy audit, product life cycle analysis, ...).
- › Implement systems to ensure proper handling, movement, storage, reduction, recycling, reuse and management of waste and wastewater discharges.
- › Implement progress plans to limit the use of resources (energy, water, raw materials, etc.), in particular:
  - Limiting the consumption of non-renewable natural resources
  - Giving preference to raw materials from recycled sources.
- › Adopt practices and actions that comply with the recommendations for responsible digital activities (e.g.: purchasing policy for computer equipment (extension of the period of use, reconditioning), second life and recycling, reduction of the volume of data stored or exchanged unnecessarily, eco-design of digital services/applications, ...)
- › Respect a responsible digital management, by adopting IT eco-gestures to reduce the carbon impact linked to digital technology by better controlling data storage through the implementation of awareness-raising measures among collaborators. Doing everything possible to ensure that old equipment is recycled via various organizations or donated to associations or institutions.
- › Implement awareness-raising actions for SBM employees on the subjects of environmental impacts and positive contributions.

SBM requires its Partners to make an ethical commitment to the environment and to implement concrete measures to achieve an environmentally friendly CSR policy.

The involvement of SBM's Partners throughout our value chain will be necessary in a collaborative and joint effort to reduce the environmental impacts of all activities.

SBM expects all its Partners to comply with the procedures described above.

# 5 | Business Conduct





SBM attaches great importance to the sustainable development of ethically and legally responsible business relations and is committed to living up to these expectations of sustainability, ethics and responsibility in the day-to-day management of its business relations, particularly in the choice of its Partners.

## **5.1 Fight against corruption**

SBM does not tolerate any form of corruption or interference in the negotiation and execution of its business relations and expects its Partners to do the same.

SBM acts honestly and fairly and does not give, offer or receive bribes, whether in the form of a gift, service, favor, invitation or any other undue advantage, in exchange for commercial or financial benefit.

SBM requires its Partners to have the same commitments.

## **5.2 Prevention of conflicts of interest**

SBM places the prevention of conflicts of interest at the heart of its concerns and prohibits all its collaborators and representatives from placing themselves in a situation of conflict of interest. As such, *“any situation of interference between a public interest and public or private interests that is likely to influence or appear to influence the independent, impartial and objective exercise of a function”* is prohibited.

In recognition of the foregoing, SBM's Partners shall:

- › Refrain from placing themselves in any situation of conflict of interest;
- › Ensure that their collaborators do not place themselves in a conflict of interest situation; and
- › Undertake to inform SBM of any actual or perceived conflict of interest situation involving a collaborator.

## **5.3 Prohibition of money laundering**

SBM is committed to the legality of its activities, which under no circumstances, and under no pretext, can be used to launder money. SBM is subject to “Know Your Customer” type control procedures and reserves the right to ensure the legality of its Partners' activities by submitting similar questionnaires. SBM will not tolerate any questionable or proven illegal behavior by these Partners.

In this context, SBM is committed to always collaborating in good faith with verification and control bodies.

SBM expects the same level of commitment from its Partners and the same level of requirement and vigilance with regard to their own suppliers, manufacturers, retailers or any other business relations.

## **5.4 Fight against unfair competition, anti-competitive practices**

SBM is committed to conduct its business in compliance with anti-trust standards and in accordance with applicable local, regional, national, and international rules, and makes this a determining condition for the choice of its Partners.

As such, SBM will refrain from and require each business Partner to refrain from engaging in any act of unfair competition, or any anti-competitive practice, including entering with any of its

competitors or Partners into any horizontal or vertical agreement, or any agreement that distorts free competition on the market, with or against any of its competitors or Partners.

## **5.5 Protection of intellectual property rights and confidentiality**

SBM expects its Partners to respect its intellectual property rights, and not to use, reproduce or disseminate any of SBM's intellectual property, trade secrets or other SBM confidential information without SBM's prior written consent.

Only those collaborators of the Partner who require access to confidential information in the course of their duties may have access to such information, and these collaborators shall be required to return such information once they no longer require access to it.

Partners shall have appropriate confidentiality agreements and internal policies to verify compliance with the above.

## **5.6 Protection of personal data**

*SBM ensures the protection of personal data in compliance with applicable legal and regulatory provisions. Each Partner is expected to be familiar with the specific laws and regulations applicable to it, depending on the jurisdiction in which it may receive personal data.*

*For more information, the SBM privacy policy is available on its website:*

*<https://sbm-company.com/personal-data-protection/>*

SBM expects its Partners to respect these same principles and to put in place internal mechanisms to ensure the protection of personal and confidential data, in particular by ensuring the transparency, legality and security of their use, as may be authorized or required by national, regional or local laws or regulations.



# 6 | Communication and Audit



## 6.1 Accessibility and communication

This Code is directly accessible on SBM's website at the following address: <https://sbm-company.com/> in *Our CSR commitments* and will be regularly communicated to its Partners.

This Code is an integral part of SBM's contractual documents.

The Partners declare to be aware of all principles set out in this Code and undertake to comply with them, it being understood that it constitutes an essential element of the commercial relationship.

## 6.2 Sanctions for non-compliance

SBM reserves the right to verify that its Partners comply with the requirements of this Code. In this sense, an evaluation process is established by SBM, which may conduct internal evaluations and audits. A third party may also be mandated by SBM, to measure the degree of compliance and respect of the principles set out in the Code by its Partners.

In this respect, SBM's Partners agree to provide the necessary information within a reasonable time, to enable SBM to assess and ensure Partners' compliance with this Code.

In addition to the production of documents, each Partner also agrees to be subject, within a reasonable timeframe, to audits conducted by SBM, to ensure compliance with this Code and its provisions.

SBM reserves the right to cease its activities doing business with any Partner that does not comply with this Code.



# 7 | Entry into Force and Amendment of the Code



It is effective as of October 2023.

## Miscellaneous

This Code is intended to be read in conjunction with all applicable contractual, regulatory and statutory obligations.

To the extent that any part of this Code is in conflict with applicable laws or regulations, Partners shall comply with such laws.

In addition, in the event that sections of this Code are considered in conflict with applicable contractual obligations, said section shall be deemed to be not in force or effect.

Notwithstanding the fact that a section of the Code is considered to be without object by reason of conflict with applicable laws or regulations or applicable contractual obligations, the remaining (non-conflicting) sections shall all continue in full force and effect.

Executed at ÉCULLY (France)  
October 2023

Jean-Paul SIMMLER

A handwritten signature in black ink, appearing to be 'JP Simmler', with a stylized, cursive script.

Alexandre SIMMLER

A handwritten signature in black ink, appearing to be 'A. Simmler', with a stylized, cursive script.



Let's grow  
— TOMORROW —  
together