

Simplot Partner Code of Conduct

Simplot Australia Pty Ltd (**Simplot**), as a subsidiary of J R Simplot Company is bound by a global Simplot Code of Conduct. The Simplot Code of Conduct serves both as a guide to Simplot's values and a commitment to adhere to those values. See http://www.simplot.com/about/code_of_conduct for a copy of the Simplot Code of Conduct.

Simplot expects customers, contractors, suppliers and their sub-tier suppliers (**Partners**) to adhere to those same high values, standards and principles when conducting their business and business with Simplot. The standards and principles from Simplot's Code of Conduct, as applicable to our business partners, has been incorporated by reference into Simplot's **Partner Code of Conduct**.

Simplot expects Partners to adhere to all applicable laws and regulations and to use their best endeavours to comply with the principles of the Partner Code of Conduct. Simplot will not knowingly use Partners who violate laws relating to employment, the environment or safety. Simplot will not conduct business with any Partner who employs children, prisoners or forced labour, or engages in any other unethical employment practice. After having considered available options, Simplot will sell or purchase goods or services and engage and contract with Partners based on value, quality, compliance with Simplot standards and requirements.

Acknowledgement of the Code of Conduct is a pre-requisite and in addition to every Simplot contract and agreement.

Introduction

Simplot expects their Partners to:

- adhere to all applicable laws and regulations in their countries of operation;
- strive to meet international and industry Guidelines and best practice;
- meet international Guidelines such as the United Nations Global Compact, the Guiding Principles on Business and Human Rights, and the Core Conventions of the International Labour Organisation.

Simplot is guided by its 3 core values:

- Passion for People;
- Spirit of Innovation; and
- Respect for Resources.

To align with these values, Simplot expects all Partners to:

- protect the environment;
- ensure animal welfare;
- respect human rights;
- prohibit the practice of forced labour, bonded labour, slavery and human trafficking;
- prohibit the practice of child labour in contravention of international Guidelines;
- prohibit the use of unauthorised sub-contracting;
- ensure reasonable working hours and wages;
- allow workers the right to freedom of association and collective bargaining;
- provide safe and healthy working conditions;
- conduct business lawfully and with integrity; and
- operate with appropriate management systems including grievance and remedy procedures.

Continuous Improvement

Simplot encourages Partners to continuously improve their operations. Simplot will work with Partners to uphold the principles in the Partner Code of Conduct and recognises doing so may require the establishment of baselines, milestones and systems.

Simplot expects its Partners to establish goals, milestones and systems to ensure and demonstrate continuous improvement with compliance to the Partner Code of Conduct.

Simplot recognises that meeting the Partner Code of Conduct is a dynamic and ongoing process and encourages Partners to be open and transparent about any gaps or difficulties to continually work to improve their operations.

Management Systems

Partners are required to adopt management systems that effectively meet the needs of their operation and is able to embed the requirements of the Partner Code of Conduct into their business practices.

Protect the Environment

Simplot requires its Partners to respect resources and protect the environment, and to pursue continuous improvement in the management of their environmental impact.

Ensure Animal Welfare

Simplot supports the "Five Freedoms for Animals". Partners shall ensure the considerate and humane treatment of animals in line with these principles in all operations dealing with the husbandry of livestock.

Respect Human Rights

Partners must respect all human rights, including rights associated with labour and promotion of equal opportunity, diversity and anti-discrimination throughout their business activities.

Prohibit the Practice of Forced and Bonded Labour, Slavery, Slave-like Practices and Human Trafficking

Partners shall not engage in or use forced, bonded, (including debt bondage) or any other involuntary labour, whereby work is performed involuntarily under threat of physical or other penalty, including prison labour. Partners must take steps to ensure that their operations are free of slavery, slavery-like practices and human trafficking.

Prohibit the Practice of Child Labour in Contravention of International Guidelines

Partners must strictly prohibit the use of child labour in line with ILO Convention 138 on the Minimum Age, and Convention 182 on the Elimination of the Worst Forms of Child Labour. These Conventions require that no child below the age of 15 years (or 14 years where applicable) is allowed to work, subject to exceptions allowed by the ILO and national law.

Exceptionally, for instance in the case of family smallholdings, children may help on their family's farm or business provided that the work is not liable to damage their health, safety, well-being, education or development, and that they are supervised by adults and given appropriate training.

Prohibit the Use of Un-authorized Sub-Contracting

Partners shall not use un-authorized sub-contractors, and shall declare in writing all sub-contractors prior to their use (including sub-contracting, home-working and any other external processing).

Ensure Reasonable Working Hours

Working hours must comply with national laws and/or collective agreements, whichever affords the greater level of protection for workers. All overtime shall be voluntary, used responsibly, and paid at a premium rate.

Ensure Reasonable Wages

Wages and benefits shall meet, at a minimum, national legal Guidelines or industry benchmarks, whichever is higher. Wages should be enough to meet basic needs and provide some discretionary income.

Allow Workers the Right to Freedom of Association and Collective Bargaining

Partners shall grant their employees the right to Freedom of Association and Collective Bargaining in accordance with all applicable laws and regulations.

Provide Safe and Healthy Working Conditions

A safe and healthy working environment shall be provided for employees, temporary/agency staff and contractors, relevant to prevailing Guidelines of the industry and any specific hazards. Hazards and risks in the work place shall be identified and action taken to minimize these.

Conduct Business Lawfully and with Integrity

Partners shall conduct their business ethically in a legal, honest and transparent manner without any fraudulent or illegal practices including misleading advertising, conflicts of interests and improper payments, bribery or corruption.

Establish Grievance and Remedy Procedures

Partners will provide workers, and those with whom the Partner conducts business, with an anonymous avenue to lodge grievances without fear of reprisal, intimidation or harassment and ensure that all concerns are appropriately addressed in a timely manner.

Reporting Violations

The Partner shall report to Simplot any suspected violations of regulations, laws and/or the Partner Code of Conduct. Violations should be reported to Simplot at: PartnerReporting@simplot.com.au

Transparency

Simplot expects transparency and truthful provision of information in the course of its relationships with Partners, and seeks to provide the same in kind. The provision of false, altered or intentionally misleading records for example, on working hours or worker wages, as well as audit fraud are common challenges across global supply chains.

The Partner Code of Conduct provides an opportunity for Simplot to communicate its position on this and to set clear expectations of Partners including consequences where those are intentionally disregarded.

Verifying Compliance

The Partner Code of Conduct draws on Simplot's Code of Conduct and on internationally recognised and publicly available materials including laws, standards, guidelines and additional information, most notably from The International Labour Organisation, Ethical Trade Initiative, Partners Ethical Data Exchange, Verite, SA8000, Business Social Compliance Initiative, Global Social Compliance Program, Fair Labour Association, Worldwide Responsible Accredited Production, Initiative Clause Sociale, and the Electronic Industry Citizenship Coalition Guidelines of Conduct.

Simplot commits to working with Partners under a model of continuous improvement. Intentional disregard for the provisions of the Partner Code of Conduct or failure to work toward meeting set targets may directly impact the Partner's business relationship with Simplot.

Simplot may verify compliance with the Partner Code of Conduct through internal or external assessment mechanisms, which may include third-party audits. Deficiencies in results could result in audits being charged to Partners.

By Simplot's Partners adhering to the Partner Code of Conduct, Simplot's Mission to Bring the Earth's Resources to Life can be achieved in an ethical and legally responsible manner.