



Supplier Code of Conduct

January 2022

IMAGINATION

Introduction

We are proud of our 50 year history and the relationships we have with both our clients and partners. For those of you who have worked with us closely, you can be proud of the roles that you have played in working with us to make incredible experiences come to life and in helping us deliver projects to the highest professional standards. For those of you who are new partners - welcome! This is our opportunity to reaffirm our expectations in working with us with integrity, in an ethical, lawful way.

Underpinning the way we work, is that everyone has clear responsibilities to make decisions and behave in a way that reflects our values. In turn, this protects our collective reputations, as well as the clients and brands that we represent.

Recognising the difference in laws and customs of where we work is important. These have the potential to affect the way we do business. Increasingly, working across borders has created several challenges, where at times complex decisions need to be made. We address some of these challenges in this Code with the aim of making our expectations clear, so we can continue to work at pace and to the highest standards.

Please take the time to read and understand this Code. We expect Suppliers to cascade these standards and expectations to their own suppliers in order to ensure alignment across the whole supply chain. If you fail to meet the requirements of this Code it may result in, amongst other things, you being deemed to be a non-preferred supplier and ceasing to be awarded business. A breach of this Code may also be considered to be a material breach of any contract we have with you and could have legal consequences.

Thank you for your support.

Patrick Reid
Group CEO

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Our definitions

When we say “Code”, we mean this Supplier Code of Conduct. When we say “Imagination”, we mean The Imagination Group Limited and any of its affiliated businesses around the world. When we say “Suppliers”, we mean any third party contracted to provide services to Imagination, including but not limited to freelancers, contractors, suppliers and vendors. When we say “Sites”, we mean any site under our control including offices, live event delivery sites, worksites and warehouses.

Health and safety

We all have a responsibility for making our Sites a safe place to work. As part of this, we expect our Suppliers to have a systematic way of working, which continuously improves over time. We expect Suppliers to identify, minimise and prevent hazards and the potential for emergencies and to implement measures to either eliminate or, if they cannot eliminate, lower risk to the greatest extent reasonably practicable.

Additionally, Suppliers shall provide and maintain safe systems of work, tools and equipment. As part of a safe system of work, Suppliers shall provide information, instruction, training and supervision to workers on the work they are carrying out. Whilst at work, the Supplier shall provide their own workers with clean welfare facilities at the worksite. Suppliers shall also have processes in place to respond to, record and escalate any incidents or emergencies to us.

Fair pay and working hours

Suppliers shall comply with all applicable local laws and regulations on working hours and provide workers with wages and benefits that meet or exceed the required national legal standards.

Employing children and preventing forced labour

Suppliers shall not exploit child labour and shall not employ any workers under the age of 15 or the minimum legal working age, whichever is greater. Employment of workers under the age of 18 should not interfere with their compulsory education and should not, by the nature of the work or the circumstances in which it is carried out, be likely to harm their health, safety, or morals.

Suppliers shall not use any form of slavery, servitude, forced, compulsory, indentured or bonded labour and/or engage in human trafficking in their organisation or supply chain.

Anti-Harassment

Suppliers shall not engage in any harsh or inhumane treatment of workers, including violence, gender-based violence, sexual or other harassment including psychological harassments or threats, sexual abuse, corporal punishment, mental or physical coercion, bullying, or public shaming. Verbal abuse or other forms of intimidation are prohibited.

Freedom of association and the right to collective bargaining

Suppliers shall respect the rights of employees to join or not to join trade unions or similar representative bodies and the rights of employees to collective bargaining (to the extent permitted by applicable local law). Suppliers shall allow open communication and direct engagement between its employees and management in building employee relations and for the resolution of any issues relating to working conditions.

Diversity, Equity & Inclusion

Imagination values diversity in its staff, clients and Suppliers. Imagination's current D,E & I Statement can be found [here](#). We expect our Suppliers to promote equal opportunities, equal treatment and inclusivity across all employment processes including recruitment, hiring, compensation, access to training, promotion, termination or retirement and to provide a workplace free from any form of unlawful discrimination. Our Suppliers must prevent discrimination regarding gender, age, religion, race, caste, social background, disability, ethnic or national origin, nationality, membership in workers' organisations including unions, sexual orientation, family responsibilities, marital status or any other protected characteristics.

Political or charitable donations

Suppliers are not authorised to make any type of political contribution or charitable donation on behalf of Imagination.

Anti-bribery and corruption

Imagination's policy is to conduct business in an honest and ethical way, without the use of corrupt practices or acts of bribery to obtain an unfair advantage. We require our Suppliers to adhere to the same standard.

Suppliers shall abide by all applicable anti-bribery and anti-corruption laws and regulations of the countries in which they operate.

Suppliers shall have and maintain an anti-bribery and anti-corruption policy that sets out the principle of zero tolerance to any form of bribery and/or corruption within their organisation and supply chain.

A Supplier must never offer, give or receive bribes or make or accept improper payments to obtain new business, retain existing business, or secure any improper advantage and never use or permit others to do so. This includes any type of "facilitation", "grease" or "expedition" payments, no matter how large or small, even where such payments are perceived as a common part of local business practice.

Gifts, entertainment and hospitality

Suppliers shall not offer, accept or solicit any gifts, entertainment, or hospitality whereby there is reason to believe, or a reasonable and informed third party would likely conclude, that there may be intent to improperly influence decisions or impair objectivity related to its business dealings. Suppliers shall not offer, promise or provide any Imagination employee, or any member of their family, with any personal benefit - kickback, favour, cash, gratuity, entertainment or anything else of value - in order to obtain favourable treatment from Imagination.

Conflicts of interest

Suppliers may not enter into a financial or other relationship with an employee of Imagination that creates any actual, potential or perceived conflict of interest. A conflict of interest arises when the personal interests of an employee of Imagination are inconsistent with the responsibilities of their position within the company, including direct personal or financial interest in a business decision or supplier selection.

Even the appearance of a conflict of interest can be damaging to Imagination, to the Supplier and to the applicable employee. Suppliers shall promptly report to Imagination any instances involving actual or apparent conflicts of interest.

Facilitation of tax evasion

Imagination has a zero tolerance policy for the facilitation of tax evasion by any individual associated with its business and as such has reasonable measures in place to prevent tax evasion within its organisation. In line with its commitment, Suppliers are also expected to ensure that they have adequate measures in place in compliance with applicable local law to prevent the facilitation of tax evasion by those associated with their business when carrying out services on behalf of Imagination.

Intellectual property and confidential information

Suppliers are expected to protect Imagination's and its clients' proprietary and confidential information. Suppliers shall implement best practices regarding the security of Imagination's and its clients' proprietary and confidential information including, where appropriate, ensuring that necessary confidentiality undertakings are obtained from any third parties authorised to receive such information.

Suppliers shall not issue press releases or other publicity (including social media posts) related to their relationship or contracts with Imagination or its clients without the prior written consent of Imagination.

Suppliers shall respect Imagination's and its clients' intellectual property rights, and shall not reproduce or distribute copyrighted materials except according to the terms of their agreement with Imagination.

Data Protection and Privacy

Suppliers shall protect consumer, client and employee personal data in accordance with local data protection laws and best practice. Suppliers shall respect the privacy of their staff as well as those whose personal data Imagination entrusts to them when providing products or services.

Export controls and sanctions

Suppliers shall comply with all applicable export control laws when exporting goods or technology, and shall plan for and obtain all necessary authorisations and permits to ensure timely and compliant delivery of their products to Imagination. Suppliers shall not engage in direct or indirect commercial activity with sanctioned countries, territories, entities, persons, or sectors and shall conduct appropriate due diligence to comply with applicable sanctions, export controls, and anti-boycott requirements.

Sustainability and the Environment

Imagination takes its responsibility for protecting the environment seriously and is committed to reducing its own environmental impact. Suppliers should be compliant with local environmental laws and regulations, including those relating to waste disposal, pollution, discharges and air emissions. Suppliers are expected to reduce the environmental impact of their manufacturing process, products and/or services and their waste emissions, employing best practices for sustainability and the environment.

Travel

Suppliers are expected to take full responsibility for their staff's safety and wellbeing when travelling domestically or abroad for business. To this end, Suppliers are expected to have reviewed and understood any current travel risks, restrictions, visa processes and border controls in the destination country where work is to be delivered, before departure. To mitigate risks, Suppliers shall have all necessary travel insurances in place to cover their staff whilst travelling for work overseas. Suppliers should also be aware of and account for any inbound/ outbound/onward travel health quarantine requirements as may required by applicable local laws.

Raising concerns

Suppliers and their staff should report to Imagination any conduct, including the conduct of any Imagination staff, that they believe in good faith to be an actual or potential violation of this Code.

We encourage any Supplier encountering questionable activities to immediately bring them to our attention through your usual Imagination business contact (or to the manager of your usual business contact, if your concerns relate in any way to the conduct of your usual Imagination business contact).



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