



## **Huyser Moller Code of Conduct**

### **Why we have our code of conduct**

Our company was founded 1931. Since, we have been supplying the confectionery industry with raw materials and semi-manufactured products, with passion, knowledge of the business and an eye for our customers and suppliers. We have built our business on the principles of integrity and quality. Adherence to high ethical principles, professional standards and professional excellence are and have been fundamental to the delivery of professional services to our customers and suppliers.

The trust placed in us by our fellow employees, customers and suppliers, is the foundation of our company and must never be taken for granted. Trust is one of our most valuable assets and it is one of the most fragile. Each one of us has a responsibility guard this trust. The company's reputation and the company's long term success depends on us.

We expect all employees to show responsibility and good citizenship in business dealings. This Code of Conduct provides guidance to help you make the right decisions on a daily basis and empower you to apply your best judgement at all times whether professional or inter personal. Together, our commitment to do the right thing will maintain and protect the reputation of our company and contribute towards sustaining trust with fellow employees, customers and suppliers. I am asking each of you to incorporate this Code into your daily activities and interactions to create an environment where ethics are truly in action.

**Werner van Deursen**

**Martijn Spanninga**

### **What is the Code of Conduct?**

Huyser Möller BV (“**HM**”) employee Code of Conduct (“**Code**”) outlines the company’s commitment to ethical practices in all aspects of our business. The standards outlined in the code provides guidance to help us make decisions at work and to demonstrate we take our legal and ethical responsibilities seriously. It is up to each of us to live our values through our actions.

### **Who does the code apply to?**

The Code applies to everyone at HM, no matter their role or seniority. The Code also applies to our contractors, consultants and agents that carry our business, working on our behalf or in our name.

### **Your responsibilities**

You must follow our Code and comply with our policies and the law while conducting business on behalf of the company or in our name. If you violate our Code, our policies or the law, it may result in disciplinary action, ranging from additional training and coaching to employment consequences including termination of employment and potentially civil and/or criminal penalties.

You have a duty to report, meaning you must immediately report any act you believe are occurring or have occurred that are illegal, unethical or violate this Code or any other policy or procedure of HM.

### **How do I speak up?**

You should never feel afraid to ask for help or advise on any of the matters outlined in this Code. If you have concerns or doubts about certain behaviours or practices which you think are in breach of this Code, let us know.

Individuals should in the first instance raise concerns with their immediate manager. However if you feel you need to raise the issue outside of your immediate working environment, you can reach out to: [grievances@huysermoller.nl](mailto:grievances@huysermoller.nl) (A. Bergqvist)

We will ensure a transparent, fair and confidential procedure following the concern, and we will not penalise or tolerate any retaliation against, any colleagues that speak up about their concerns.

All reported instances of alleged Code violations will be reviewed by appropriate professionals, investigator. The person will act objectively in determining facts through interviews or a review of documents. Recommend corrective actions and/or disciplinary measures, where appropriate. If asked you must cooperate fully with an enquiry or investigation.

## Our Code of Conduct

1. We obey the law.
2. We conduct our business with integrity.
3. We keep accurate and honest records.
4. We honour our business obligations.
5. We are committed to being a responsible global citizen.
6. We treat people with dignity and respect
7. We protect Huyser Möller BV's information, assets and interests.

### **1. WE OBEY THE LAW**

#### **a) Obeying Applicable Laws**

HM conducts business globally. We are each responsible for following all of the laws that apply to our businesses. At times, you may encounter a conflict between various laws that apply to our business activities. If you encounter a conflict or have any concerns about whether something is legal, contact your manager for guidance.

#### **b) Third Parties and Legal Conduct**

Assisting a third party to engage in illegal activities can damage our reputation and result in serious legal consequences for both you and the company, including charges that we aided or conspired with the third party. In addition to obeying the laws that apply directly to us, we cannot take actions which we know, or ought to know, will assist a third party in violating the law. We are each responsible for recognizing signs that indicate third parties are engaging in potentially illegal activities and using HM to assist them. If you have any concerns that a third party with whom you are doing business might be using HM to assist it in violating the law, resolve your concerns before proceeding with the transaction.

### **2. WE CONDUCT OUR BUSINESS WITH INTEGRITY**

#### **a) Anti-Bribery**

HM does not offer or accept bribes, kickbacks or other corrupt payments, regardless of local practice or perceived customs. Bribery is illegal in most places where we do business, and it can cripple HM's long-standing reputation of conducting business with integrity.

A bribe is giving or offering to give something of value to someone in exchange for getting or keeping business or for any other business advantage. Never directly or indirectly offer, give, solicit, or accept any form of bribe, kickback or other corrupt payment. Select third parties who act on our behalf carefully (e.g.,

sales agents, representatives, consultants and distributors). Do not allow such third parties or our joint venture partners to offer or accept a bribe, as you and HM may be held responsible for their actions.

**Dealing with Government Officials:** The anti-corruption rules that apply to our dealings with government officials are especially strict. Under the U.S. Foreign Corrupt Practices Act (FCPA), it is a crime to offer or give anything of value, either directly or indirectly, to a government official in order to improperly influence the official. The FCPA, along with many other similar laws, can apply to all of HM, our employees and third parties acting on our behalf around the world. If you interact with government officials, you must understand and strictly follow all anti-corruption laws.

#### **b) Business Gifts and Entertainment**

Used correctly, gifts and entertainment can promote goodwill and reinforce strong business relationships. In some cultures, gifts may be customary and expected. However, because gifts and entertainment carry value for the recipient, it's important to consider them carefully and avoid situations in which they might diminish—or appear to diminish—your objectivity or someone else's.

#### **c) Fair Competition**

Competition laws, known as “antitrust” laws in the United States, help foster and preserve fair and honest competition in the market place. Conducting business in compliance with these laws has contributed to HM's growth and prosperity throughout the years. While these laws are complex and can vary from country to country, they generally prohibit competitors from working together to limit competition. They also prohibit improper attempts to monopolize markets or control prices.

All employees are expected to follow competition laws, as well as HM's own competition policy. Employees must also be careful when interacting with competitors—for instance, in connection with trade associations and benchmarking.

Another way of preserving fair and honest competition involves the proper collection and use of competitive intelligence. Gathering competitive information and business data is an appropriate business practice, but it must be done legally and ethically. It is never acceptable to engage in fraud, misrepresentation, trespassing or other illegal or unethical methods to obtain competitive intelligence.

### **3. WE KEEP ACCURATE AND HONEST RECORDS**

#### **a) Creating and Managing Business Records**

Every day, we create thousands of business records, from customer contracts and reports for regulatory agencies to timesheets and expense reports. At times, our email and telephone communications are even considered business records. HM counts on their accuracy and truth to analyse and report on our operations and to make sound business decisions. There's also a chance any business record will be made public through litigation, government investigations or a story in the media.

For these reasons, all business records we create, in whatever form, must reflect the true nature of transactions and events. Never deliberately falsify a record or try to disguise what really happened and avoid exaggeration, colourful language and legal conclusions in your communications.

It's also important you hold onto or dispose of business records in keeping with our records retention schedules. If there is a lawsuit or government investigation, you may be required to retain certain documents for a period of time, so be sure to follow any instructions you receive in such an event.

## **b) Financial Statements and Controls**

Our financial information is relied upon by our management team, shareholders, creditors and counterparties. It's also used for tax, regulatory and statistical purposes. When compiling and sharing our financial information, we comply to the Generally Accepted Accounting Principles (Dutch GAAP) for HM's consolidated financial statements. We prepare and file our tax returns and other filings in accordance with all tax laws. Any employee who supplies information for financial or tax purposes must provide it in a timely manner and certify both the accuracy of the information and their compliance with HM policies. Failure to provide timely and accurate information to Corporate Financial Reporting or the Tax Department can result in significant legal and commercial risk for HM.

## **4. WE HONOUR OUR BUSINESS OBLIGATIONS.**

### **a) Trust in Business Relationships**

Honouring our business obligations goes beyond just meeting our contractual responsibilities. We want to demonstrate that we approach our business relationships with customers, suppliers, vendors, consultants, other business partners and one another from a standpoint of mutual trust.

## **5. WE ARE COMMITTED TO BEING A RESPONSIBLE GLOBAL CITIZEN.**

### **a) Human Rights**

We observe the principles set forth in the ILO Declaration on Fundamental Principles and Rights at Work (1998)<sup>1</sup>, covering subjects that are considered to be fundamental: freedom of association and the effective recognition of the right to collective bargaining; the elimination of all forms of forced or compulsory labour; the effective abolition of child labour; and the elimination of discrimination in respect of employment and occupation and this includes the promotion of gender equality in our workforce.

In our approach to Human Rights and Improving working conditions in our supply chain we further refer and align to international conventions such as the UN Universal Declaration of Human Rights<sup>2</sup>, the Children's Rights and Business Principles<sup>3</sup>, UN Guiding Principles for Business and Human Rights<sup>4</sup>, UN Convention on the Rights of the Child<sup>5</sup> and OECD Guidelines for multinational enterprises.

<sup>1</sup> [ILO Declaration on Fundamental Principles and Rights at Work](#)

<sup>2</sup> [UN Universal declaration of Human Rights](#)

<sup>3</sup> [Children's Rights and Business Principles \(childrenandbusiness.org\)](#)

<sup>4</sup> [GuidingPrinciplesBusinessHR\\_EN.pdf \(ohchr.org\)](#)

<sup>5</sup> [The Convention on the Rights of the Child: The children's version | UNICEF](#)



We strongly condemn forced labour, child labour, slavery and all practices that exploit children and adults or expose them to harmful or hazardous conditions.

As part of the global community, we recognize the important role we play in helping to address some of the world's most significant challenges. We partner with local organizations to address concerns related to human rights, including forced labour, human trafficking and other illegal practices.

#### **b) Environment**

We strive to conduct business in an environmentally responsible manner and reduce the environmental impact of our global operations and help protect and conserve natural ecosystems. This includes contributing through our operations to the elimination of deforestation from our supply chains to help end global deforestation. We comply with all environmental laws and our own strict requirements and continuously improve our performance through waste minimization, efficient resource use and other measures relevant to our businesses.

In case of investments made in origins, we ensure land rights of communities, including indigenous peoples, will be protected and promoted and all negotiations with regard to their property or land, including the use of and transfers of it, adhere to the principles of free, prior and informed consent (FPIC), contract transparency and disclosure

#### **c) Political Activity**

HM respects the right of its employees to participate in the political process and in any political activities they choose. However, employees must keep personal political activities and views separate from work activities. Do not use HMS's resources, like our facilities, email or trademarks, for your own political activities and avoid giving any impression that HM sponsors or endorses any position that you personally hold.

### **6. WE TREAT PEOPLE WITH DIGNITY AND RESPECT.**

#### **a) Safety and Health**

At HM, we believe all jobs can be done safely, and that zero injuries and fatalities are possible. Ensuring everyone returns home safely from work every day is core to our operations. This requires an unwavering commitment from leaders, employees and contractors who come to work at HM.

All employees are responsible for following health and safety laws and company requirements that apply to their jobs. Employees must also take precautions to protect themselves, their fellow employees and visitors and report any incidents or unsafe practices they witness to their manager.

#### **b) Strength Through Diversity**

HM embraces the variety of backgrounds and life experiences our employees bring to work. As colleagues, we offer the perspectives of different genders, languages, local customs, physical abilities, races, religions, sexual orientations, gender identities, life experiences and socioeconomic statuses, and we vary in our personal styles of thinking, expressing ourselves and problem-solving.

We do not discriminate on the basis of gender, religion, race, national or ethnic origin, caste, cultural background, social group, disability or illness, sexual orientation, marital status, age, union membership or political opinion. This includes consideration for recruitment, redundancy, promotion, reward and benefits, training or retirement which must be based on merit. A. Hazewindus de Maat & M.Spanninga have been appointed to promote strength through diversity. The members are committed to keep the team balanced without losing sight of the skills needed.

### **c) Harassment and Violence**

We all have a right to work in an environment that's free from violence or unlawful harassment. At HM, we will not tolerate: Harassment in any form; the use of physical force intended to cause bodily harm; acts or threats that are intended to intimidate someone or cause them to fear bodily harm.

This applies to the way we treat each other and anyone else we interact with. Each of us is responsible for conducting ourselves in a manner consistent with our harassment and violence policies. If you witness or learn about harassment, violence or threats of violence, you should report it immediately. Managers are responsible for maintaining a work environment that's free of violence and unlawful harassment, which includes acting promptly to investigate all allegations in accordance with laws and our policies

### **d) Employee Data Privacy**

In the course of business, we may collect, hold or process personal information about employees and others in an employment context. We treat such personal information with care and take responsibility for protecting it and using it lawfully and properly.

### **e) child safeguarding**

All children, young people and adults who come into contact with HM through our operations, wherever they are, whatever they are doing, have the right to protection from harm, abuse or violations of their human rights. All employees have the responsibility for the protection and a duty to report concerns about the children's safety or welfare. This includes protection against child labour.

The best interests of the child should be paramount. Children have a right to be heard, listened to and to be taken seriously. Taking account of their age and understanding, they should be consulted and involved in all matters and decisions that may affect their lives. All children must be treated equally. Child protection is a multi-agency, multidisciplinary activity and child protection professionals should always be consulted in case a child is thought to be at harm.

### **f) Responsible Recruitment**

We apply the Employer Pays principle and no recruitment fees and related costs should be charged to potential candidates at any stage of the recruitment process. All costs are paid for by HM. We only work with reliable recruiting agents which also commit to the Employer Pays Principle.



Regardless of internal or external recruitment, our recruitment and selection procedures encourage the assessment of potential candidates according to their skills, knowledge, qualifications and capabilities. No regard should be given to factors such as age, gender, marital status, sexual orientation, race, religion, physical impairment or political opinions.

We strictly adhere to local laws regarding minimum age and other terms of employment. The minimum age for employment shall not be less than the age of completion of compulsory schooling and, in any case shall not be less than 15 years (or 14 years where established by national laws in accordance with the ILO developing-country exception). In the event of employment of young workers at the age between the minimum age of employment and 18 years, employment is only possible provided there are adequate precautions in place to protect them.

All new employees must provide documentation confirming their identity and age. If date of birth documents are not available we shall use other appropriate and reliable methods to establish the age of the employee.

Employee' contracts should reflect the payment and terms agreed in the recruitment process. We ensure employees have a proper understanding of wages and employment terms.

## **7. WE PROTECT HUYSER MÖLLER BV'S INFORMATION, ASSETS AND INTERESTS**

### **a) HM Property and Resources**

Each of us is responsible for safeguarding company property and resources made available to us in the course of our jobs. Our property and resources include both our physical assets, such as our facilities, materials and equipment, as well as our communication systems, such as our computers, Internet service, telephones and email.

### **b) HM Intellectual Assets**

Some of HM's most valuable assets include our confidential business and technical information and other intellectual property like patents, copyrights and trademarks.

To protect HM's confidential information, never disclose it to anyone outside the company unless you have explicit approval and it's covered by a non-disclosure agreement, if appropriate.

### **c) Insider Trading**

HM strictly prohibits all employees from: trading on "material non public information" about companies with publicly traded securities (including debt securities) and Communicating "material non public information" to others in violation of the law. This conduct, commonly referred to as "insider trading," is illegal in most places and can result in severe penalties for both you and HM, even if you do not personally benefit from the violation.





**d) Conflicts of Interest**

We must all avoid conflict of interest situations where our personal interests could inappropriately influence our business judgment.



## Code of Conduct Acknowledgment Form

I hereby certify, by my signature, that I have read, understand and will comply with Huyser Möller BV's Code of Conduct and that I acknowledge my commitment to my colleagues and the company. I understand that it is my personal responsibility to ensure that my actions conform with the provisions in our Code of Conduct.

Signature of Employee: \_\_\_\_\_

Date:

City: