

Code of Supplier Responsibility

March 2019

Foreword

I am pleased to endorse our Code of Supplier Responsibility.

At Bank of Ireland we have clearly articulated our ambition, purpose and values. Our ambition is to become the National Champion bank in Ireland and our purpose is to enable our customers, colleagues and communities to thrive.

Our supply chain plays an important role in helping us achieve our purpose. We want to ensure that all our suppliers operate in an ethical and responsible manner and that they are aligned with our purpose.

We must work to high standards. This Code builds on our internal values of accountability, customer focus, agility and teamwork, and sets out the key social, ethical and environmental standards that we want you to achieve.

It also highlights the issues that are important to us; from ensuring we support a diverse and inclusive supply chain through to ensuring individuals throughout our supply base work in a manner which is both safe and healthy. We take seriously our responsibility to manage our impact on the environment and take the necessary steps to source goods and services responsibly across our supply chain. We have aligned these themes to the questions you will see in the Financial Supplier Qualification System (FSQS) that supports our Due Diligence activity.

We would like you to share this Code with your employees so they can understand our values and aspirations, and contribute to our mutual success. We are always keen to hear how we can work better together and respond to your feedback on areas for improvement.

I look forward to working with you as we continue our journey.

Jackie Noakes

Group Chief Operating Officer

Bank of Ireland Group

Our approach to responsible and sustainable business

Conducting our business in a responsible and sustainable way is fundamental to achieving our purpose of enabling our customers, colleagues and communities to thrive. To achieve our objectives it is crucial that we act ethically and responsibly, and this includes the manner in which we source goods and services from our Suppliers.

Bank of Ireland conducts procurement activities with suppliers around the globe. We are committed to introducing responsible and sustainable business practices that make it easier for our suppliers to do business with us.

This Code of Supplier Responsibility is for all suppliers. It defines what we expect from you in terms of responsible business practice and behaviour.

It sits alongside our membership of the Financial Supplier Qualification System (FSQS), our on-line portal for you to submit information and compliance data about your organisation. You can read more about FSQS system in the 'Working with Suppliers' section of www.bankofireland.com

You can read more about Bank of Ireland and our approach to responsible and sustainable business on our website, www.bankofireland.com

Scope

All Bank of Ireland suppliers are expected to comply with this Code, which is in addition to the requirement, in your supplier agreement(s) with Bank of Ireland, to comply with applicable laws, regulatory requirements and applicable Bank of Ireland Group policies.

This includes suppliers that are providing services to or on behalf of Bank of Ireland, suppliers' officers and employees, and third parties sub-contracted by a supplier. We define a supplier as any third party organisation that provides goods or services to Bank of Ireland. This definition does not include individual contractors, agents or intermediaries.

What You Need To Do

You are expected to:

- confirm your agreement to comply with this Code (and any future revisions) when you complete our FSQS process.
- explain the principles of this Code with your officers, employees and key sub-contractors that support Bank of Ireland or work on our projects.
- ensure fair and honest business with all your stakeholders, including officers, employees, sub-contractors and other third parties.
- inform us if anything changes and you are unable to comply with the Code.
- speak up if you are concerned about any actions or decisions that contravene the standards set out in the Code.

How to Speak Up

If you are concerned about any actions or decisions that contravene the standards set out in this Code, please contact your Supplier Manager.

If you are uncomfortable doing this, please contact our confidential Speak Up mailbox at: **SpeakUp@boi.com**

All reports are taken seriously and the identity of those who raise a concern is kept confidential.

What we expect of you

Our expectations on our suppliers are grouped into seven key areas:

- Human Rights
- Health and Safety
- Supply Chain
- Inclusion and Diversity
- Business Integrity
- Doing Business Responsibly
- Environmental & Energy Management

In each case, we describe our minimum expectations using the term '**we expect**'.

In some areas, we aspire to meet certain standards and in these cases we use the term '**we encourage**'.

These expectations complement our suite of Group Policies, some of which you may be asked to comply with depending on the services you provide to us.

Human Rights

We expect all our suppliers to respect human rights, both of your own workforce but also those in your supply chain. Our Statement on Modern Slavery reflects our position.

We **expect** you to:

- respect the human rights of your employees and to comply with all relevant legislation, regulations and directives in the countries and communities in which you operate.
- prohibit forced labour (slavery) and human trafficking in your supply chain and give all employees the right and ability to leave employment if they choose.
- prohibit child labour.
- ensure that wages meet legally mandated minima without unauthorised deductions.
- allow your employees to legally organise and join associations (such as labour unions).
- provide uniformly applied expectation of behaviour of all employees, to protect dignity and respect in the workplace
- provide clear and uniformly applied disciplinary and grievance procedures including prohibiting mental, physical or verbal abuse.
- ensure working hours are in accordance with local regulation and industry practice and voluntary overtime is at a manageable level.

Health and Safety

We expect all our suppliers to operate in a manner which is safe.

We **expect** you to:

- identify hazards and document risk assessments for all your work activities/properties and revise these risk assessments at least annually or sooner where work practices change.
- have in your employment a competent Health and Safety Advisor or have access to same on a consultancy basis.
- provide a safe work environment abiding by local laws and regulations, respecting the health and wellbeing of your employees and any subcontractors.
- have a written Health and Safety Policy and arrangements or Safety Statement.
- effectively communicate risk assessments and the Safety Policy to your staff and provide any additional training as identified by your risk assessment process.

We **encourage** you to:

- be certified (or working towards certification) to ISO 45001, the internationally recognised Occupational Health and Safety Management Standard.

Supply Chain

We expect all our suppliers to manage their own suppliers in a responsible manner.

We **expect** you to:

- manage your own suppliers appropriately to mitigate supply chain risks, and to ensure that they are aware of, and compliant with, the aims of this Code.
- have reasonable payment policies covering your own suppliers aligned to our own commitment on prompt payment of invoices.
- have your own Supplier Code of Conduct that your suppliers are required to comply with.

We **encourage** you to:

- strive for a supply base that is inclusive and diverse (namely supporting SMEs, Social Enterprises as well as under-represented groups).

Inclusion and Diversity

We expect all our suppliers to understand our commitments in relation to inclusion and diversity.

We **expect** you to:

- treat all employees fairly and not discriminate against any group in your employment practices.
- proactively foster an inclusive working environment and the development of a diverse workforce at all levels of the organisation, including diversity of gender, age, disability, sexual orientation, ethnicity and nationality.

We **encourage** you to:

- have a documented Inclusion and Diversity Policy.
- have governance and accountability in place to oversee the implementation of the Inclusion and Diversity Policy

Business Integrity

In accordance with our Code of Conduct we have a moral and ethical duty to act with integrity and honesty and we expect you do to the same.

We **expect** you to:

- provide your staff with comprehensive Policies and associated guidance and training to enable them manage any conflicts (or potential conflicts) of interest. These must reference both personal conflicts and business conflicts.
- have a published policy on Market Abuse which outlines how you contribute effectively to maintaining market integrity.
- adopt your own Code of Business Responsibility, or a similar policy or statement that covers: adherence to local laws; bribery and corruption; and business integrity (including improper payments, conflicts of interest, fraud, competition, gifts and hospitality, and brand and intellectual property protection).

Environmental & Energy Management

All businesses have an environmental impact. Bank of Ireland **expects** you to understand these impacts and to:

- evidence that you abide by all legislation and regulations related to environmental protection.
- have a written Environmental Policy which is appropriate and relevant for your operations.
- demonstrate a proven record in Environmental, and/or Energy Management for your operation.

We **encourage** you to:

- be certified (or work towards certification) to a formal Environmental Management System Standard, such as ISO 14001.
- be certified (or work towards certification) to a formal Energy Management System Standard, such as ISO 50001 where relevant.

What we will do

Our commitment to you

We will commit to:

- working closely with you to share expertise in developing innovative, high quality products and services and in effectively managing risk.
- engaging with you and others in your markets in ways that ensure we achieve the best value for customers in terms of price, quality and social impact.
- building strong, collaborative relationships with our strategic suppliers and helping you to understand the environment in which we operate so that you can support us in achieving our purpose.
- providing clear guidance about our payment procedures.
- reviewing this Code annually and revising it over time.

Compliance with the Code

We expect all our suppliers to meet or exceed all the provisions of this Code. Our goal is to work with you on developing our approach to responsible sourcing.

In situations where you are not yet compliant with the expectations set out in this Code, you must let us know. We will work with you on the development of an improvement plan.

However, if the issue is serious enough or cannot be resolved in a reasonable time frame, we may undertake a review of the terms of your supplier contract with Bank of Ireland. This may include order reduction or, ultimately, in accordance with any applicable contractual right(s), termination of your supplier contract with Bank of Ireland.

FSQS will request evidence covering these topics, and you should provide as much information as possible where requested. We reserve the right to review your policies, procedures or any other documentation related to this Code. In some higher risk instances, we may undertake an on-site audit of larger suppliers to validate your adherence to this Code and applicable Policies.

The provisions in this Code are in addition to and not in lieu of any legal agreement or contract.

Useful Links

You can access more information on how we work with our Suppliers at the 'Working with Suppliers' section of www.bankofireland.com

More information on what doing business responsibly means for Bank of Ireland is available at the 'Responsible and Sustainable Business' section of www.bankofireland.com

We want to hear from you

Please get in touch with any feedback or questions you have:

Email: responsiblebusiness@boi.com
Twitter: [@talktoBOI](https://twitter.com/talktoBOI)
Facebook: [BankofIreland](https://www.facebook.com/BankofIreland)