



Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

Supplier Code of Conduct

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:1 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

Table of Contents

1. BACKGROUND INFORMATION	3
2. RECOGNIZED STANDARDS	3
3. RESPECT OF HUMAN RIGHTS	4
4. FAVOURABLE CONDITIONS OF WORK	5
5. VALUING OCCUPATIONAL HEALTH AND SAFETY	6
6. RESPECT FOR THE ENVIRONMENT	7
7. ETHICAL AND RESPONSIBLE CONDUCT	8
8. PERFORMANCE MONITORING	10
9. CONTACTS – REPORTING NON-ADHERENCE.....	10
10. RELATED POLICIES AND PROCEDURES.....	10
11. REVISION	10
12. SOURCES	11

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:2 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



COGECO

Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

1. BACKGROUND INFORMATION

COGECO (the Corporation) acknowledges the important role that Suppliers play in its corporate social responsibility efforts, especially with regards to the environmental and social impacts of their activities. COGECO is committed to following best practices in order to ensure the Corporation operates in a socially responsible and ethical manner, as stated in its Corporate Social Responsibility (CSR) Policy. Many of the principles included in the Policy are also stated in the Corporation's Code of Ethics.

The Corporation wishes to engage in business with suppliers that demonstrate strong commitment to sustainability and ethical behaviour. COGECO recognizes that given the globalized and complex dimensions of its supply chain, there are various associated social, environmental and ethical risks that need to be addressed, especially with the suppliers located in developing and emerging economies. Increasingly, the actions and reputation of suppliers are viewed as contributing to a Corporation's brand and many stakeholders show interest in how we engage with our suppliers. COGECO believes that its suppliers' environmental, social and ethical practices contribute to the management of sustainability risks as well as the Corporation's brand. The *Supplier Code of Conduct* ("The Code") aims to define the social, environmental and ethical expectations for suppliers doing business with COGECO. It encourages suppliers to "go beyond legal compliance, drawing upon internationally recognized standards, in order to advance social and environmental responsibility as well as business ethics."¹

As a **general requirement**, we expect suppliers to comply, at a minimum, with the local, national or international laws that apply to the various topics covered by this Code. We encourage suppliers to have policies and / or a corporate commitment to address these topics. Policies should be communicated and available to all of their employees and training should be provided, if necessary. We also encourage our suppliers to develop efficient management systems, using internationally-recognized standards, for example: ISO14001 or EMAS, OHSAS 18001, etc. As a best practice, it is further recommended that suppliers share their requirements with their own supply chain.

2. RECOGNIZED STANDARDS

COGECO follows best practices (in line with its CSR policy), and is inspired by the Electronic Industry Citizenship Coalition (EICC) Code of Conduct. In line with the United Nations Guiding Principles on Business and Human Rights, the expectations and principles in the Code are derived from key international human rights standards including the International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work and the United Nations Universal Declaration of Human Rights.

¹ Electronic Industry Citizenship Coalition (EICC) – Code of Conduct, version 5, page 1:
http://www.eiccoalition.org/media/docs/EICCCodeofConduct5_English.pdf

The Code is not intended to create new and additional third party rights, including for workers.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:3 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

3. RESPECT OF HUMAN RIGHTS

Every human should be treated with dignity and equally. Businesses can impact – either positively or negatively – all human rights and therefore should respect human rights in their own activities and business relationships. COGECO expects its suppliers to ensure these basic expectations are fully implemented in their operations and activities, as well as ensure a safe work space, free of hazards and any types of discrimination.

a) Humane Treatment²

Employees should be treated with respect and dignity: physical, sexual, psychological or verbal harassment or abuses are strictly prohibited. Suppliers should take all measures to create a work environment where no intimidation, harassment or violence could take place. Protection should be offered to employees alleging such practices.

b) Forced Labor³

It is prohibited to hold an employee in servitude, slavery and to take part in human trafficking. They can also leave the facilities' premises at all times and they should be able to keep their identification papers or work permit. Employees should have the liberty to voluntarily begin and end their employment freely and should not be binded by a debt to the employer or to a third party.

c) Non-Discrimination⁴

Suppliers should not discriminate employees based on the following criteria: race, colour, gender, language, religion, political or other opinion, origin, pregnancy, marital status, sexual orientation, disability, etc. We encourage our suppliers to have a formal policy in place, communicate it to their employees and provide them with a confidential and trusted grievance mechanism. Discrimination in the workplace relates to hiring, assignments of tasks, work conditions, pay, career development, lay-offs and termination of employments practices. Suppliers should base their performance appraisal process on merit and promote equal opportunities.

² Universal Declaration of Human Rights, article 3.

³ Universal Declaration of Human Rights, article 4, and International Labor Organization Declaration on Fundamental Principles and Rights at Work – Second Principle.

⁴ International Labor Organization Declaration on Fundamental Principles and Rights at Work – Fourth Principle.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:4 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

d) Child Labour Avoidance⁵

Suppliers are forbidden to use child labour in any stage of manufacturing. The term “child” is defined as someone who would be under the age of 15, or under the age of compulsory education, or under the minimum legal age of employment, whichever is higher. Furthermore, no hazardous work should be performed by employees under 18 years of age.

4. FAVOURABLE CONDITIONS OF WORK⁶

We strongly encourage our suppliers to maintain conditions that will favour employee’s well-being, both physically and mentally. Work should allow employees to obtain a fair standard of living, in compliance with state laws and the sector’s standards. Just and favourable conditions of work are defined as follow:

a) Equal Pay for Equal Work⁷.

Employees performing the same tasks and equivalent work should receive the same remuneration. Remuneration should be understood as encompassing salary, benefits, bonuses and allowances. The supplier should ensure the application of the principle of equal remuneration for work of equal value, regardless of gender, race, colour, language, religion, political or other opinion, origin, sexual orientation, pregnancy, marital status, disability, etc. Exceptions to this principle include: i) seniority and ii) performance.

b) Working Hours⁸

Every employee has the right to have a reasonable amount of work and to have at least one 24 hour day of rest per week. Overtime should be consensual and remunerated. Also, employers should provide their employees rest periods for breaks and meals, as well as vacation time. Employers should allow maternity and sick leave, and national or local holidays should be granted and paid.

⁵ International Labor Organization Declaration on Fundamental Principles and Rights at Work, Third Principle.

⁶ Universal Declaration of Human Rights, article 23.

⁷ Universal Declaration of Human Rights, article 23.

⁸ Universal Declaration of Human Rights, article 24.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:5 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

c) Wages and Benefits

All employees have the right to be fairly remunerated for their work and the wage should be sufficient to ensure the basic worker's needs. Trainees should be paid for their work. Remuneration should occur in a timely manner, at a predetermined frequency of at least once a month and be accompanied by a pay stub. Deductions from wages should not be used as disciplinary measures.

5. VALUING OCCUPATIONAL HEALTH AND SAFETY

Suppliers are encouraged to provide a workplace that is safe and free of hazards, hygienic and healthy and to have written procedures and monitoring programs in place to prevent accidents and injuries (while performing work or arising out of). Employees input should be encouraged and is essential to identifying and solving health and safety issues. The health and safety expectations are:

a) Risk Identification and Emergency Preparedness

All safety and health-related risks should be assessed by the suppliers and mitigation plans should be developed. Its facilities, fire safety equipments, machinery, alarm systems should be regularly inspected and be in a good working condition. All necessary measures should also be in place to ensure that employees can easily and safely evacuate the buildings should an evacuation be necessary.

b) Employees Training and Protection

Protective equipment, such as gloves, eye protection, hearing, respiratory, head protections, should be provided by the employer (at no cost for the employees). Employees should receive proper training on the Health and Safety program, the risks and hazards related to their work, in the local language or the language spoken by the employees (if different). Finally, pregnant women should not be exposed to chemicals and hazardous substances, or be negatively impacted by their work.

c) Monitoring

We encourage our suppliers to have written procedures in place to monitor and manage all work related health incidents. Employees should be encouraged to raise health and safety hazards and should easily be able to report incidents, without fear of retaliation or harassment.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:6 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

6. RESPECT FOR THE ENVIRONMENT

Suppliers should make sure they do not, voluntarily or involuntarily, deteriorate the environment. Employers should adopt practices and measures to reduce the pollution or at the very least to mitigate negative environmental impacts. This principle also contributes to ensuring the health and safety of the employees and of the overall community, by limiting pollution and preventing toxic releases and other negative impacts on the environment. We further encourage our suppliers to develop eco-efficient or energy-efficient products or services, as a way to improve the overall life-cycle of their products or services.

a) Permits – Compliance

Suppliers should receive and keep all required environmental permits or approvals, for instance for the purchase, storage and disposal of chemicals. Should an accidental discharge, spill or release in the environment occur, suppliers should ensure to have proper mechanisms in place to report the incident to competent authorities.

b) Hazardous Substances

We encourage our suppliers to reduce the use of hazardous substances in their products and / or when manufacturing the products. When their use is necessary, these substances should be properly identified, safely managed, used and disposed of. Suppliers should strive to deliver electronic products compliant with the Restriction of Hazardous Substances Directive (RoHS⁹) and the Regulation on Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH), which the Corporation recognizes as being the best standards on hazardous substances. Employees working with or around these substances should receive proper training (see Health and Safety section # 5, above).

c) Water

We encourage our suppliers to take all necessary measures to preserve this resource and to prevent contamination of water. Suppliers should ensure that discharges or releases to water are optimally managed and treated.

⁹ The six prohibited substances are: Lead, Mercury, Cadmium, Hexavalent Chromium, Polybrominated biphenyls and Polybrominated diphenyl ether.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:7 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

d) Pollution Prevention

We encourage our suppliers to prevent pollution at all stages of their activities, with a focus on best practices such as:

- o Electronic waste recycling and disposal;
- o Efficient waste management;
- o Limiting and controlling air emissions (ozone depleting substances, volatile organic compounds, greenhouse gases);
- o Limiting and controlling release of contaminants to soil, water or air;
- o Reducing consumption of natural resources.

7. ETHICAL AND RESPONSIBLE CONDUCT

Suppliers are expected to comply with all applicable legislation and are encouraged to follow international or industry best practices. This principle involves compliance with applicable statutes, regulations, orders in council, orders and judgements. This principle applies not only by law, but also in light of the general objective of adhering to the best business practices possible in any sector. We expect our Suppliers to maintain a highly ethical and responsible conduct by addressing the following issues:

a) Corruption Prevention

We expect our suppliers to work against corruption in all its form, whether direct or indirect (including bribery and extortion). We adopt Transparency International's definition of corruption, which is: "the abuse of entrusted power for private gain"¹⁰. We encourage our suppliers to implement a program to ensure compliance with the law and which will detect corruption.

b) Improper Advantage

In their relations with our employees, suppliers should not try to gain improper advantage or find themselves in a situation of conflict of interest. This principle encompasses gifts, gratuities, rewards, entertainment and benefits that would be offered to our employees or requested from them. Suppliers should not act in a way that would place the Corporation and its employees, or where COGECO may be perceived to be, in breach of this principle and of its Code of Ethics.

¹⁰ Transparency International :

http://www.transparency.org/whoweare/organisation/faqs_on_corruption/2/

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:8 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

c) Work Performed On Behalf Of COGECO

We expect our suppliers performing work on behalf of COGECO to demonstrate business integrity and courtesy in all their interactions, whether with our employees, our customers, our representatives, and other third party they need to work with during their mandate. Suppliers must ensure that customer premises or their area of work are kept intact and should, as well, collect and manage all waste generated during their work (including electronic waste, cabling, etc.). If they are unable to restore it right away, they must agree with COGECO on a period at which it will be restored to its initial state. They must ensure they work according to Health and Safety standards, of applicable laws where the work is performed, and to preserve the environment. Finally, they should ensure that they prevent contamination of air, ground and water and to report spills and toxic releases, following applicable legislation.

d) Intellectual Property

Suppliers should respect the intellectual property rights of COGECO and/or of other businesses. This also applies to transfer of technology and know-how. Customer information also needs to be safeguarded.

e) Privacy

We expect our suppliers to ensure the privacy of personal and non-public information they could obtain in the course of their business activities with COGECO, as well as with other customers, employees, and suppliers. Information security processes must be implemented regarding how that information is collected, used, stored, transmitted and shared. Suppliers should follow the privacy and security laws in place.

f) Reporting and Non Retaliation

We encourage our suppliers to allow their employees to report non compliance, through whistle blowing programs or through speak up programs. The employee's identity should remain confidential and the employee should be protected from any form of retaliation.

g) Conflict Minerals

We expect all our suppliers of electronic or electric equipment/products to evaluate the origin of the metals they purchase to ensure they do not come from a conflict zone and / or that they do not finance (directly or indirectly) armed groups that perpetuate human rights violations. We are targeting specifically the following metals, which would be mined from the Democratic Republic of Congo and the adjoining countries: gold, columbite-tantalite (coltan), tantalum, tin and tungsten. We encourage our suppliers to have in place the appropriate due diligence processes and to disclose, voluntarily or upon request, the results of their assessment and the processes they have implemented.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:9 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



COGECO

Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

8. PERFORMANCE MONITORING

In relation to the principles set out above, COGECO will monitor the performance of its suppliers, either through periodic media monitoring or by requiring the completion of a self-assessment questionnaire. Should a situation be identified whereby the supplier does not appear to adhere to said principles, COGECO, as a first step, will discuss the situation accordingly with the supplier. If the supplier is not in a position to demonstrate that the situation has been remediated to COGECO's satisfaction, COGECO could, at its sole discretion, terminate the contract with that supplier.

9. CONTACTS – REPORTING NON-ADHERENCE

To report a case of non-adherence to the principles laid out in this Supplier Code of Conduct, please contact our independent third party Partner (ClearView). All reports are anonymous and will be sent to our Internal Audit team that will investigate accordingly.

By Telephone	Online
Canada or United States: 1-877-706-2640	CLEARVIEW: www.clearviewconnects.com
United Kingdom: 0 800 016 3854	
France: 0 800 914 343	

You can always report a situation of non-adherence, any time if you prefer, directly to COGECO, by communicating with the Vice President, Internal Audit and Risk Management (Elizabeth Alves at 514-764-4747).

You can also report the situation to our Corporate Social Responsibility Team: responsibility@cogeco.com

10. RELATED POLICIES AND PROCEDURES

COGECO Group Code of Ethics
 Procurement Policy
 Corporate Social Responsibility Policy

11. REVISION

Due to the evolving nature of issues related to CSR, and to ensure greater flexibility, this Code will be reviewed every two years.

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:10 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

12. SOURCES

Cogeco Policies

Link to the Code of Ethics:

<http://www.COGECCO.ca/cable/corporate/cca/governance/code.html>

Link to the Corporate Social Responsibility Policy :

http://www.COGECCO.ca/export/sites/COGECCO/corporate/files/others_en/COGECCO_Corporate_Social_Responsibility_Policy.pdf

External Documents

Ethical Trading Initiative: <http://www.ethicaltrade.org/>

European Eco-Management and Audit Scheme (EMAS) : http://ec.europa.eu/environment/emas/index_en.htm

Electronics Industry Citizenship Coalition Code of Conduct, version 5.0 :

http://www.eiccoalition.org/media/docs/EICCCCodeofConduct5_English.pdf

Fair Labor Association - Workplace Code of Conduct:

http://www.fairlabor.org/sites/default/files/fla_code_of_conduct.pdf

ICT Sector Guide on Implementing the UN Guiding Principles on Business and Human Rights:
https://ec.europa.eu/anti-trafficking/sites/antitrafficking/files/information_and_communication_technology_0.pdf

International Labor Organization Declaration on Fundamental principles and Rights at Work:
<http://www.ilo.org/declaration/lang--en/index.htm>

ISO 14001: <http://www.iso.org/iso/home/standards/management-standards/iso14000.htm>

Joint Audit Cooperation (JAC) Guiding Principles for Sustainability:

http://gesi.org/files/Articles/JAC%20SC%20Guidelines%20V01_20140116.pdf

Network for Business Sustainability – Managing Sustainable Global Supply Chains, 2011. <http://nbs.net/wp-content/uploads/nbs-systematic-review-supply-chains.pdf>

OHSAS 18001: <http://www.ohsas-18001-occupational-health-and-safety.com/>

OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas: <http://www.oecd.org/corporate/mne/mining.htm>

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:11 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	



Supplier Code of Conduct

Re: Supplier Code of Conduct	Sector: Internal Audit & Risk Management
	Number: 1
	Date: October 2015

Regulation on Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH):

http://ec.europa.eu/enterprise/sectors/chemicals/reach/index_en.htm

Restriction on Hazardous Substances Directive (RoHS):

<http://eur-lex.europa.eu/legal-content/EN/TXT/?qid=1399998664957&uri=CELEX:02011L0065-20140129>

United nations Guiding Principles on Business and Human Rights:

http://www.ohchr.org/Documents/Publications/GuidingPrinciplesBusinessHR_EN.pdf

United Nations Universal Declaration of Human Rights: <http://www.un.org/en/documents/udhr/>

Prepared by: Internal Audit & Risk Management	Effective Date: October 2015	Page:12 of 12
Approved by: Corporate Governance Committee	Revision date: October 2017	