



Alimentation Couche-Tard Inc.

SUPPLIER CODE OF CONDUCT

Approved by the Board of Directors
on November 28, 2023



CIRCLE 



DO THE RIGHT THING

As a leading convenience and mobility provider, the Alimentation Couche-Tard group of companies worldwide (“ACT, our or we”) is committed to using its global reach for the greater good. With our worldwide footprint, we believe that the decisions we make in our procurement processes can have a considerable impact on helping to build a more sustainable supply chain. We strive towards a cleaner, safer, equitable, respectful workplace and planet. Delivering on our promise to “Do the Right Thing” requires that we conduct our business ethically, with integrity and honestly with the support and collaboration of our supplier community to uphold environmentally and socially responsible procurement practices.

Values We Live By

Protecting and strengthening the culture at ACT is one of our highest priorities. Our values inform all our actions and business decisions as we strive to fulfill our mission of making our customers’ lives a little easier every day:



One Team

We work together to make it easier for our customers and colleagues. We stay humble and celebrate shared successes. We have fun and care for each other.



Do the Right Thing

We act with honesty & integrity. We are inclusive: we treat each other, our customers, and our suppliers with respect. We strive towards a cleaner, safer, equitable workplace and planet.



Take Ownership

We treat the business as our own. We seek out problems, act quickly to solve them, and deliver better results. We take responsibility, and when we make mistakes, we learn from them.



Play to Win

We challenge ourselves to play offense, not defense, which means we need to be quick and innovative. We show up every day ready and committed to make an impact using our talents and hard work.



Fundamental Principles

The Supplier Code of Conduct (“Supplier Code”) is derived from our determination to conduct business with honesty and integrity. As a result, we center our business relationships with those suppliers who share a commitment to the following fundamental principles:

1. Compliance with Applicable Laws and Legal Requirements:

Suppliers must comply with applicable laws, contractual provisions and industry standards in the countries in which they do business. When industry standards are more onerous than legal requirements, we expect our Suppliers to comply with the highest standard.

2. Ethical Business Practices:

Suppliers must conduct their business upholding high ethical business practices.

3. Ethical Employment Standards:

Suppliers are required to adhere to applicable human rights and employment standards.

4. Environment and Sustainability:

Suppliers are required to comply with all applicable local, regional and/or national environmental laws and regulations and to uphold the highest corporate standards of environmental and sustainable stewardship.

Application

The Supplier Code applies to all suppliers, vendors, service providers, agents, brokers and manufacturers (collectively “Suppliers”) who (i) manufacture, supply and/or package goods and services for resale and/or goods and services not for resale; or (iii) maintain a business relationship with ACT. We hold our Suppliers to high standards and expect Suppliers to conduct business in a manner that aligns with our values and corporate governance.

Supplier Acceptance

By entering into any contract, purchase order or any other terms and conditions with ACT a, Suppliers are affirming their acceptance to comply with the requirements set out in the Supplier Code. Suppliers must ensure that their respective supply chain, including all suppliers, contractors, sub-contractors, agents and sub-agents (collectively, the “Supplier Representatives”) uphold the requirements outlined in the Supplier Code.



Governance

As part of its mandate, the Human Resources and Corporate Governance Committee (the «HRCG Committee») assists ACT's Board of Directors (the «Board») in carrying out its responsibilities by dealing with matters relating to environmental, social and corporate governance ("ESG"), and making recommendations to the Board as appropriate, including oversight of any matters covered by this Supplier Code. The HRCG Committee is briefed on ESG-related matters on a quarterly basis.

Compliance

ACT expects its Suppliers to monitor their compliance with the terms of the Supplier Code, including the communication and monitoring of the Supplier Representatives' compliance with the Supplier Code. ACT requires that Suppliers have a training program available for their management and workers that achieves an appropriate level of knowledge, skills and abilities to ensure they understand ACT's expectations and this Supplier Code. Additionally, Suppliers must provide appropriate training to each of their workers, employees, agents, suppliers and contractors with respect to identifying and mitigating risks related to forced labour and child labour. While we base compliance with the Supplier Code on a transparent, honest, rigorous and collaborative approach with our Suppliers with the goal of achieving continuous improvement, we reserve the right to follow-up with Suppliers and Supplier Representatives through questionnaires, self-assessments, third party audits, visit to Suppliers' premise and business improvement programs, at Suppliers' expense. Supplier shall cooperate with any investigations or audits initiated under the Supplier Code by ACT or on behalf of ACT. Suppliers must maintain current and sufficiently detailed records to substantiate their compliance with the Supplier Code and ACT may ask that they are independently verified at Suppliers' expense. In addition, and to the extent applicable, each Supplier must promptly provide ACT with any information or documentation reasonably requested by ACT in order to permit ACT to comply with any applicable transparency of supply chain reporting (including, without limitation, the *Canadian Fighting Against Forced Labour and Child Labour in Supply Chains Act* and the *Transparency Act* (Norway)).

Should a Supplier fail to comply with the principles and terms of this Supplier Code, ACT may require the implementation of corrective actions. In the event a Supplier fails to collaborate and/or implement satisfactory corrective measures for a material breach of the Supplier Code, ACT may, in its sole discretion, suspend or terminate, all or part of its business relationship with such Supplier. A reference to a Supplier of ACT in the Supplier Code is deemed to include the Supplier Representatives in all applicable instances.



Reporting

We encourage our Suppliers to speak up and report any actual or suspected suspicious, unlawful or unethical behaviour, including any non-compliance or suspected non-compliance with applicable laws or industry standards, by phone or online through the ACT Hotline platform at couchetard.ethicspoint.com.



1. Compliance with Applicable Laws and Legal Requirements:

Laws and regulations. ACT requires that its Suppliers comply with all applicable laws, rules and regulations of the jurisdictions in which they operate. If industry standards, or local legal or regulatory requirements differ from this Supplier Code, we expect our Suppliers to uphold and comply with the highest standards.

Contractual Terms. We expect our Suppliers to uphold their contractual commitments with ACT, maintain honest and open communications and act in good faith in the performance of their obligations.

Sanctions. Suppliers are required to comply, and ensure that Supplier Representatives comply, with all applicable restrictions and requirements resulting from any sanctions administered or enforced by the Canadian government and its agencies, the U.S. government (including, without limitation, the Office of Foreign Assets Control of the U.S. Department of the Treasury or the U.S. Department of State and including, without limitation, the designation as a "specially designated national" or "blocked person"), the United Nations Security Council, the European Union, His Majesty's Treasury or other relevant sanctions authority.

Protecting Information. Suppliers must ensure that they have and maintain policies, standards and procedures to comply with applicable privacy laws and regulations, industry standards and contractual requirements, and to safeguard and prevent any unauthorized access to personal or confidential information. Suppliers should protect the confidential information of ACT. Suppliers who have been given access to confidential information as part of their business dealings with ACT should not share this information with anyone unless authorized to do so in writing by ACT. Suppliers should not trade in securities, or encourage others to do so, based on confidential information received from ACT. Similarly, a Supplier should not share with anyone at ACT information related to any other company if the Supplier is under a contractual or legal obligation not to share the information. Suppliers must maintain and retain all accurate and reliable business records to substantiate their compliance with applicable laws. This applies even after Supplier's contract is terminated.

2. Ethical Business Practices:

Anti-Bribery, Corruption and Fraud. ACT requires that its Suppliers comply with all applicable anti-bribery, anti-corruption and anti-money laundering laws and regulations, including without limitation, Canada's Corruption of Foreign Public Officials Act, the U.S. Foreign Corrupt Practices Act and all local laws dealing with bribery of government officials. Further, we expect our Suppliers not to solicit, accept or otherwise engage in any form of corrupt business practices including bribery, extortion, fraud or money laundering, kick-backs, gifts or other payment with the intent to obtain favours or preferred treatment. In connection with any transaction as a Supplier to or otherwise in relation to ACT, Suppliers must not transfer anything of value, directly or indirectly, to any government official, employee of a government-controlled company, or political party, in order to obtain any improper benefit or advantage.

Gifts and Conflicts of interest. ACT requires that Suppliers not give gifts of cash, cash equivalents or entertainment to our employees and their immediate family members to avoid real or perceived conflicts of interest, undue influence on a business decision or potential intent of bribery. Invitations to meals, social events or any outside activities may be accepted only if the occasion is primarily business-related, consistent with accepted business practice, of modest value, infrequent and not reflect or have the potential of reflecting poorly on ACT. We ask our Suppliers to keep a written record of the gifts and invitations extended to our employees. Suppliers are required to disclose any situation that appears to conflict, or could conflict in any way, with the interests of ACT and should have clear company-wide policies or processes in managing conflicts of interest.



3. Ethical Employment Standards and Human Rights:

Child Labour. As part of the minimum employment and labour standards required by ACT, Suppliers must comply with all applicable local laws, statutes and regulations and uphold the more stringent industry standards applicable to their business operations. The age of Suppliers' employees needs to be verified prior to employment and a record maintained. Suppliers may only engage workers, employees and contractors that are permitted to work in the jurisdictions in which the Suppliers require them to work. No Supplier may engage any person under the age of 18 if the work in question would (or could reasonably be expected to): (i) be mentally, physically, socially, mentally or morally dangerous to a child; (ii) deprive a child of the opportunity to attend school; (iii) oblige a child to leave school prematurely; (iv) require a child to attempt to combine school attendance with excessively long and heavy work; or (v) otherwise interfere with a child's schooling. No Supplier may employ any individual below the minimum age permitted by local law. Suppliers must operate in compliance with local laws and the core International Labour Organization standards regarding child labour.

No forced labour, Compensation and Working Hours.

Suppliers must not engage in involuntary labour practices, such as forced, bonded, or indentured labour, or subject their works to any other form of physical, mental, sexual or form of abuse. Suppliers are required to ensure that all employees work on a voluntary basis, free from exploitation, discrimination, coercion or any other conditions violating applicable local laws. Suppliers must ensure that workers are provided with written and clear information about their employment conditions in their own language including wages (always meeting or exceeding minimum wage), hours, and vacation before entering into employment. Suppliers must comply with the maximum hours of work per week and ensure that their workers are not penalized for refusing overtime as provided under applicable local laws. Suppliers must ensure that workers (i) are paid regularly and fairly; (ii) are able to leave the workplace at will, (iii) retain their documents and work permits, and (iv) have the ability to resign from their position subject to reasonable notice. No Supplier may import many goods which have been produced (or are reasonably suspected to have been produced) in whole or in part with modern slavery, including the use of forced labour or child labour.”

Respect and dignity. Suppliers must ensure that all employees and workers are treated with dignity and respect, including respect for differences such as gender, gender identity, gender expression, race, colour, age, disability, sexual orientation, ethnic origin and religion, disability or medical condition. Suppliers must not tolerate discriminatory practices, verbal, physical or sexual abuse, harassment, threats, intimidation, punishment or illegal disciplinary action. Employees must be free to raise concerns without fear of reprisal.

Diversity and Inclusion. Suppliers must uphold hiring and employment practices based solely on an individual’s performance and ability to do the job. Supplier will not discriminate their workers, employees or sub-contractors based on race, colour, gender, sexual orientation, marital status, religion, political affiliation, nationality, ethnic background, social origin, age or disability or any other legally protected characteristic. In addition, we expect Suppliers to ensure their procurement and supply chain assessment processes are both unbiased and transparent.

Health and safety. Suppliers must provide employees with a healthy and safe work environment that complies with applicable national and local laws. Suppliers must ensure employees are provided with the necessities to perform work in a healthy and safe environment. This includes appropriate hygienic conditions, ventilation and lighting, protective gear, regular training, first aid and emergency care, access to drinking water, sanitation facilities, fire extinguishers, sprinklers, smoke detectors and relevant accessible equipment at all facilities with accessible evacuation routes at all times. Suppliers are required to maintain adequate health and safety prevention programs to prevent injuries and accidents.

Freedom of association. Suppliers must respect the freedom of association in accordance with local laws, including, when applicable, the right for workers to conduct such activities on site, in an environment free of discrimination or harassment, regardless of the jurisdictions in which they operate.



Environment and sustainability

1. Environment:

At minimum, ACT requires that its Suppliers comply with all applicable local environmental laws and regulations of the jurisdictions in which they operate and uphold the highest corporate standards of environmental stewardship with an aim to continuously reduce their environmental footprint. ACT strongly encourages its Suppliers to establish and uphold commitments to reduce their Greenhouse gas (GHC) emissions, water consumption and use of water released pollutants at every stage of the product life cycle.



2. Sustainability:

Suppliers are encouraged to integrate ESG into their company policies and business practices. Suppliers are encouraged to develop targets to reduce the environmental impacts of their operations, products and services and to publicly disclose their progress relative to those commitments on an ongoing basis.

This Supplier Code will be reviewed from time to time to ensure it continues to meet ACT values and standards. The Supplier Code may be modified at any time by ACT at its sole discretion.

