

Vendor Code of Conduct

POLICY DOCUMENT

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DP WORLD

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Introduction

DP World is a leading provider of smart logistics solutions, enabling the flow of trade across the globe. We strive for a positive contribution to economies and communities, ensuring everything we do leaves long-term benefits for the world we live in.

This Vendor Code of Conduct (the “Code”) sets out the standards and behaviour that DP World requires from its Vendors.

Purpose

The Code is intended to promote ethical business and professional conduct and compliance with applicable laws and regulations. We strongly believe that implementing the Code will create value for all parties and is a vital step to establishing a sustainable relationship with our vendors’ wherever we operate.

We expect our vendors to acknowledge our values and share our commitment to conduct business in an ethical, legal, and socially responsible manner. We strive to continually improve our processes to reach our commitment to the highest possible standards. As part of Our Principles, we aim to prioritise different areas including, respect for human rights, fair labour practices, eliminating any form of corruption, protecting the environment and sustainability.

Scope

This Code applies to all Vendors (including their employees and their supply chains) who conduct business activities with DP World.

Policy

1. Requirements from Vendors

DP World shall select and award business to vendors who are committed to acting fairly and with integrity towards all stakeholders.

DP World shall only deal with vendors who agree to adopt and adhere to the Code. DP World shall monitor the performance of vendors and will take necessary action if there is non-compliance or breaches of the Code.

We expect our vendors to:

- comply with all applicable laws and regulations;
- comply with the Code;
- ensure that their supply chains are in compliance with the Code and any applicable customer code(s) of conduct;
- maintain accurate and appropriately detailed records in relation to any goods or services provided to DP World;
- allow authorised representatives of DP World to conduct scheduled and/or unscheduled site visits to the vendor’s locations as and when required (DP world reserves the right to monitor adherence to the Code using internal or external audits);

- respond promptly to enquiries from the authorised representatives of DP World regarding implementation of the Code;
- ensure awareness and compliance of the Code with its employees;
- adopt or establish a management system designed to ensure compliance with the Code and applicable laws and regulations (where applicable);
- disclose any relationship with a DP World employee or another third party that might represent an actual, potential, or perceived conflict of interest; and
- operate in a sustainable and responsible manner with clearly defined supply chain goals and objectives.

2. Procurement

Vendors are required to adhere to the following procurement processes including but not limited to:

2.1. Vendor Pre-Qualification Process

DP World maintains a database of registered and pre-qualified vendors.

We expect our vendors to:

- Update their registration profile as soon as any changes in their organisation have occurred which may affect their pre-qualification status. However, vendors are required to review their registration profile as a minimum on an annual basis. Non-adherence to this may result in exclusion from the pre-approved vendor list.

2.2. Tender Management

DP World invites vendors to tender opportunities from a pre-approved vendor list. Tenders are issued and managed via the relevant e-Sourcing Portals.

We expect all communication between authorised DP World personnel and vendors to take place via the relevant e-Sourcing Portals to ensure transparency and auditability.

3. Health, Safety and Environment

DP World is committed to achieving zero harm to people and the environment.

Vendors are required to adhere to DP World's Health, Safety and Environment (HSE) standards that are an integral part of the vendor's contractual obligations. HSE standards and guidelines shall be clearly communicated to vendors as part of any relevant procurement process by the DP World HSE representative. Such HSE standards and guidelines shall be based on local laws and regulations to ensure that potential risks are effectively managed.

Adherence to HSE standards, policies, procedures and associated instructions are non-negotiable responsibilities and vendors and their employees are accountable for compliance.

We expect our vendors to:

- provide a safe and healthy working environment for their employees;
- strive for zero harm at work and commit to putting employee safety as a high priority;
- operate in an environmentally responsible and efficient manner to minimise adverse impacts on the environment through better use of natural resources and effective management of emissions;
- have a clear ambition statement with regard to their emissions reduction;

- have a plan that supports DP World's commitments to be net zero in operations by 2050;
- to comply with the relevant regulations when dealing with the transportation of dangerous goods (such as the Security Screening Act) (where applicable); and
- adopt or establish a HSE management system designed to ensure compliance with the Code and applicable laws and regulations (where applicable). Examples of HSE guidelines can be found in Annex A.

4. Sustainability

DP World is committed to prioritising sustainability and impact on people, the communities and environment in which we operate.

We expect our vendors to:

- minimise their negative impact on biodiversity, climate change and water scarcity to protect the livelihood of people;
- prohibit the unlawful eviction and unlawful taking of land, forests and waters;
- take a zero-tolerance approach to the transportation and trade of illegal wildlife and parts; and
- engage the community to help foster social and economic development and to contribute to the sustainability of the communities in which they operate (where applicable).

5. Fraud

DP World has a zero-tolerance policy against any form of fraudulent or corrupt business practices. Examples of fraud include bid rigging, overbilling, under delivery, kickbacks, solicitation, and payment or receipt of bribes.

We expect our vendors to:

- be aware of the risks associated with occupational fraud, how to identify them and more importantly how to stop them;
- provide employees with safe communication channels to report suspected fraud; and
- prevent deceptive, misleading, or dishonest conduct when dealing with DP World.

6. Bribery

DP World has a zero-tolerance policy against any form of bribery. DP World absolutely prohibits using or allowing other people to give bribes, take bribes or participate in bribery. Corruption, extortion, and embezzlement, in any form, are also strictly prohibited.

A bribe is anything given to cause someone to break a law or improperly perform a duty in the future, or to reward them for having broken a law or improperly performed a duty in the past. It does not matter if that bribe is given or received directly or indirectly. It does not matter if the bribe is money, an object, a service, or influence. It does not matter if the bribe is disguised, hidden or given a special name.

We expect our vendors to:

- refrain from giving, taking, offering, proposing, requesting, arranging, allowing, ignoring or being wilfully blind to bribes;
- have adequate procedures in place to exclude bribery from their business;
- refrain from any lobbying or political activity in connection with work for DP World;
- notify DP World if any DP World member of staff has a direct or indirect interest in the vendor;
- comply with the (UK) Bribery Act 2010 and the applicable anti-bribery laws and regulations of the countries in which they operate;

- not violate the Foreign Corrupt Practices Act (FCPA), any international anti-corruption conventions, and applicable anti-corruption laws and regulations of the countries in which they operate;
- not engage in corruption, extortion, or embezzlement in any form;
- not offer or accept bribes or other means to obtain an undue or improper advantage; and
- uphold fair business standards in advertising, sales, and competition; and
- not employ or otherwise make payments to any DP World employee during the course of any transaction between the vendor and DP World.

7. Gifts and Hospitality

There are very limited circumstances in which DP World allows vendors to give gifts and hospitality to DP World staff or in connection with work for DP World. Vendors must accurately record any gift or hospitality provided in such circumstances.

We expect our vendors not to offer any gifts or hospitality that:

- are part of a quid pro quo (“if you give me this, I’ll give you that”);
- are in cash or cash equivalent (gift cards etc);
- are luxurious, lavish or immodest;
- are valued in excess of USD 200;
- are inappropriate in a business context or would be embarrassing if publicly known;
- are gender-exclusive; or
- involve substance abuse.

8. Anti-competitive behaviour

Anti-competitive conduct increases costs, reduces efficiency, and places all involved persons at legal and reputational risk. Examples of anti-competitive conduct include bid rigging, bid rotation, obtaining inside information on tenders, and cartel formation.

We expect our vendors to:

- compete fairly in seeking, obtaining and performing business for DP World and all other customers;
- not make any attempt to influence any other vendor to submit or not to submit a tender response or proposal;
- not disclose directly or indirectly the price which the vendor submits in proposals to any competing vendor at any stage during the tender process; and
- accurately record and disclose information as and to whom required regarding their business activities, structure, financial situation, and performance in accordance with applicable laws and regulations and prevailing industry practices.

Vendors are required to ensure that they act in accordance with the applicable antitrust law. Furthermore, vendors are required to distance themselves from any illegal behaviour (of any kind) that may likely lead to distortion or reduction of competition.

Specifically, vendors should refrain from the following practices in relation to competitors, which shall include but is not limited to:

- Agreeing/fixing prices or price components;
- Agreeing to refrain from competition or the placing of fictitious bids; and
- The exchange of confidential market information (e.g. revenues, prices, price calculations, planned investment, strategies or customer data).

Country-specific laws prohibit relationships or arrangements with competitors, suppliers, distributors, or dealers that may interfere with competition in the marketplace. Such legal prohibitions apply to a wide range of activities, including price fixing, allocations of customers or sales territories between competitors, anti-competitive boycotts, and other unfair methods of competition. We are committed to fair competition and compliance with the applicable laws and regulations.

9. Money laundering, sanctions, export controls and tax evasion

DP World does not allow its operations to be used for the purpose of money laundering. DP World does not do business in breach of export controls or sanctions laws. DP World is committed to full compliance with its tax obligations and does not use vendors to evade them.

We expect our vendors to:

- refrain from money laundering and tax evasion;
- avoid any contact with or support of any terrorist organisations. If necessary, vendors must use internal measures to actively prevent the financing of terrorism;
- comply with all applicable Anti Money Laundering (AML), export controls and sanctions laws and regulations;
- have adequate procedures in place to prevent money laundering and tax evasion, and to ensure export control and sanctions compliance; and
- provide documents to support DP World's compliance procedures upon request.

10. Fair Labour Practices

DP World expects its vendors to share its commitments to human rights and equal opportunity in the workplace. All DP World vendors must conduct their employment practices in full compliance with all applicable laws and regulations.

DP World has a zero-tolerance policy to Modern Slavery and Human Trafficking, and we are committed to implementing and enforcing effective procedures and controls to ensure Modern Slavery and Human Trafficking is not taking place anywhere in our business. Modern Slavery and Human Trafficking is a crime and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labour, child labour, unethical recruitment, and human trafficking. We currently report our performance against Human Rights, Forced Labour and Child Labour disclosures within our annual Environmental, Social, and Governance (ESG) Report.

DP World respects and supports the human rights of our employees, our supply chain, and the broader community around us. We also publish a Modern Slavery and Human Trafficking Statement annually.

The Code underscores our voluntary commitment to maintain national and supranational standards. This includes, but is not limited to, labour standards, social standards, the ten principles of the Global Compact, the Universal Declaration of Human Rights (UDHR), the International Covenant on Civil and Political Rights, the International Covenant on Economic, Social and Cultural Right, International Labour Organisation (ILO) Declaration on Fundamental Principles and Rights at Work, United Nations (UN) Guiding Principles on Business and Human Rights, Social Accountability International (SAI), Ethical Trading Initiative (ETI), Electronic Industry Code of Conduct (EICC), the ILO Tripartite Declaration of Principles on Multinational Enterprises and Social Policy (MNE Declaration), the OECD Guidelines for Multinational Enterprises, and the Responsible Care® Global Charter (where applicable).

We expect our vendors to:

- comply with the applicable modern slavery laws. Examples of modern slavery laws include the UK Modern Slavery Act 2015 and the Australian Modern Slavery Act 2018;
- ensure all types of discrimination prevention (i.e. sexual harassment, racial, age, physical etc.) and provide awareness training for their employees and effectively investigate and report any cases;
- comply with all applicable regulations with regard to child labour;
- comply with all applicable labour regulations with regard to working hours, remuneration, minimum wage as per local laws and regulations, and employment contracts;
- embrace diversity, encouraging personal development and providing employees with the tools to drive change;
- complete the Supplier Modern Slavery and Human Trafficking Self-assessment (when required);
- provide a non-discriminatory workplace for male and female employees (including hiring, remuneration, promotion and disciplinary action) and pro-actively encourage opportunities for professional development;
- ensure employees are not subjected to any form of sexual, psychological, physical or verbal abuse;
- not use or permit the use of corporal punishment or other forms of mental or physical coercion, nor execute threats of such treatment; and
- ensure collection and further processing of employees' personal data are done in compliance with the applicable data privacy laws and regulations.

11. Confidential Information

DP World may provide vendors with certain confidential information as and when required. Vendors must respect the confidentiality of that information and must not use that information for any improper purpose.

We expect our vendors to:

- to keep secure any confidential information shared by DP World;
- refrain from buying or selling securities on the basis of confidential information received from DP World;
- respect the intellectual property rights of third parties. Copyrights, patents, trademarks, licenses, logos of third parties must be protected. It must be ensured that no plagiarism is used by any partner. Vendors are obligated to safeguard information and transfer technology and know-how in a manner that protects intellectual property rights;
- appropriately store and process personal information and strategic information;
- securely store and restrict access to confidential information;
- maintain the confidentiality of information unless specifically authorised by DP World; and
- to protect the confidential information of all business partners and to only use such confidential information within the parameters agreed in the relevant contract; and
- notify and inform DP World if they believe they have been given access to DP World's confidential information by error and to refrain from further distribution of the information.

12. External Communications

Without prior consent from DP World's Group Communications department, **we expect our vendors** not to:

- make any public announcements about its provision of goods or services to DP World;
- use any DP World branding (i.e. logo's or testimonials) for marketing purposes;
- include information regarding the vendor's assignment with DP World in its social media or other profiles;
- use social media to discuss any of DP World's initiatives, services or programmes;

- circulate, post or distribute (on the internet or otherwise) any photo, video or audio recordings taken at DP World facilities or at DP World work-related event at an external site;
- post, seek or provide recommendations or referrals by or of any DP world employees, customers or service providers; and
- post anything about DP World or its employees, customers, or service providers that others could be construed as offensive, harassing or intimidating, including, but not limited to religious or ethnic slurs, sexist comments, discriminatory comments, insults and obscenities.

We expect our vendors to notify DP World if it receives any regulatory requests, media inquiries, or other third-party requests regarding DP World.

If the vendor is authorised to use social media in connection with its duties at DP World, **We expect our vendors to:**

- only speak on its behalf and write in the first person;
- be respectful and factual when choosing to disagree with others; and
- avoid speaking negatively about another person, business or competitor.

Certain geographies and business units may have local rules and regulations specific to social media that are more restrictive than what is stated herein and which would still be applicable.

13. Reporting breaches of this Code

Vendors who suspect, know or are concerned that this Code is being breached by any person must immediately inform DP World’s whistleblowing hotline. Vendors may not retaliate against any person (including their own employees) who raise concerns with the whistleblowing hotline.

Vendors shall provide an anonymous complaint mechanism for workers to report workplace grievances in accordance with local laws and regulations. Vendors are also strongly encouraged to establish appropriate measures for whistleblowing. Vendor whistleblowing programmes shall ensure the protection of whistleblowers confidentiality and prohibit any form of retaliation against them.

Vendors can contact the whistleblowing hotline via email or phone. For further details on the DP World Whistleblowing Hotline, please visit dpworld.com/whistleblowing-hotline.

14. Response to breaches of the Code

In the event of actual or apparent breach of this Code, DP World reserves the right to take the following actions, including but not limited to:

- a) conduct an investigation into the breach, using internal or external resources as it deemed appropriate;
- b) terminate any contract between DP World and a vendor where a breach of this Code has occurred;
- c) choose not to source goods or services from a vendor that breached this Code either permanently or for a specified period of time;
- d) prevent the vendor being nominated as a sub-contractor, consultant, manufacturer or supplier, or service provider of an otherwise eligible firm in connection with work for DP World;
- e) suspend or remove the vendor from the pre-approved vendor list;
- f) refer any breach to law enforcement agencies, regulators, prosecutors or similar third parties; and
- g) to file criminal complaints, request or bring criminal prosecutions, and/or commence civil litigation against any party.

Related Standards, Policies and Processes

The following standards shall be read, understood and considered in conjunction with this Code:

- Eco-Management and Audit Scheme
<https://green-business.ec.europa.eu>
- Electronic Industry Code of Conduct
<https://www.responsiblebusiness.org>
- Ethical Trading Initiative
<https://ethicaltrade.org>
- ILO International Labor Organisation
<https://ilo.org>
- ISO 14001
<https://iso.org>
- OECD Guidelines for Multinational Enterprises
<https://oecd.org>
- OHSAS 18001
<https://www.bsigroup.com/en-GB>
- Social Accountability International (SAI)
<https://sa-intl.org>
- United Nations Convention Against Corruption
<https://unodc.org>
- United Nations Global Compact
<https://unglobalcompact.org>
- Universal Declaration of Human Rights
<https://un.org/en>
- UK Modern Slavery Act 2015
<http://www.legislation.gov.uk>

Definitions and Terms

In this Code the following definitions apply, unless the context requires otherwise:

Code	Vendor Code of Conduct
DP World	DP World Limited and all its subsidiaries

History

Version Number	Review Date	Summary of Changes
1.0	December 2016	First introduced
1.1	August 2020	<ul style="list-style-type: none">• Requirements from Vendors: update on additional compliance requirement for the Vendor;• Safety and Environment: update on additional compliance requirement for the Vendor;• Fair Labour Practices: update on additional compliance requirement for the Vendor; and• External Communications: update on additional compliance requirement for the Vendor.
2.0	January 2024	<ul style="list-style-type: none">• Policy template updated as per the Corporate Branding Guidelines;

		<ul style="list-style-type: none"> • Requirements from Vendors: update on additional compliance requirement for the Vendor • Health, Safety and Environment: update on additional compliance requirement for the Vendor; • Sustainability: update on additional compliance requirement for the Vendor; • Bribery: update on additional compliance requirement for the Vendor; • Anti-competitive behavior: update on additional compliance requirement for the Vendor; • Bribery: update on additional compliance requirement for the Vendor; • Money laundering, sanctions, export controls and tax evasion: update on additional compliance requirement for the Vendor; • Fair Labour Practices: update on additional compliance requirement for the Vendor; • Confidential Information: update on additional compliance requirement for the Vendor; • Reporting breaches of this Code: update on additional compliance requirement for the Vendor; • Inclusion of section Related Standards, Policies and Procedures; and • Inclusion of Annex A – Health, Safety and Environment – Guidelines.
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This Code has been developed by Group Procurement Department and is subject to annual review.

Approved by: Group Chairman and CEO
Department: Group Procurement
Revision Number: 2.0
Revision Date: January 2024

**ALL QUERIES IN RELATION TO THIS
CODE SHOULD BE DIRECTED TO
THE DP WORLD VENDOR MANAGEMENT DEPARTMENT AT**

mailto: vendor.management@dpworld.com

Annex A – Health, Safety and Environment - Guidelines

DP World recognizes that integrating sound health and safety management practices into all aspects of business is essential to maintain high morale and produce innovative products. Vendors are expected to commit to creating safe working conditions and a healthy work environment for all of their workers which shall include but is not limited to the following elements:

- **Occupational Injury Prevention**

Vendors shall eliminate physical hazards where possible. Where appropriate engineering controls such as physical guards, interlocks, and barriers. Where appropriate engineering controls are not possible, vendors shall establish appropriate administrative controls such as safe work procedures. In all cases, vendors shall provide workers with appropriate personal protective equipment. Workers shall not be disciplined for raising safety concerns and shall have the right to refuse unsafe working conditions without fear of reprisal until management adequately addresses their concerns.

- **Prevention of Chemical Exposure**

Vendors shall identify, evaluate, and control worker exposure to hazardous chemical, biological, and physical agents. Vendors must eliminate chemical hazards where possible. Where chemical hazards cannot be eliminated, vendors shall provide appropriate engineering controls and/or appropriate administrative controls such as safe work procedures. In all cases, vendors shall provide workers with appropriate personal protective equipment.

- **Emergency Prevention, Preparedness, and Response**

Vendors shall anticipate, identify, and assess emergency situations and events and minimize their impact by implementing emergency plans and response procedures, including emergency reporting, worker notification and evacuation procedures, worker training and drills, appropriate first-aid supplies, appropriate fire detection and suppression equipment, adequate exit facilities, and recovery plans.

- **Occupational Safety Procedures and Systems**

Vendors shall establish procedures and systems to manage, track, and report occupational injury and illness. Such procedures and systems shall encourage worker reporting, classify and record injury. Investigate illness cases and implement corrective actions to eliminate their causes, provide necessary medical treatment, and facilitate the workers' return to work.

- **Ergonomics**

Vendors shall identify, evaluate, and control worker exposure to physically demanding tasks, including manual material handling, heavy lifting, prolonged standing, and highly repetitive or forceful assembly tasks.

- **Dormitory and Dining**

Vendors shall provide workers with clean toilet facilities, access to potable water, and sanitary food preparation and storage facilities. Worker dormitories provided by the vendor or a third-party agency shall be clean and safe and provide adequate emergency egress, adequate heat and ventilation, reasonable personal space, and reasonable entry and exit privileges.

- **Health and Safety Communication**

In order to foster a safe work environment, vendors shall provide workers with appropriate workplace health and safety information and training, including written health and safety information and warnings, in the primary language of the workers. Vendors shall post, in the primary language of its workers, Material Safety Data Sheets for any hazardous or toxic substances used in the workplace, and properly train workers who will come into contact with such substances in the workplace.

- **Worker Health and Safety Committees**

Vendors are encouraged to initiate and support worker health and safety committees to enhance ongoing health and safety education and to encourage worker input regarding health and safety issues in the workplace.

- **Freedom of Association (as per the applicable laws and regulations of the countries in which the vendor operates)**

Vendors must respect the right of workers to associate freely with, form, and join workers' organisations of their own choosing, seek representation, and bargain collectively as permitted by and in accordance with applicable laws and regulations. Vendors shall not discriminate with respect to employment subject to the condition that the worker relinquish union membership or agree not to join a union; or cause the dismissal of or otherwise prejudice a worker by reason of union membership or participation in union activities outside working hours (or within working hours if the vendor has consented to such activities or if required by applicable laws or regulations). Vendors shall protect against acts of interference with the establishment, functioning, or administration of workers' organisations in accordance with applicable laws and regulations.

- **Working Hours**

Except in emergency or unusual situations, a workweek shall be restricted to the maximum allowed under local laws and regulations, including overtime. Under no circumstances shall workweeks exceed the maximum permitted under applicable laws and regulations.

- **Wages and Benefits**

Vendors shall pay all workers at least the minimum wage required by applicable laws and regulations and provide all legally mandated benefits. In addition to their compensation for regular hours of work, workers shall be compensated for overtime hours at the rate required by applicable laws and regulations. Vendors shall not use deductions from wages as a disciplinary measure. Vendors shall offer vacation time, leave periods, and holidays consistent with applicable laws and regulations. Vendors shall pay workers in a timely manner and clearly convey the basis on which workers are being paid.

- **Health & Safety at Work and Accident Prevention**

We expect our vendors to follow all relevant health and safety legislation and operating guidelines. We expect them to protect the health of their employees and actively try to prevent all work-related accidents and illness. We expect our vendors to ensure the highest possible safety standards when it comes to checking work premises, plants, machines, equipment and procedures.

At DP World, environmental considerations are an integral part of our business practices. Vendors shall commit to reducing the environmental impact of their designs, manufacturing processes, and waste emissions.

- **Environmental protection**

DP World expects vendors to use strategically and sparingly the raw materials, energy, water and other goods necessary to run their business. This, in turn, will contribute to sustainable development. Vendors must take all necessary precautions to prevent causing environmental pollution. In disposing of solid waste and discharging wastewater, vendors must act in accordance with all relevant laws.

Furthermore, DP World expects a constant reduction of energy consumption and emissions by using the latest technologies to minimize the environmental impacts.

- **Hazardous Substance Management and Restrictions**

Vendors shall comply with any applicable laws and regulations prohibiting or restricting the use or handling of specific substances. To ensure safe handling, movement, storage, recycling, reuse, and disposal, vendors shall identify and manage substances that pose a hazard if released to the environment and comply with applicable labeling laws and regulations for recycling and disposal.

- **Solid Waste Management**

Vendors shall manage and dispose of non-hazardous solid waste generated from operations as required by applicable laws and regulations.

- **Wastewater and Storm Water Management**

Vendors shall monitor, control, and treat wastewater generated from operations before discharge as required by applicable laws and regulations. Vendors shall take appropriate precautions to prevent contamination of storm water runoff from their facilities.

- **Air Emissions Management**

Vendors shall characterise, monitor, control, and treat air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone-depleting chemicals, and combustion by-products generated from operations, as required by applicable laws and regulations, before discharge.

- **Environmental Permits and Reporting**

Vendors must obtain, maintain, and keep current all required environmental permits (for example, discharge monitoring) and registrations and follow the operational and reporting requirements of such permits.

- **Pollution Prevention and Resource Reduction**

Vendors must endeavor to reduce or eliminate solid waste, wastewater, and air emissions, including energy-related indirect air emissions, by implementing appropriate conservation measures in their production, maintenance, and facilities processes, and by recycling, reusing, or substituting materials.