

SUPPLIER CSR CHARTER

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Preamble

COUSIN SURGERY is particularly mobilized to meet the environmental and societal challenges facing our world.

COUSIN SURGERY has placed the CSR approach at the heart of its strategy by integrating it into the 3rd pillar of Operational Excellence of its 3-year roadmap.

To achieve these CSR objectives, it is essential for COUSIN SURGERY to structure its responsible purchasing approach by involving its suppliers, subcontractors and service providers even more in this CSR approach.

1. COUSIN SURGERY'S COMMITMENTS TO ITS SUPPLIERS

COUSIN SURGERY's objective is to perpetuate the relationship of trust with its suppliers, subcontractors and service providers by paying particular attention to the societal and environmental aspects of their activities and by encouraging them in a continuous improvement process.

As such, COUSIN SURGERY's responsible purchasing policy lists the various commitments made by the company to its suppliers, subcontractors and service providers. This policy is available to suppliers, subcontractors and service providers on the COUSIN SURGERY website by clicking on the link: Cousin Surgery

COUSIN SURGERY ensures that the commitments of this Charter and its principles are respected through the following actions

Informing suppliers, subcontractors and service providers of the Responsible Purchasing approach and commitments made by COUSIN SURGERY ;

- Encourage suppliers, subcontractors and service providers to commit to a Sustainable Development approach that complies with all applicable regulations and the 10 principles of the United Nations Global Compact where they operate;
- Have its suppliers, subcontractors and service providers sign the present CSR Charter;
- To take into account the commitments in terms of Sustainable Development of suppliers, subcontractors and service providers during the consultations carried out as evaluation criteria;
- During the annual periodic reviews, COUSIN SURGERY will ask suppliers, subcontractors and service providers to provide an inventory of the actions taken in terms of Sustainable Development;
- In the case of a non-conformity noted by COUSIN SURGERY, the supplier, subcontractor or service provider concerned will remedy the situation by setting up a progress plan in consultation with COUSIN SURGERY;

COUSIN SURGERY may terminate the relationship with any supplier, subcontractor, or service provider that fails to comply with this Code.

COUSIN SURGERY is a signatory of the RFAR (Responsible Supplier Relations and Purchasing) charter. One of the objectives is to build and maintain balanced relationships with its suppliers, subcontractors and service providers, to adopt responsible practices and behaviors towards them, and to promote dialogue, particularly with SMEs. To this end, COUSIN SURGERY has appointed an SME correspondent and an internal mediator whose roles are described below.

SME correspondent:

- He is an entry point within COUSIN SURGERY, open to SMEs, he guarantees the implementation and the respect of the purchasing policy with regard to VSE-SMEs;
- It promotes and develops collaboration with local companies.

Within COUSIN SURGERY, the designated SME correspondent reports to the Supply Chain Department. His/her contact details are: n.laref@cousin-surgery.com

Internal mediator :

- He resolves any possible commercial or relational conflict when the dialogue is broken / blocked between the supplier, subcontractor or service provider and the usual interlocutors of COUSIN SURGERY ;

- it makes an annual activity report of the possible actions of mediation occurred during the exercise

Within COUSIN SURGERY, the designated internal mediator, Director of Operations. His contact details are: x.lanciaux@cousin-surgery.com

Risk of Mutual Dependence:

COUSIN SURGERY also ensures that suppliers, subcontractors and service providers are not economically dependent on COUSIN SURGERY and vice versa.

However, if the use of a supplier, subcontractor or service provider is essential to COUSIN SURGERY, a collaboration can be envisaged by taking care to control and manage this risk of dependence. The supplier, subcontractor or service provider will be questioned by COUSIN SURGERY in order to know the actions implemented within its structure to get out of the state of dependence. The state of economic dependence will be notified in the minutes of the meetings.

1. SUPPLIERS' COMMITMENTS TO COUSIN SURGERY

A supplier, subcontractor or service provider who chooses to respond to a request from COUSIN SURGERY must respect the following ESG criteria (Environment, Social-Societal and Governance):

1.1. PROTECTION OF THE ENVIRONMENT

The supplier, subcontractor or service provider undertakes to respect the environment by reducing the pollution resulting from its activity and by using sustainable resources. It undertakes to:

- Develop eco-design in its products;
- Reduce and recycle its waste;
- Reduce the use of raw materials in its products;
- Systematically seek and promote renewable energy sources;
- Promote energy savings;
- Favour recyclable packaging;
- Reduce its water consumption,
- Exclude any uncontrolled process or product that could cause serious and lasting damage to the environment;

In accordance with this policy, COUSIN SURGERY recommends to its suppliers, subcontractors and service providers to:

- Carry out a GHG assessment every two years and implement a 3-year "low-carbon trajectory" action plan validated by SBTi, to reduce its GHG emissions;
- Provide an ECOVADIS or equivalent score every year

1.2. SOCIAL - SOCIETY

The supplier, subcontractor or service provider agrees to conduct its business in an ethical manner. This means that in its dealings with COUSIN SURGERY and its various suppliers, the supplier, subcontractor, or

service provider agrees to abide by the principles of integrity, loyalty, and fairness, as well as the following conventions

Respect for human rights

The supplier, subcontractor or service provider undertakes to respect, and to ensure that its suppliers respect, human rights and the rights of children, as described in the 1948 United Nations Universal Declaration of Human Rights. It also undertakes to respect the dignity of the human person

Respect for labor standards

The supplier, subcontractor or service provider undertakes to respect, and to ensure that its suppliers respect, the working conditions required by the conventions of the International Labour Organization (ILO), those of the Universal Declaration of Human Rights, as well as the legislation of all the countries in which the supplier carries out its activities.

Child labor

The supplier, subcontractor or service provider undertakes to respect and to ensure that its suppliers respect the minimum legal age limit for admission to employment as defined by the ILO's fundamental conventions No. 138 and 182.

Forced or compulsory labor

The supplier, subcontractor or service provider undertakes not to use slavery, forced or compulsory labor, or any other practice involving servitude or involuntary labor, as defined in ILO fundamental conventions no. 29 and 105.

Health, safety and hygiene

The supplier, subcontractor or service provider undertakes to implement a health and safety policy that aims to guarantee each employee a safe and healthy working environment, to maintain an environment in which the dignity of people is respected (ILO conventions no. 155 and 120), and to take all necessary measures to limit work-related accidents that may occur in the course of an employee's routine duties.

Discipline

The supplier, subcontractor or service provider undertakes to refrain from verbal or physical threats, physical violence, sexual abuse or any form of harassment (ILO Conventions No. 29 and 111).

Freedom of association, employee representation and right to collective bargaining

The supplier, subcontractor or service provider undertakes to respect the freedom of association and the protection of the right to organize and bargain collectively for their employees, as defined in the ILO's Fundamental Conventions 87 and 98.

Equal Treatment/Discrimination

The supplier, subcontractor or service provider shall refrain from making any distinction between persons on the basis of their age, sex, religious beliefs, political opinions, sexual orientation, social or ethnic origin, disability, family status, nationality, surname or physical appearance.

The supplier, subcontractor or service provider undertakes to promote equal treatment and equal opportunities in accordance with the ILO's Fundamental Convention No. 100 on equal remuneration for men and women for work of equal value and Convention No. 111 on the principle of non-discrimination

Remuneration and working hours

The supplier, subcontractor or service provider undertakes to comply with all regulations to which suppliers are subject concerning remuneration, benefits and working hours, in particular those relating to minimum wages, overtime pay, piecework wages and any other element of remuneration and limits on working hours and supplies (ILO Conventions No. 1, 30, 95, 100, 131, 163 and 171)

1.3. GOVERNANCE

Anti-corruption policy :

COUSIN SURGERY applies a strict anti-corruption policy. COUSIN SURGERY has implemented an anti-corruption policy.

In the performance of all contracts between the supplier and COUSIN SURGERY, the supplier, subcontractor or service provider undertakes, in particular, both for itself and for its suppliers, to:

- a) Not pay, promise to pay, or authorize the payment, directly or indirectly, in any manner whatsoever, in the interest of COUSIN SURGERY, of any sum of money, including facilitation payments, or offer, promise to offer, or authorize the giving of anything of value to any person or entity who is a decision maker within COUSIN SURGERY.
- b) Not pay, promise to pay, or authorize the payment, directly or indirectly, in any manner whatsoever, for the benefit of COUSIN SURGERY, of any sum of money, including facilitation payments or offers promise to offer or authorize the giving of anything of value to any person or entity within the COUSIN SURGERY organization for the purpose of causing such person to do or refrain from doing any act in the course of his or her business or employment or facilitated by his or her business or employment in violation of his or her legal, contractual, or professional obligations.
- c) The supplier, subcontractor or service provider shall likewise undertake not to knowingly participate, directly or indirectly, in money laundering activities.
- d) The supplier, subcontractor or service provider must undertake not to engage in anti-competitive behavior.

The supplier, subcontractor, or service provider represents and warrants that it has implemented the necessary actions to prevent the risk of corruption, such as: training of personnel, recommendations regarding "sensitive" transactions such as business gifts or any other advantage influencing the decision-making process, and reporting all cases that are contrary to the ethics and values of COUSIN SURGERY.

1.4. CONFLICT OF INTEREST

The supplier, subcontractor or service provider undertakes to inform COUSIN SURGERY of any potential conflict of interest of which it may be aware, particularly in the event of a link between one of its employees and any natural or legal person involved in COUSIN SURGERY's purchasing process.

1.5. RISK MONITORING



The supplier, subcontractor or service provider undertakes to set up a system for identifying, assessing and managing the regulatory risks in its supply chain.



Done in duplicate at

On ../../..

Company name of supplier, subcontractor or service provider

Name & Function of the duly authorised signatory.....

Stamp + signature