

INTRODUCTION

Omnicom Group Inc. and each of its subsidiaries (hereinafter collectively referred to as “Omnicom”, “we”, “our”, “us”) are committed to achieving a standard of excellence in every aspect of our business. We always strive to work to the highest professional standards relevant to our business. Our corporate responsibility strategy aims to improve the impact of our business on society. We expect the same high standards from those businesses with which we work. A reliable and ethical supply chain is critical for our business. Consequently, we expect our suppliers to conduct their business activities ethically and responsibly, with integrity, honesty and transparency. We require that all members of our supply chain endorse our values by operating ethically.

At a minimum, we expect you and each of your subsidiaries, including your respective employees and agents (hereinafter collectively referred to as “you” and “your”), to meet the standards and promote the principles outlined in this Supplier Code of Conduct (“Supplier Code”), and we expect you to hold your own suppliers to the same standards.

This Supplier Code is not exhaustive and should not be used to prevent or discourage companies from exceeding these standards.

PRINCIPLES OF SUPPLIER CONDUCT

1. Anti-Discrimination

You shall not discriminate against any employee based on sex, race, religion, sexual orientation, gender identity and/or expression, national origin, age, disability, pregnancy, marital status, or any other legally protected characteristic, in hiring or other employment practices.

2. Anti-Harassment and Abuse

You shall commit to a workplace free of harassment and abuse and shall not threaten workers with, or subject them to, harsh or inhumane treatment. You shall uphold the human rights of workers and treat your workers with dignity and respect. You shall ensure that workers have a mechanism to report grievances and that your business encourages and facilitates open communication between management and workers.

3. Underage Workers

You shall ensure that no underage worker is used in the production or distribution of your goods or services. You shall employ only workers who meet the applicable legal minimum working age, except that in no event shall you employ any person who is under the age of 16 even if local law permits otherwise.



4. Working Hours, Wages and Benefits

You shall set working hours, wages (including but not limited to shift pay and other allowances) and over-time pay in compliance with applicable laws. Your workers shall be paid at least the minimum legal wage. All deductions from wages must be lawful and, where applicable, with the express permission of the employee.

5. Freedom of Association

You shall freely allow workers lawful rights to associate with others, form and join organizations of their choice, and bargain collectively as permitted and in accordance with all applicable laws and regulations, without discrimination, retaliation or harassment.

6. Employment Status

You shall employ workers who have complied with all relevant immigration regulations and who lawfully live and work in the country in which you operate. You shall ensure that all workers provide satisfactory proof of identity to you and that employment by you of your workers does not breach any laws, rules or regulations.

Your employees must be free to leave their employment after giving reasonable notice and shall not be required to lodge deposits or payments (in cash or other kind) with their employers.

7. Health and Safety

You shall provide and maintain a safe work environment and integrate sound health and safety management practices into your business. You shall have a system for workers to report health and safety incidents without fear of reprisal, as well as a system to investigate, track, and manage such reports, and implement required corrective action. You shall obtain, keep current, and comply with all required laws, regulations, health and safety permits, licenses and consents.

8. Whistleblowing

You shall have clear policies and procedures in place so that workers may report concerns about wrongdoing in their workplace without being victimized, dismissed or otherwise retaliated against. You shall also comply with all other applicable laws in relation to whistleblowing.

9. Prevention of Modern Slavery and Human Trafficking

You shall take reasonable steps to ensure that modern slavery and human trafficking is not taking place in your supply chains or in any part of your business. Within 20 days of request, you shall provide to us a modern slavery and human trafficking report setting out the steps you have taken to ensure that modern slavery and human trafficking is not taking place in any of your supply chains or in any part of your business. This may include, to the extent relevant, information concerning:

- a. your business structure and supply chain;
- b. the policies you have adopted to ensure there is no modern slavery, including human trafficking, forced or indentured labor, slavery or servitude, within your business;
- c. the training and other measures used to ensure appropriate policies and procedures are applied;

- d. the due diligence and monitoring conducted by your business to understand the relevant risk areas and confirm that no such behavior is occurring;
- e. a confirmation that no modern slavery issues have been identified in your business or supply chain in the last year;
- f. to the extent any potential issues concerning modern slavery (including human trafficking, forced or indentured labor, slavery or servitude) have been identified within your business, the circumstances surrounding those issues and the steps you have taken to remedy such issues; and/or
- g. documents evidencing the information provided in relation to the matters set out in this paragraph 9.

10. Environment

You shall develop, implement and maintain environmentally responsible business practices. You shall carry out your operations with care for the environment and comply with all applicable environmental laws and regulations.

11. Compliance with Law

Your business activities shall comply with all applicable laws and regulations in the countries and jurisdictions in which you operate.

12. Anti-Bribery

You shall not engage in corruption, extortion, embezzlement or bribery to obtain an unfair or improper advantage on our behalf. This means that you shall not provide or receive anything of value to obtain an improper business advantage or favorable treatment or exert undue influence, including offering, giving, asking for or taking any form of potential bribe or kick-back. This prohibition extends to payments and gifts of cash or in kind, made directly or through others and includes a prohibition on facilitation payments intended to expedite or secure performance of a routine governmental action such as obtaining a visa or customs clearance, even in locations where such activity may not violate local law. You shall abide by all applicable anti-corruption laws and regulations of the countries in which you operate, including the US Foreign Corrupt Practices Act, the UK Bribery Act 2010 and applicable international anti-corruption conventions.

13. Disclosure of Information

You shall accurately record information regarding your business activities, employment, health and safety, and environmental practices and shall disclose such information, without falsification or misrepresentation, to all appropriate parties and as required by law. You shall maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and generally accepted accounting practices.

13. Disclosure of Information

You shall accurately record information regarding your business activities, employment, health and safety, and environmental practices and shall disclose such information, without falsification or misrepresentation, to all appropriate parties and as required by law. You shall maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and generally accepted accounting practices.

14. Information Security

You must comply with applicable data privacy laws (e.g., GDPR, CCPA) and must protect the confidential and proprietary information of others, including personal data, from unauthorized or unlawful processing, access, destruction, use, modification and disclosure, and against accidental loss or destruction, or damage through appropriate technical and organizational measures including physical and electronic security procedures. You also are expected to take the necessary information security measures, for both computer systems and portable electronic devices, to protect against malware and unauthorized disclosure of any proprietary information. You are responsible for tracking new data privacy laws and modifications to current laws.

15. Risk Assessment and Management

You shall develop and maintain a process to identify employment and human rights, health and safety, environmental, business ethics, and legal compliance risks associated with your operations, determine the relative significance of each risk, and implement appropriate procedures and controls to minimize the identified risks.

HUMAN RIGHTS

Our Human Rights Policy also applies to suppliers and strictly commits to using voluntary labor only. The use of forced labor, whether in the form of indentured labor, bonded labor, prison labor or any other behavior constituting modern slavery or servitude, is prohibited. Engaging in human trafficking is prohibited in any part of our business or supply chain. Suppliers are expected to adhere to all other provisions in our Human Rights Policy, including but not limited to fair working conditions, ensuring health and safety, protecting the rights to organize and vote, and providing a fair and living wage.

SUPPLIER COMMITMENT

It is the responsibility of the supplier to ensure that its representatives understand and comply with this Supplier Code and our Human Rights Policy, and to inform its Omnicom contact (or a member of Company management) if any situation develops that causes the supplier to violate this Supplier Code or such Policy. Omnicom suppliers are expected to self-monitor their compliance with this Supplier Code. In addition to any other rights Omnicom may have under its agreement with suppliers, Omnicom may request the immediate removal of any representative or supplier who behaves in a manner that is unlawful or inconsistent with this Supplier Code. Omnicom retains the rights to audit suppliers at its sole discretion.

To promote compliance with our policies and commitments, we require all our suppliers to certify their agreement with this Supplier Code and disclose any potential conflicts as part of that process.

REPORTING CONCERNS

If any of our stakeholders believe that an Omnicom employee, supplier or other business partner is in violation of this Supplier Code or any laws or regulations, they are strongly encouraged to report the situation immediately.

If you wish to report a questionable behavior or possible violation of this Supplier Code, Omnicom has a variety of resources available to assist you. You are encouraged

to work with your primary Omnicom contact in resolving a business practice or compliance concern. However, Omnicom recognizes that there may be times when this is not possible or appropriate. In such instances, we have several channels that allow anonymous reporting, and we have zero tolerance for retaliation against anyone who, in good faith, complains of or opposes unlawful violations, or who participates in any investigation. All reports will be investigated promptly and thoroughly. Please look for such channels on our website.

CONCLUSION

This Supplier Code is intended to promote a culture among our suppliers that complies with both the letter and the spirit of all applicable laws, rules and regulations.

You should refer to the principles set out in this Supplier Code when ethical and compliance issues arise. Each of the principles in this Supplier Code is fundamental to how we do business. However, this Supplier Code cannot anticipate every possible instance in which an ethical issue may arise, and so it aims to reinforce the ethical and responsible way in which we require you to conduct your business and the integrity, honesty and transparency which is required in your operations.

