



 QVC |  HSN | BALLARD DESIGNS | FRONTGATE | Garnet Hill |  grandinroad.

# GLOBAL BUSINESS PARTNER CODE OF CONDUCT



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# QVC Group Global Business Partner Code of Conduct

## INTRODUCTION

The members of the QVC Group, which includes QVC, HSN, Ballard Designs, Frontgate, Garnet Hill, Grandin Road, and their subsidiaries, work with individuals and companies to bring the highest quality products to our customers. These supply chain vendors, supplying product for retail, whether government owned or private entities, are defined as Business Partners.

The conduct of QVC Group Business Partners and of their subcontractors can affect QVC Group and its reputation.

This QVC Group Global Business Partner Code of Conduct (Code) identifies the standards QVC Group expects Business Partners to maintain. Business Partners must comply with international, national and other applicable laws. If the applicable law and this Code cover the same subject, QVC Group expects that Business Partners will comply with the higher standard.

## Scope

This Code applies to all QVC Group Business Partners globally. QVC Group expects Business Partners to ensure that their subcontractors also comply with the requirements of this Code as it relates to the environmental, social and governance expectations identified throughout.

## Monitoring this Code

QVC Group conducts monitoring of Business Partners. Business Partners must respond to monitoring enquiries made by or on behalf of QVC Group.

## Adherence

QVC Group will only work with Business Partners that meet or exceed the standards of this Code. QVC Group reserves the right to take all appropriate action in response to violations of this Code, including, without limitation, termination of its relationship and agreements with such Business Partner.

## Contact

Questions regarding this Code can be sent to QVC Group vendor relations at:  
[Vendor.Relations@qvc.com](mailto:Vendor.Relations@qvc.com)



## **BUSINESS PROCESSES**

Business Partners must comply with this Code at their own expense and through self-enforcement.

### **Management, Monitoring and Confirmation**

In order to comply with this Code, Business Partners must, as appropriate:

- make this Code available to employees and their subcontractors;
- inform their employees about the requirement to comply with this Code;
- monitor compliance to this Code;
- ensure compliance to this Code by their agents and subcontractors; and
- have a corrective action program in the case of non-compliance with this Code.

Applicable documentation demonstrating compliance with this Code must be kept for a minimum of three years.

### **Inspection and Audit**

Business Partners and their subcontractors may be audited by QVC Group or a third-party auditor appointed by QVC Group, at the expense of the Business Partner, at intervals established by QVC Group, to confirm compliance with this Code or to evaluate a report or audit finding. These audits will generally be scheduled on a mutually agreed date.

Business Partners must co-operate with QVC Group and its designees in any such audits.

Business Partners must permit QVC Group or an appointed auditor to conduct private interviews with their employees.

Business Partners must not retaliate in any way against any employee interviewed by QVC Group or an appointed auditor.

## **ENVIRONMENT**

QVC Group expects Business Partners to have appropriate policies and procedures in place to ensure environmental impact is minimized.

Business Partners are encouraged to make sustainable improvements in environmental performance and recycling.

## **ETHICAL SOURCING PRACTICES**

Business Partners are expected to engage in ethical sourcing practices when producing and procuring materials sourced from animals.

## **EMPLOYMENT CONDITIONS**

### **Forced Labor or Slavery**



Forced labor, slavery, bonded, indentured or prison labor or any other forced or involuntary labor in any form must never be used by Business Partners.

Employees of Business Partners must be permitted to:

- work without a requirement to pay any deposit;
- work without a requirement to deposit any original identification papers; and
- resign without any unlawful penalty.

## **Child Labor**

Business Partners must never use child labor. A child is any person who is:

- under the age of 15; or
- under the age for compulsory education under applicable laws; or
- under the minimum age for employment in the country of operation.

Individuals under the age of 18 shall not be subjected to hazardous work, including night work and overtime.

Legitimate workplace apprenticeship programs are permitted. Business Partners must maintain complete records of any workplace apprenticeship programs demonstrating compliance with local laws and standards.

## **Health and Safety**

Business Partners must provide a safe workplace that complies with applicable laws. Business Partners must design and maintain its workplace to minimize hazards and to prevent accidents and injuries related to work.

## **Work Conditions**

QVC Group expects Business Partners to:

- comply with applicable work hour laws and conditions; normal working hours shall not exceed 60 hours per week including a maximum of 12 hours overtime. This would only be acceptable in extraordinary cases.
- comply with compensation and employee benefit laws and industry standards;
- appropriately document the terms of employment for their employees; including compensation practices
- provide employees with an environment where discrimination and harassment is not tolerated and any instances are dealt with appropriately;
- develop a process for its employees to express grievances without fear of retaliation;
- treat employees respectfully and without any improper discipline or punishment; and
- pay employees wages that are transparently calculated, recorded and maintained, and made equally without regard to gender.



## **ETHICAL CONDUCT**

QVC Group will not tolerate any form of bribery or corruption.

### **Anti-Bribery and Corruption**

Business Partners must comply with all applicable anti-bribery and corruption laws.

Business Partners must not seek advantages in business except by fair, legal and ethical conduct.

Business Partners must not offer, provide, request, or accept benefits or things of value in order to give or receive an improper advantage. This applies in all cases, whether the thing of value is given, promised, offered, requested, or accepted directly or indirectly, such as through an external person or intermediary, or to a spouse, close relative, friend, or associated company, or whether the request or offer comes from a government employee or entity, or a private person or entity.

Business Partners must have appropriate policies in place regarding corruption as part of a prevention program.

### **Expediting or Grease Payments**

Business Partners must not offer, pay, promise or give a benefit or anything of value to a government official in exchange for any business advantage, including a commitment to expedite or perform a routine government action.

### **Conflict of Interest**

Behaviors, business relationships and decisions of Business Partners must be free from conflicts of interest and any improper favoritism or unfair advantage. Business Partners must also avoid the appearance of any conflict of interest.

Business Partners must not permit their objectivity and decision making related to QVC Group's business interests to be interfered with or compromised by personal benefit.

### **Confidential Information**

Business Partners must treat QVC Group confidential information appropriately and respect QVC Group and QVC Group licensors' intellectual property.

### **Gifts and Hospitality**

Business Partners must not offer or accept gifts, hospitality, promotional expenses, travel, or other benefits or expenses, where they might improperly affect, or appear to improperly affect, the outcome of a business decision, or would violate applicable laws.

Between QVC Group employees and Business Partners:

- QVC Group discourages the exchange of any gift or hospitality. Any gift or hospitality must be of very low value, and not given for the purpose of influencing business decisions.



- Gifts of cash or cash equivalents (for example, gift cards) must never be offered or accepted in any amount.
- Business Partners must not pay or offer to pay for QVC Group travel expenses.
- Business Partners should not make charitable donations on behalf of QVC Group.
- QVC Group does not accept requests for sponsorships or donations without following an established internal process.

## Compliance with Economic Sanctions

Business Partners must, in relation to any QVC Group business, remain compliant with all laws administered by the United States Office of Foreign Assets Control (“OFAC”) and any component of the United Kingdom or EU governments imposing economic sanctions and trade embargoes (“Economic Sanctions Laws”) against designated countries (“Embargoed Countries”), entities, and persons (collectively, “Embargoed Targets”). Business Partners must not cause a violation of Economic Sanctions Laws by QVC Group, a business with holdings in the US, UK and EU. Additionally, Business Partners must not, in relation to any QVC Group business:

- directly or indirectly export, re-export, transship, or otherwise deliver any shipment or any portion of any shipment to an Embargoed Target without an applicable authorization or exemption; or
- broker, finance, or otherwise facilitate any transaction involving an Embargoed Target without an applicable authorization or exemption.

## Conflict Minerals

Certain Business Partners that supply merchandise to QVC Group’s businesses are subject to the Conflict Minerals Policy of QVC Group, which is expressly incorporated by reference into this Code and which can be found at <http://www.qurateretail.com/investor-relations/conflict-minerals-policy.html>

## Business Records

Business Partners must keep accurate books and records, available for inspection, that properly and fairly document all QVC Group financial transactions. All QVC Group transactions must be recorded accurately. Inappropriate or off-the-books accounts must not be created or maintained.

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*By accepting any orders issued by a QVC Group member company, each Business Associate, for itself and on behalf of its agents and subcontractors, hereby certifies that it will comply in all respects with the Code.*





## ANNEX 1

# (Supplement to the QVC Group Global Business Partner Code of Conduct for Business Partners of QVC Handel S.à r.l. & Co. KG)

### Introduction and Scope

QVC Handel S.à r.l. & Co. KG (hereinafter: QVC Germany\*) is a member of the QVC Group. QVC Group's Global Business Partner Code of Conduct (hereinafter: QVC Group Code) contains its requirements for its supply chain vendors from whom it procures products for retail sale (business partners). The QVC Group Code is also the basis for business relationships between QVC Germany and its business partners. In addition, QVC Germany expects the standards formulated in this Annex to the QVC Group Global Business Partner Code of Conduct (hereinafter: Annex). This Annex implements in particular the requirements of the Supply Chain Sourcing Obligations Act in Germany (Lieferkettensorgfaltspflichtengesetz, LkSG). The interpretation of this Annex shall therefore be in accordance with the legal requirements set forth in that Act.

This Annex applies to all companies worldwide that supply goods or provide services to QVC Germany (Suppliers).

### Compliance

The supplier undertakes to comply with the standards formulated in the QVC Group Code and to comply with the standards contained in this Annex. The requirements formulated in the QVC Group Code apply within the scope of this Annex not only to business partners but to all suppliers of QVC Germany. QVC Germany may assert the QVC Group rights specified in the QVC Group Code including this Annex against its suppliers.

The supplier is obligated to bring the standards required by this Annex as well as in the QVC Group Code to the attention of its subcontractors and suppliers and to obligate them to comply with them as well.

Upon discovery of any actual or suspected violations of the QVC Group Code or Annex, the Supplier shall cooperate with QVC Germany in the development of joint measures to put an immediate end to any such violations of the QVC Group Code or this Annex, which will be in addition to any other rights of enforcement that QVC Germany maintains under the QVC Group Code, the Annex, or any applicable agreement between QVC Germany and the supplier.

## BUSINESS PROCESSES

### Management, Monitoring and Confirmation

In addition to the regulations in the chapter referred to as "Business Processes" of the QVC Group Code, suppliers are required to:

- enable and promote training and further education of suppliers' employees as determined by QVC Germany, and
- provide information about the complaint procedure established by QVC Group to employees, subcontractors and suppliers and require subcontractors and suppliers to pass the information on to their employees. QVC Germany shall make the information on the established complaints procedure available to the supplier. It must be designed and made accessible in such a way that affected employees along the supply chain can also easily understand it.



## ENVIRONMENT

In addition to the regulations of the chapter on environmental protection in the QVC Group Code, suppliers are subject to the following prohibitions:

- Prohibition of the production of mercury-added products, prohibition of the use of mercury and mercury compounds in manufacturing processes, the prohibition of the treatment of mercury waste contrary to the provisions in accordance with the relevant regulations of the Minamata Convention (Minamata Convention of 10.10.2013).
- Ban on the production and use of chemicals under the POPs Convention (Stockholm Convention of 23.05.2001 on Persistent Organic Pollutants as amended by Regulation (EU) 2019/2021, as amended).
- Prohibition of non-environmentally sound handling, collection, storage and disposal of wastes applicable in the applicable jurisdiction in accordance with the requirements of Article 6 of the POPs Convention.
- Prohibition of export of hazardous wastes and other wastes as defined in Art. 1 para. 2 of the Basel Convention (Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal of 22.03.1989), as amended, to a Party that has prohibited the import of such hazardous wastes and other wastes, to an importing State as defined in Art. 2 No. 11 of the Basel Convention, which has not given its written consent to the specific import of such hazardous waste, if such importing State has not prohibited the import of such hazardous waste, to a non-Party to the Basel Convention, to an importing State, if such hazardous waste or other waste is not managed in an environmentally sound manner in that State or elsewhere
- Prohibition of exports of hazardous waste from countries listed in Annex VII to the Basel Convention to countries not listed in Annex VII to the Basel Convention
- Prohibition on the import of hazardous waste and other waste from a non-Party to the Basel Convention

## EMPLOYMENT CONDITIONS

### Forced Labor and Slavery

Suppliers must not use slave-like practices or other forms of domination. This includes oppression in the workplace environment, such as extreme economic or sexual exploitation and humiliation. Forced labor as defined in the QVC Group Code includes any labor or service that is required of a person under threat of punishment and for which the person has not volunteered, such as a result of debt bondage or human trafficking.

### Child Labor

If a child is found working on the business partner's or its supplier's premises whose working conditions do not comply with the conditions of the subchapter on child labor specified in the QVC Group Code, the supplier shall immediately take appropriate remedial action and shall in particular cause the supplier concerned to do so.

### Health and Safety

To further clarify the requirements of the QVC Group Code on the Working Conditions chapter and the Health and Safety subchapter, suppliers must also avoid work-related health hazards including, without limitation:

- insufficient safety standards in the provision of the workplace or work equipment,
- the lack of appropriate protective measures against exposure to chemical, physical or



- biological agents,
- the absence of measures to prevent excessive physical and mental fatigue, in particular due to unsuitable work organization in terms of working hours and rest breaks, or
- insufficient training and continuing education of employees.

## **Working Conditions**

Beyond the requirements of the QVC Group Code on the chapter Working Conditions, QVC Germany expects the following:

- The aforementioned maximum weekly and daily working hours only apply if the statutory provisions at the place of employment are not stricter.
- Unequal treatment, in particular on the basis of national and ethnic origin, social origin, health status, disability, sexual orientation, age, gender, political opinion, religion or belief (unless this is justified by the requirements of the employment), will also not be tolerated and appropriate action will be taken against violations. Unequal treatment also includes, in particular, the payment of unequal remuneration for work of equal value.
- The preservation of freedom of association. This includes,
  - that employees are free to form or join trade unions,
  - that the formation, joining and membership of a trade union shall not be used as a reason for unjustified discrimination or retaliation,
  - and that trade unions may operate freely and in accordance with the law of the place of employment, which includes the right to strike and collective bargaining.
- The appropriate wage shall be at least the minimum wage established by the applicable law and shall otherwise be determined by the law of the place of employment.

## **RESPECTFUL TREATMENT OF OTHER THIRD-PARTY RIGHTS**

QVC Germany expects its business partners to respect the rights of third parties and in particular to refrain from the following practices:

- Causing harmful soil changes, water pollution, air pollution, harmful noise emissions, or excessive water consumption that significantly affects the natural basis for food preservation and production, denies a person access to safe drinking water, impedes, or destroys a person's access to sanitary facilities, or harms a person's health.
- Unlawful evictions and the prohibition of unlawful deprivation of land, forests and waters in the acquisition, construction or other use of land, forests and waters, the use of which secures the livelihood of a person
- The hiring or use of private or public security forces to protect the company's project if, due to a lack of instruction or control on the part of the company, the use of the security forces disregards the prohibition of torture and cruel, inhuman or degrading treatment, injures life or limb, or interferes with the freedom of association and labor.



## CONTACT

Questions regarding this annex may be directed to [DE-QVC\\_Vendor>Returns@qvc.com](mailto:DE-QVC_Vendor>Returns@qvc.com)

### **QVC Germany\***

QVC Germany also includes the following companies: QVC

eDistribution LLC & Co. KG

QVC eService LLC & Co. KG QVC

Call Center GmbH & Co. KG

QVC Grundstücksverwaltungs GmbH