



IMPACT HEALTHCARE REIT PLC ("Impact")

Supplier and Service Provider Code of Conduct

This Code of Conduct (the "Code") sets out the standards and obligations that Impact expects our Suppliers and Service Providers to comply with. It supports corporate sustainability, promotes safe and fair working conditions and responsible management of issues relating to health and safety, people, ethics, legal compliance, Corporate Social Responsibility (CSR) and the environment.

According to the UN Global Compact, corporate sustainability starts with a company's value system and a principles-based approach to doing business. This means operating in ways that, at a minimum, meet fundamental responsibilities in the areas of human rights, labour, environment and anti-corruption. Responsible businesses enact the same values and principles wherever they have a presence, and know that good practices in one area do not offset harm in another. By incorporating the Ten Principles of the UN Global Compact (see Annex 1) into strategies, policies and procedures, and establishing a culture of integrity, companies are not only upholding their basic responsibilities to people and planet, but also setting the stage for long-term success

Impact seeks to observe the ten principles of the UN Global Compact which cover human rights, labour, the environment and anti-corruption. Impact has no employees. This Code is written to support the observance of the UN Global Compact principles, including through our outsourced management arrangements and the operators of our homes.

For the purpose of this Code:

"Supplier" includes all parties providing goods or services to Impact (including but not limited to its AIFM, Administrator, Depository, Auditor, Lawyer, Valuer other outsourced providers and any contractors, consultants and agents (and sub-contractors appointed by a Supplier)) who act for or on behalf of Impact (also referred to as "us", "our" or "we"); and

"Service Providers" includes tenants (and sub-contractors appointed by a Service Provider, including but not limited to developers who develop and enhance our properties under contract with our tenants) who operate the properties owned by Impact under long term leases.

We have addressed Suppliers and Service Providers separately because of the different nature of the relationship with Impact and different type of business operations undertaken. For clarity, our tenants (as Service Providers) are typically regulated entities and will be required to have a high code of conduct as a regulated entity. It is not currently believed to be appropriate to increase the legal obligations under the long-term lease contracts that we have with them to encapsulate our Code provisions.

We appreciate that this Code will apply to Suppliers and Service Providers in different ways depending on the nature of their business. As such, where appropriate, Impact will work with Suppliers and Service Providers to adapt the requirements contained herein

Suppliers - Compliance with this Code

Our Suppliers shall comply with all relevant laws, regulations and standards in all of the countries in which they operate and with this Code in relation to their work for us or on our behalf.

If any part of this Code conflicts with any part of the contractual terms agreed between us and our Suppliers (for work carried out for or on our behalf), the contractual terms shall prevail.

We expect Suppliers to take all reasonable endeavours to communicate and promote this Code to their own suppliers and sub-contractors in relation to their work for us or on our behalf.

Our Suppliers are typically professional firms with high professional conduct requirements. The UN Global Compact is taken as a minimum and elaborated upon in this Code where we believe this has greatest relevance to these businesses.

1 Ethics, Legal and Environmental Compliance

All Suppliers are expected to observe the following requirements:

1.1 Ethical working practices

- Suppliers are expected to have procedures in place to ensure that they do not enter into unfair practices to compete for our business. To this effect, Suppliers are expected to observe Competition and Anti-Trust laws and regulations.
- Suppliers are expected to make purchasing decisions based on objective criteria, e.g. pricing and delivery.

1.2 Anti-Bribery and Corruption

- Suppliers are expected to adopt a zero tolerance approach to any form of bribery and corruption.
- Suppliers shall not enter into any bribery activities, including improper offers or payments to or from employees, customers, suppliers, contractors, other organisations or individuals.
- Suppliers shall not give, promise, receive or request any bribes (financial or other advantage).
- Suppliers shall have in place an Anti-Bribery and Corruption policy, communicated to their employees and associated persons.

1.3 Fraud and Money Laundering

- Suppliers shall act in accordance with all applicable international standards and laws on Fraud and Money Laundering.
- Suppliers shall not do, or omit to do, anything likely to cause any party to be in breach of any such international standards and laws.
- Suppliers shall have in place appropriate Anti-Fraud and Anti-Money Laundering policies and procedures, communicated to their employees and associated persons.

1.4 Anti-Facilitation of Tax Evasion

- Suppliers shall act in accordance with all applicable laws and regulations relating to the Anti-Facilitation of Tax Evasion.
- Suppliers shall have in place reasonable policies and procedures to prevent the Facilitation of Tax Evasion, communicated to their employees, contractors and sub-contractors.

1.5 Data Protection

- Suppliers are expected to act in accordance with all applicable Data Protection laws and regulations in relation to their use, processing and storage of personal data.

1.6 Whistleblowing

- Suppliers are expected to have internal complaints, work grievance and whistleblowing procedures in place in accordance with applicable laws and regulations.

1.7 Health and Safety

- Suppliers shall comply with all relevant Health and Safety legislation and comply with industry specific standards and codes

1.8 Environmental management

- Suppliers shall comply with all relevant and applicable environmental legislation and standards.
- Suppliers are expected to consider their impact on the environment during the performance of their work for and on behalf of Impact.
- Suppliers are encouraged to minimise their energy and resource consumption (and indirectly Impact's consumption of the same).
- Suppliers are encouraged to promote water, energy and carbon efficiency.

Service Providers – Additional Code of Conduct requirements

We expect Service Providers to comply with the Code of Conduct as set out above for Suppliers. In addition, we consider the following incremental Code of Conduct requirements are also relevant to the broader business services undertaken by our Service Providers in our properties.

2. CSR and the Environment

2.1 Engagement with the community

- Service Providers are encouraged to support local community initiatives in the surrounding areas in which they operate, where possible.
- Service Providers are encouraged to develop positive relationships with stakeholders in their local communities.
- Service Providers are expected to plan to minimise any disruption arising from repairs or refurbishment projects.
- Where appropriate, Service Providers are encouraged to take a proactive approach in offering local communities and local businesses opportunities to work and engage with their operations.

2.2 Environmental management (additional to 1.8)

- Service Providers shall obtain, maintain and keep all necessary environmental permits, approvals and registrations to carry out their operations.
- Service Providers are encouraged to minimise their energy and resource consumption (and indirectly Impact's consumption of the same) through considered design, selection of materials and construction, development and refurbishment techniques.
- Service Providers are encouraged to review their supply chains to ensure their products and services are sourced from responsible suppliers/providers.
- Service Providers shall observe all applicable laws, regulations and customer requirements relating to the prohibition or restriction of specific substances. We expect our Service Providers to identify and manage hazardous chemicals, other materials in products, to ensure their safe use, recycling/reuse or disposal.
- Service Providers shall observe all relevant standards and applicable laws relating to hazardous air pollutants and emissions.

- Service Providers shall promptly report, to us, any known non-compliance with environmental laws and regulations, which occur in connection with work carried out for or on behalf of Impact. This could include issues relating to nuisances such as noise, dust, odours, spillages or fly-tipping, contaminated waste and uncontrolled emissions to the air.
- Service Providers are encouraged to promote recycling and reduce wastage in materials sourcing, handling, transport and disposal.

3. Health & Safety (additional to 1.7)

Service Providers are expected to:

- ensure mechanisms are in place to ensure that Health and Safety obligations are communicated and applied to parties under their control – including ensuring that employees have adequate Health and Safety information and training;
- avoid using materials that may be harmful to health, either during their manufacture, use or disposal;
- make use of method statements and/or risk assessments for both routine and ad-hoc activities;
- have public liability insurance in place;
- ensure that they have adequate occupational health services to ensure the health and wellbeing of their employees (proportionate to the size and nature of their business);
- review the Health and Safety standards of sub-contractors before employing them to work at care homes;
- have systems and training in place to prepare for and respond to accidents, health problems and foreseeable emergency situations; and
- have the means and procedures in place for recording, investigating and implementing learning points from accidents and emergency situations.

4. People

4.1 Forced Labour

- Service Providers shall not use any form of forced, bonded or compulsory labour, slavery or human trafficking.
- Service Providers shall not withhold payment, place debt upon employees or require employees to surrender any government-issued identification, passports or work permits as a condition of employment.
- Service Provider employees shall be entitled to terminate their employment by giving reasonable notice and shall be free to leave work after the expiry of that reasonable notice period.
- All employment associated with the Service Provider shall be voluntary.

4.2 Child Labour

- Service Providers shall prohibit the use of child labour in all circumstances and shall not employ any person below the minimum legal age for employment.

4.3 Working Hours

- Service Providers are expected to ensure that the working hours of their employees do not exceed the maximum set by local law.
- Service Providers are expected to monitor the working hours of their employees to ensure that they do not breach legal requirements.

4.4 Wages and Payment

- Service Providers are expected to pay their employees at least the minimum wage required by local law and provide all legally required employee benefits.

Appendix 1 - UN Global Compact

The Ten Principles of the UN Global Compact

The Ten Principles of the United Nations Global Compact are derived from: the Universal Declaration of Human Rights, the International Labour Organization's Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development, and the United Nations Convention Against Corruption.

Human Rights

[Principle 1](#): Businesses should support and respect the protection of internationally proclaimed human rights; and

[Principle 2](#): make sure that they are not complicit in human rights abuses.

Labour

[Principle 3](#): Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;

[Principle 4](#): the elimination of all forms of forced and compulsory labour;

[Principle 5](#): the effective abolition of child labour; and

[Principle 6](#): the elimination of discrimination in respect of employment and occupation.

Environment

[Principle 7](#): Businesses should support a precautionary approach to environmental challenges;

[Principle 8](#): undertake initiatives to promote greater environmental responsibility; and

[Principle 9](#): encourage the development and diffusion of environmentally friendly technologies.

Anti-Corruption

[Principle 10](#): Businesses should work against corruption in all its forms, including extortion and bribery.