



The Flower Hub & The Flower Source Supplier Code of Conduct 2024

The Flower Hub			<i>name</i>	<i>date</i>
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List of Abbreviations

Abbreviations	Definitions
TFH	The Flower Hub & The Flower Source
CEO	Chief Executive Officer
COO	Chief Operating Officer

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MESSAGE FROM DIRECTOR

Dear Supplier,

At TFH, our mission is to supply the highest quality cut flowers from the best growers in Kenya to customers around the globe. Our high standards of product quality and customer service on a daily basis are a given. So too are our environmental, social and governance standards, independently verified, in our own operations and throughout our supply chain. Through close links with our growers, suppliers and service providers, our expertise, passion and innovation in sustainable growing practices; and our support for the least well-provided for in our local communities, we will ensure a positive impact in everything we do.

To achieve this, our actions must align with our core values: Integrity, Innovation and Quality, and our ethical standards towards both people and planet. Collaboration, respect, and adherence to legal guidelines are essential within our team. Our Code of Conduct reinforces these values and sets behavioural expectations. Understanding the Code of Conduct, and other company policies is crucial, as no written document can cover all scenarios. We encourage a culture of compliance, proactive action, and reporting concerns. Please contact our Technical Manager, COO or CEO for guidance or to raise any concerns. Your proactive involvement and commitment to our Code of Conduct are vital for success, and the company is dedicated to supporting you in upholding these standards.

Yours sincerely,

A.M. Seagon

Director

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CODE OF CONDUCT

Introduction

TFH is committed to conducting business sustainably, ethically, professionally, and legally at all times. This Code of Conduct outlines the ethical standards and behavioural expectations for all Suppliers and employees of TFH including Board of Directors, Interns, Casual Workers, and others who provide services on behalf of the company. This Code is overseen by the COO, who reports to the CEO and the Board of Directors. The COO is responsible for creating, maintaining, and monitoring the success and compliance of the Code. By adhering to this Code of Conduct, we foster trading relationships that are ethical, transparent, free from fraud, discrimination and harassment, promoting respect, honesty and fairness, with suppliers who share the values of TFH. This document aims to provide a comprehensive guide to ensure compliance with ethical and legal standards within our supply chain.

Citation: This Code of Conduct may be referred to as the TFH Supplier Code of Conduct. It is a living document that will be reviewed at least annually or as deemed necessary to align with current regulatory requirements and corporate values.

COMPLIANCE

TFH is committed to ethical and lawful practices. Compliance to the Supplier Code of Conduct (“the Code”) helps all employees, staff, and suppliers carry out daily activities with integrity, and thus helps us fulfil our mission. It is important you read and understand the Code and know how it applies to you. The Code does not replace any other policies. Rather, it supplements other policies.

a) Supplier Duties under the Code:

Suppliers are responsible for ensuring that they adhere to the various requirements of this Code at all times in terms of ethical supply to The Flower Hub. This includes ensuring that their key employees are aware of the provisions of the Code and reporting any concerns as detailed below.

b) TFH Duties under the Code:

TFH recognises that it has a duty to ensure it behaves ethically in all of its dealings with suppliers. It will ensure that its key employees of TFH are aware of the provisions of the Code, and they will be expected to conduct themselves in accordance with the standards,

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requirements, and procedures outlined in this Code at all times. They must also report any concerns as detailed below.

C) How to Report a Concern

The Code emphasizes the importance of reporting concerns and provides channels for suppliers and for its own employees to do so. Suppliers are encouraged to report potential violations of laws, regulations or policies to The Flower Hub’s COO. TFH employees are, likewise, encouraged to report potential violations of laws, regulations, policies, or procedures in good faith to their HR Manager, Line Manager, or the COO.

TFH values transparency, accountability, and ethical behaviour. The company ensures a fair and confidential process for investigating and addressing reported violations, with zero tolerance for retaliation against whistleblowers. Any questions or clarifications on the policy and procedures may be referred to the COO for guidance and support.

COO: nick.matchett@theflowerhub.co.ke

GENERAL CONDUCT

Employees of TFH are expected to abide by the company’s own Code of Conduct uphold the highest standards of professional ethics at all times. This includes their personal behaviour, respect, courtesy, honesty and fairness, all of which are essential in maintaining a cooperative and inclusive work environment. TFH expects the same standards to be maintained by all of its chosen suppliers. Any breach of this Code at either party, which affects transactions between the two, should be disclosed; in the case of TFH this will be to, or by, the COO.

I. Conflict of Interest

TFH expects its employees to act in the best interest of the organization. It is crucial to avoid situations where personal interests may conflict with the company's interests. If such conflicts arise, employees must promptly declare this to their immediate supervisor or senior management. Under no circumstances are employees allowed to use the company's property, information, or position for personal gains or to compete with or tarnish the image of the company. Any business activity that could be detrimental to or in competition with the company's interests should be avoided. TFH expects the same standards to be maintained by all of its chosen suppliers, in particular in relation to their dealings with TFH. Transparency and adherence to ethical standards are essential in maintaining trust and integrity in business relationships.

II. Confidentiality of Information

Employees of suppliers may be entrusted with confidential information regarding TFH, its affiliates, customers and suppliers, and vice versa. Both parties are required to maintain the

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confidentiality of such information, during and after their period of employment. Disclosure of confidential information to any third party without mutual written consent is strictly prohibited. It is the responsibility of employees of TFH and its suppliers to protect the privacy and confidentiality of business-related information at all times.

III. Integrity of Financial Information

Employees of both TFH and its suppliers are expected to ensure the accurate and timely recording of all transactions. Employees should immediately report any known inaccuracies to the relevant manager or supervisor. Misrepresentation or falsification of financial information is a violation of this policy, and has potential legal consequences.

IV. Governance

TFH is committed to principles of good governance, including a properly constituted structure, a clear sense of its social and environmental responsibilities, and appropriate financial controls and reporting. It expects the same principles to be applied by all of its chosen suppliers.

V. Acceptance Of Gifts and Other Benefits

TFH employees must refrain from receiving or giving gifts, entertainment, or any personal benefits from customers, suppliers, or business associates. Any gifts or hospitality should be proportionate and not excessive e.g. minor gifts such as pens or calendars, are permissible. An occasional thank you gift might be acceptable, but frequent gifts are not. We require our suppliers to respect this policy.

Likewise, it is strictly forbidden to offer, pay for, solicit, or accept any form of bribes or inducements and this applies to all dealings between TFH and its chosen suppliers.

VI. Fraud

Fraudulent acts, such as cheating, tricking, stealing, deceiving, or lying, are strictly prohibited and considered dishonest and potentially criminal. Any intentional acts of fraud will be dealt with accordingly. Employees of both TFH and its chosen suppliers must ensure accurate and transparent handling of financial transactions and adhere to proper accounting standards.

VII. Secret Commissions

TFH strictly prohibits the acceptance of secret commissions from suppliers or others. Employees must not receive any form of compensation, except as explicitly authorised. Breaches of this policy may have legal consequences. We require our suppliers to respect this policy.

VIII. Misuse of Official Position

TFH staff who misuse their official position for personal gains or to favour their relatives or friends are liable to disciplinary action or even prosecution. An example of misuse could include a staff member responsible for the selection of suppliers giving undue favour or leaking

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information to his/her relative's company with a view to giving away an undue advantage. We expect the same principles to be applied by our chosen suppliers in their dealings with TFH.

IX. Harassment

The Company is committed to provide a work environment that is free of inappropriate behaviour of all kinds and harassment on account of age, physical disability, marital status, race, religion, caste, sex, sexual orientation or gender identity. Employees are responsible for supporting the Company in its endeavour to protect others from any form of such harassments. TFH expects the same standards to be applied by all of its chosen suppliers.

X. Diversity & Equity

Each employee is expected to act with tolerance, sensitivity, respect and impartiality towards other persons cultures and backgrounds. TFH expects the same standards to be applied by all of its chosen suppliers.

XI. Health, Safety and Environment

The organisation is committed to maintaining a safe and healthy work environment for all employees. Employees of TFH must comply with the company's health and safety policy and promptly report any workplace safety or health hazards. TFH expects the same standards to be applied by all of its chosen suppliers.

XII. Community Involvement

As part of our commitment to social responsibility, employees are encouraged to participate in community involvement initiatives and volunteer activities. By engaging in community service, we demonstrate our dedication to making a positive impact beyond the workplace, contributing to the greater good and reinforcing TFH values. TFH encourages the same aspirations to be adopted by its chosen suppliers.

XIII. Exceptions

Any exceptions to the norms laid down in this Policy may be at the discretion of the COO. Any exceptions should be in alignment with the overall objectives of TFH and comply with applicable laws and regulations. The COO will communicate any such applications to their agreed contact at the supplier.

(Signed)

Director
30th July 2024

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