



Supplier Code

Why we have a Supplier Code

As a food manufacturer, we have a fundamental responsibility to ensure the safety and quality of our products. As the world's leading manufacturer of cocoa and chocolate products, we are committed to working to ensure the sustainability of the cocoa sector and to encouraging sustainable practices in all areas of our supply chain. And, as an international company with production facilities and operations in more than 20 countries, we recognize that our businesses influence the livelihoods of many people around the world.

Our Barry Callebaut Corporate Values – customer focus, passion, entrepreneurship, team spirit and integrity – and our Code of Conduct reflect our commitment to conducting business in an ethical, legal and responsible manner. We expect the same commitment from our suppliers and their employees, agents and subcontractors. This Supplier Code sets forth essential minimum requirements expected from you as one of our suppliers (the “Supplier”).

Compliance with laws and regulations

The Supplier must comply with all applicable local and national laws, rules, regulations and requirements of the country in which they grow, manufacture, distribute or provide products or services.

Compliance with international labor standards

We further expect the Supplier to respect and comply with international labor standards as defined by core conventions of the International Labor Organization (ILO).

Freely chosen employment

All employment must be freely chosen. Forced or bonded labor or involuntary prison labor is not to be used. All work will be voluntary, and workers should be free to leave upon giving reasonable notice.

No child labor

The term “child labor” refers to work that is mentally, physically, socially, or morally dangerous and harmful to children, and interferes with their schooling. Child labor is strongly condemned by Barry Callebaut. The Supplier must not recruit, engage or support the use of child labor and should respect and realize the principles of ILO Convention No. 138, on the minimum age for admission to employment and work, and ILO Convention No. 182, on the worst forms of child labor.

Freedom of association

The Supplier respects the legal rights of employees, as applicable, to join or to refrain from joining worker organizations of their choice, including trade unions, and to bargain collectively.

Legal and fair compensation

The Supplier compensates employees relative to the industry and local labor market. The Supplier operates in full compliance with applicable laws and regulations regarding wages, work hours, benefits and binding agreements, including overtime work and other pay arrangements.

No excessive working hours

The Supplier complies with applicable laws with respect to the number of working hours per day and the number of days worked in a week.

No discrimination

Subject to any required affirmative action obligations, the Supplier will hire, compensate, promote, discipline, and provide other conditions of employment based solely on an individual's performance and ability to do the job. The Supplier will not discriminate based on a person's race, sex, age, nationality, marital status, ethnic origin or any other legally protected status.

Respect and dignity

The Supplier treats all employees with respect and does not engage in or support the use of corporal punishment, threats of violence, verbal, physical or visual abuse or other forms of mental, sexual or physical coercion or harassment.

Safe and healthy working conditions

The Supplier provides employees with a safe and healthy workplace in compliance with all applicable laws and regulations. Adequate steps are taken to prevent accidents and injury to health arising out of, associated with or occurring in the course of work, by minimizing the causes of hazards inherent in the work environment. All facilities provided for use by employees are clean and safe.

Problem notification

The Supplier will inform Barry Callebaut immediately if it learns of anything that may indicate a quality, safety or labeling problem affecting the supplied goods or Barry Callebaut's products, or that could cause the Supplier to breach its agreements with Barry Callebaut.

Background checks and drug-free workplace

Except to the extent prohibited by applicable laws or regulations, the Supplier will not employ or otherwise engage persons directly in making, packaging, storing and shipping products unless the Supplier has carefully interviewed, screened and checked the background of such persons, in order to ensure that they (a) possess the qualifications and the physical and mental capacity to perform all assigned duties, (b) do not pose a risk to anyone's health, safety or welfare, and (c) have not been convicted of and not pardoned, or have been released from incarceration, for a felony criminal offense related to the work to be conducted on products. The Supplier ensures that any person assigned to work on products is legally entitled to work in the country in which he or she is employed.

The Supplier applies a zero tolerance policy for illegal drugs in hiring employees and at the workplace; subject to local legal requirements and best practice, the Supplier screens potential employees for use of illegal drugs.

Corruption

The Supplier does not engage in any corrupt practices with any other party to advance the Supplier's or Barry Callebaut's business interests. Corrupt practices include, but are not limited to, the authorization of direct or indirect payments of money, goods or services of value to local government officials, political parties or political candidates, or their friends or relatives, for the purpose of influencing the acts or decisions of local officials. Corrupt practices also include offering or receiving any advantage to or from other parties as an inducement to do something which is dishonest, illegal or a breach of trust, in the conduct of business.

Suppliers are encouraged to respond if they have fair reason to believe that Barry Callebaut's employees or its agents or subcontractors engage in wrongful acts including but not limited to financial irregularity or inaccuracy, fraud, anticompetitive or corrupt practices or violations of significant labor, health, safety or environmental requirements. Such acts should be reported to Barry Callebaut at the e-mail address Values@barry-callebaut.com.

Monitoring compliance

We expect the Supplier to take all necessary steps to inform its employees, agents and subcontractors of the principles set forth in the Barry Callebaut Supplier Code and to take appropriate action to ensure understanding of and compliance with its principles. Barry Callebaut encourages the Supplier to maintain necessary documentation to demonstrate compliance with the principles stipulated in this Supplier Code and expects to be given the right to audit the Supplier's compliance with these principles. If areas of non-compliance are observed, the Supplier will be asked to take corrective action. In the event that the Supplier fails to do so in a timely manner, Barry Callebaut may terminate its business relationship with the Supplier.

Revisions to the Supplier Code

The Barry Callebaut Supplier Code will be reviewed on a regular basis and updated as necessary. The latest version of the Supplier Code will be posted on the Barry Callebaut corporate website www.barry-callebaut.com.

Last updated March 20, 2012

Supplier Declaration

We the undersigned hereby confirm that:

- We have received and taken due note of the Barry Callebaut Supplier Code, status as of March 20, 2012
- We are responsible for being aware of all relevant laws and regulations of the country or countries in which our company operates
- We will inform Barry Callebaut in case of conflict between provisions of the Barry Callebaut Supplier Code and any applicable laws or regulations in our countries of operation
- We will observe and conform to the Barry Callebaut Supplier Code
- We will communicate as appropriate to our employees, agents and subcontractors the Barry Callebaut Supplier Code and ensure that they comply with the provisions therein
- We will provide upon Barry Callebaut's request relevant documentation supporting our compliance with the Supplier Code provisions

Please sign and complete the reverse side and return this Supplier Declaration as noted to Barry Callebaut Sourcing AG or to your local Barry Callebaut representative.

Supplier Declaration

SIGNATURE / DATE

NAME (PLEASE USE BLOCK LETTERS)

TITLE

COMPANY

EMAIL

PHONE

COMPANY ADDRESS

Please return the signed and dated Supplier Declaration to:

Barry Callebaut Sourcing AG
Attention: CSR Manager Global Sourcing & Cocoa
Pfingstweidstrasse 60
CH-8005 Zurich
Switzerland

Fax: +41 43 204 04 19

Email: suppliercode@barry-callebaut.com

or to your local Barry Callebaut representative.

