



# **ETHICAL** GUIDELINES / CODE OF **CONDUCT**

# FROM THE CEO

With several million guest visits each year, over 9,000 employees working in our restaurants, and strong international brands, Umoe Restaurants is a leading player in the Nordic region. Our guests expect us to be accountable and professional, and to have a positive impact on the society we are a part of.

Our code of conduct describes the fundamental principles we expect our employees and suppliers to follow. It must guide us in our daily choices and form the basis of our behaviour, in order that we ensure our individual integrity as well as that of the business.

Our code of conduct applies to us all, and it is expected that everyone representing Umoe Restaurants, or the individual chain, makes themselves very familiar with the content and acts in accordance with it. We are confident that this will help create a better everyday life for everyone.

## **UMOE RESTAURANTS MUST:**

- Respect the UN's Declaration of Human Rights.
- Run the business in accordance with the principles of good corporate governance.
- Continually strive to find sustainable solutions and reduce harmful environmental impacts.
- Have social, environmental, and ethical goals that are reflected in the company's behaviour towards customers, employees, suppliers, and other stakeholders.
- Act as a responsible player in all markets we operate.

*Our values reveal who we are and what we stand for, and must guide our decisions*

## **VÅRE VERDIER:**

- Clarity
- Attentiveness
- Boldness
- Honesty and fairness

## **OUR RULES FOR INTERACTION:**

- I am open and honest
  - Give and receive feedback
- I have respect for other
  - people, their time and opinions
- I am loyal and keep to agreements
- I actively contribute to achieving common goals
- I contribute to work satisfaction

# WHO THEY APPLY TO

## EMPLOYEES

By employees, we mean all those who have a contract to perform a job at Umoe Restaurants and our chains. In other words, employees in the chains, franchisees/agencies and their employees.

The guidelines describe both what is expected of employees, as well as what employees can expect from Umoe Restaurants. Managers have a special responsibility to ensure that their own behaviour as well as that of their employees is consistent with the guidelines.

## SUPPLIERS

Our suppliers are those that supply products and/or services to us. Umoe Restaurants works to promote good working and environmental conditions in our supply chains. We do this in close collaboration and dialogue with our suppliers and partners. We are mutually dependent on each other to succeed. We must be clear on our expectations and requirements in this dialogue, and therefore we have developed guidelines for ethical trade that are communicated to our supply chains. The guidelines cover fundamental requirements for human rights, employee rights, the environment, sustainable development, proper environmental management, and anti-corruption in the supply chain.

## GUESTS

When we adhere to our code of conduct, our guests can be confident that we are operating our premises in a safe, responsible and good manner. This is because our employees get good working conditions, we work according to sustainable principles that make a positive contribution to the environment and society around us, and we make sure that our suppliers also follow our guidelines.

## SOCIETY

Our code of conduct must demonstrate what ethics mean for us in our interactions with society. As a large company of around 9,000 employees, we can influence the hospitality industry in the countries where we are established and the society around us. In our sustainability strategy we have defined four main areas related to our core business, where we will work proactively to create positive values for the environment, the people, and the society around us.

# CODE OF CONDUCT FOR **OUR EMPLOYEES**

# INTRODUCTION

In your job you sometimes arrive at a situation where it can be difficult to decide what is right or wrong. Our code of conduct will help you to make the right decisions.

The code of conduct is in addition to our existing policies, rules and other guidelines, and is a part of the terms and conditions of employment at Umoe Restaurants.

**The internal code of conduct includes:**

1. The behaviour of our co-workers
2. Corruption, bribery and competition rules
3. Whistle blowing
4. Our relationship with business partners
5. Workplace standards
6. When interacting with guests
7. In interaction with society
8. Sponsorship

# 1.

## THE BEHAVIOUR OF OUR CO-WORKERS

- In their contact with our customers and partners, every employee must in all situations promote our values of: clarity, boldness, attentiveness, and honesty and fairness.
- An employee may not participate in activities where a potential conflict of interest may arise between the interests of the company and those of the employee or parties closely related to them
- The employee cannot on behalf of the company make decisions that may affect their own financial interests or those of a party closely related to them.
- Any external commitments the employee may have, must not be an obstacle to he/she carrying out their duties and functions. Any external commitment must also not undermine the trust of the company. The integrity of us as a company, or of any of our employees, must never be in question. In cases of doubt, the employee must provide information about the external commitment to their immediate manager.
- Employees must not receive gifts that exceed a value of NOK 500, if this happens, the gift must be clarified by their immediate manager.

# 2.

## 2. CORRUPTION, BRIBERY AND COMPETITION RULES

- Umoe Restaurants wants a level playing field. We distance ourselves from all forms of corruption, price fixing, bribery and other anti-competitive activities. This is illegal and must not occur.
- All procurement, collaboration and agreements must be characterised by open and verifiable processes.
- Personal payments, kickbacks or bribery are strictly prohibited.
- Our employees must not take advantage of their position in order to achieve personal benefits, such as inappropriate gifts or the payment of events or trips. All gifts and sponsored events must be clarified with their immediate manager.
- Employees must never receive remuneration to gain business or private benefits for themselves, or for the benefit of customers, agents or suppliers.
- Work related travel expenses are covered in accordance with our travel policy.

### 3. WHISTLE BLOWING

- In order to create safe working conditions, all employees are responsible for providing notification of unacceptable circumstances (violations of statutory provisions, internal rules, or ethical standards). See Umoe Restaurants' routine for whistle blowing.
- Whistle blowing is positive for the business and society, and notification must be provided to the person in charge, or someone who has the opportunity to do something about it.
- All notifications must be processed in such a way that the person giving the notification remains anonymous (only the notifier and the recipient of the notification know who the whistle blower is) if they so desire.
- Umoe Restaurants has established an encrypted whistle blowing channel where employees can provide notification of unacceptable circumstances.
- The management must consider how the circumstances that they have been notified of will be dealt with. Anything unacceptable must be dealt with.

### 4. RELATIONSHIP WITH BUSINESS PARTNERS

- Umoe Restaurants will inform their business partners through appropriate channels of our policies and ask them to take the principles into consideration in all relevant circumstances.
- Our deliveries/products will meet the agreed standards of quality.
- Umoe Restaurants are continually working to improve their own procurement policies and practices.
- We must avoid trading partners who are active in countries that have had a trading boycott imposed on them by the United Nations and/or the Norwegian authorities.
- Umoe Restaurants evaluates its procurement of products and services according to the following criteria:
- Quality, economy, ethics, environment, employee needs, our principles of sustainability, and product specific requirements.

## 5. WORKPLACE STANDARDS

- We must ensure satisfactory working conditions for our employees, including reasonable health and safety standards.
- We do not tolerate any form of discrimination, bullying or harassment of our employees. All employees are entitled to fair and equal treatment.
- We respect the freedom of organisation and the right to collective bargaining. All employees are entitled to become a member of, as well as form, unions.
- We do not use any kind of forced labour.
- In accordance with international agreements, Umoe Restaurants avoids employing minors.
- Umoe Restaurants offer adequate salaries, which – as a minimum – comply with local agreements and regulations.
- Umoe Restaurants supports the introduction and maintenance of minimum wage levels.
- The staff are offered training that is relevant to their function.
- Umoe Restaurants respect the privacy of employees and protect relevant data accordingly.

- Private use of work equipment and material must be in accordance with established guidelines and in agreement with the manager.

## 6. IN INTERACTION WITH GUESTS

- We make our living from our guests. Our guests must be treated with respect and consideration for their needs and wishes.
- We must protect the right to personal integrity.
- Customer privacy is respected, and any data is protected.
- Personal data must always be processed in accordance with legislation.
- We have zero tolerance for human trafficking, theft, embezzlement, and other forms of criminality. In the event of any such circumstances, it is important that the nearest manager is notified / our guidelines are followed, in order that the situation can be resolved.
- Complaints are dealt with efficiently, and they are considered to be a valuable contribution to the work on being able to ensure a constant high level of service



# 7.

## IN INTERACTION WITH SOCIETY

- Everyone who works at Umoe Restaurants has a responsibility to safeguard the company's good reputation.
- Internet access and email accounts are the property of the employer and must be used as a work tool. When using the internet and e-mail, you are a representative of the company. Actions are identified as the actions of the company, and you therefore have a responsibility to represent the company
- The company allows personal use of the internet and the sending/receiving of personal e-mail, so long as it does not compromise the execution of work tasks. Private e-mail must be saved in a separate folder labelled "Private". In this way, if the employer has to access your email account in order to retrieve business information, they can easily see what is work related and what is private.
- Employees are encouraged to use private e-mail to communicate private matters.
- It is strictly forbidden to use the email account for any forwarding or saving of pornographic, racist or other illegal or objectionable material. If such material is received, the IT department must be contacted in order for them to consider blocking the sender from our servers. It is also forbidden for the Internet to be used to browse pages with such content, or to download such content.
- Sensitive information relating to people or the company must not be sent via the company's e-mail system. As far as they are appropriate, these guidelines also apply to the use of mobile phones and other electronic communications media that are available for workers to use at work.
- We believe that clear and predictable behaviour, combined with open, honest and clear communication is important to our credibility and integrity.
- Statements to the media on behalf of the company must be made by the CEO, chain director, and communications director, or persons to which they have delegated this responsibility.
- We must be transparent and factually informed in both internal and external communication.
- We must not be used as a reference case for matters unless this has been clarified in advance with the group management.
- The chain director informs the group CEO and communications director in the event of a crisis situation and any approaching major media and reputation issues.
- With the private use of social media, confidentiality obligations must be adhered to and it must not harm the company's reputation or business interests. Statements on behalf of the company must only to be made by authorised personnel.
- We must have a good and healthy relationship with our competitors and discuss them in a respectful manner. When collaborating with competitors we must pay attention to what information we share.

## 8. SPONSORSHIP

- All sponsorships must be clarified by the communications director and approved by the CEO.
- Sponsorships must primarily support our sustainability strategy and have a positive social contribution.
- Sponsorship activities must not prioritise individuals with a connection to Umoe Restaurants, be perceived as an attempt to bribe/detect competition, or incur a negative reaction from our colleagues.

# GUIDELINES FOR FOR **OUR SUPPLIERS**

# INTRODUCTION

Umoe Restaurants are aware that our operations affect employment, social, and environmental conditions in our supplier chains. We believe that long-term collaboration and continuous improvements from our suppliers can help to create a lasting difference and provide business benefits for both our suppliers and ourselves.

These guidelines are designed to clarify what we expect from our suppliers when it comes to ethical trade. The guidelines cover fundamental requirements for human rights, employee rights, and the environment, and are based on conventions adopted by the UN and the International Labour Organisation ILO. The guidelines will cover fundamental requirements for human rights, employee rights, the environment, sustainable development, proper environmental management, and anti-corruption in the supply chain.

## **THE STARTING POINT FOR THE GUIDELINES**

Collaboration must be based on trust, honesty and respect, and all parties must maintain an open and constructive dialogue.

All information provided by the supplier that is confidential or considered to be confidential, will be treated as confidential by Umoe Restaurants, our employees and any third parties.

The code of conduct applies to all aspects of our business, as well as all our suppliers and business partners.

Social and environmental sustainability standards will be a consideration in the selection of new suppliers.

## HOW TO WORK WITH THE GUIDELINES

Our suppliers must provide goods and/or services to Umoe Restaurants that are manufactured in accordance with our guidelines and our product-specific requirements.

We expect our suppliers to relay these guidelines, or policies, no less comprehensively, to their subcontractors and contribute to their compliance, as well as working to comply with the requirements themselves.

At the request of Umoe Restaurants, the supplier must be able to document how they themselves, and any subcontractor, work to comply with the guidelines. This can be done by self-declaration, in follow-up conversations and/or through inspecting working conditions at the production site.

If Umoe Restaurants wants to inspect the subcontractor, the supplier is obliged to provide the name and contact information for this.

In the case of a violation of the code of conduct, the supplier must as soon as possible inform Umoe Restaurants, in order that we, together with the supplier, can prepare a plan for remedying the shortcomings. Remedies must be made within a defined deadline. Contract cancellation may occur if, after repeated requests, the supplier does not show a willingness to correct the circumstances, or in circumstances of a very serious nature.

Umoe Restaurants' suppliers must avoid trading partners who are active in countries that have had a trading boycott imposed on them by the United Nations and/or the Norwegian authorities.

Ensuring ethical trade is a continuous process, and Umoe Restaurants will work to improve their own policies and practices that can help suppliers comply with ethical trade guidelines and create improvements.

We expect our suppliers to familiarise themselves with our requirements for ethical trade and to adhere to them. Likewise, the suppliers must communicate them to their subcontractors and check that they are being adhered to.

*The requirements specify minimum standards.*

## LAWS AND REGULATIONS

Our suppliers and contractors must respect fundamental requirements for human rights, employee rights, the environment, and anti-corruption. Goods delivered to Umoe Restaurants must be manufactured under conditions consistent with the requirements set out below. The requirements are based on central UN conventions, ILO conventions, and national labour legislation applicable at the place of production. Where national laws and regulations cover the same theme as these guidelines, the highest standard shall apply.

**1.**

### **FORCED AND COMPULSORY LABOUR**

(ILO Conventions Nos. 29 and 105)

- 1.1.** There shall be no forced, bonded or involuntary prison labour.
- 1.2.** Workers shall not be required to lodge deposits or identity papers with their employer and shall be free to leave their employer after reasonable notice.

**2.**

### **FREEDOM OF ASSOCIATION AND THE RIGHT TO COLLECTIVE BARGAINING**

(ILO Conventions Nos. 87, 98, 135 and 154)

- 2.1.** Workers, without distinction, shall have the right to join or form trade unions of their own choosing and to bargain collectively. The employer shall not interfere with, obstruct, the formation of unions or collective bargaining.
- 2.2.** Workers' representatives shall not be discriminated and shall have access to carry out their representative functions in the workplace.
- 2.3.** Where the right to freedom of association and/or collective bargaining is restricted under law, the employer shall facilitate, and not hinder, the development of alternative forms of independent and free workers representation and negotiations.

3.

**CHILD LABOUR** (UN Convention on the Rights of the Child, ILO Conventions Nos. 138, 182 and 79, and ILO Recommendation No. 146)

**3.1.** The minimum age for workers shall not be less than 15 and comply with

- i) the national minimum age for employment, or;
- ii) the age of completion of compulsory education, whichever of these is higher. If local minimum is set at 14 years in accordance with developing country exceptions under ILO Convention 138, this lower age may apply.

**3.2.** There shall be no recruitment of child labour defined as any work performed by a child younger than the age(s) specified above.

**3.3.** No person under the age of 18 shall be engaged in labour that is hazardous to their health, safety or morals, including night work.

**3.4.** Policies and procedures for remediation of child labour prohibited by ILO conventions no. 138 and 182, shall be established, documented, and communicated to personnel and other interested parties. Adequate support shall be provided to enable such children to attend and complete compulsory education.

4.

**DISCRIMINATION** (ILO Conventions Nos. 100 and 111 and the UN Convention on Discrimination Against Women)

**4.1.** There shall be no discrimination at the workplace in hiring, compensation, access to training, promotion, termination or retirement based on ethnic background, caste, religion, age, disability, gender, marital status, sexual orientation, union membership or political affiliation.

**4.2.** Measures shall be established to protect workers from sexually intrusive, threatening, insulting or exploitative behaviour, and from discrimination or termination of employment on unjustifiable grounds, e.g. marriage, pregnancy, parenthood or HIV status.

5.

**HARSH OR INHUMANE TREATMENT**  
(UN Covenant on Civil and Political Rights, Art. 7)

**5.1.** Physical abuse or punishment, or threats of physical abuse, sexual or other harassment and verbal abuse, as well as other forms of intimidation, is prohibited.

*The requirements specify minimum standards.*

**6.**

**HEALTH AND SAFETY**

(ILO Convention No. 155 and ILO Recommendation No. 164)

**6.1.** The working environment shall be safe and hygienic, bearing in mind the prevailing knowledge of the industry and of any specific hazards. Hazardous chemicals and other substances shall be carefully managed. Adequate steps shall be taken to prevent accidents and injury to health arising out of, associated with, or occurring in, the course of work, by minimising, so far as is reasonably practicable, the causes of hazards inherent in the working environment.

**6.2.** Workers shall receive regular and documented health and safety training, and such training shall be repeated for new or reassigned workers.

**6.3.** Access to clean toilet facilities and to potable water, and, if appropriate, sanitary facilities for food storage shall be provided.

**6.4.** Accommodation, where provided, shall be clean, safe and adequately ventilated, and shall have access to clean toilet facilities and potable water.

**7.**

**WAGES** (ILO Convention No. 131)

**7.1.** Wages and benefits paid for a standard working week shall as minimum meet national legal standards or industry benchmark standards, whichever is higher. Wages should always be enough to meet basic needs, including some discretionary income.

**7.2.** All workers shall be provided with a written and comprehensible contract outlining their wage conditions and method of payments before entering employment.

**7.3.** Deductions from wages as a disciplinary measure shall not be permitted.



*The requirements specify minimum standards.*

**8.**

**WORKING HOURS** (ILO Convention No. 1 and 14)

**8.1.** Working hours shall comply with national laws and benchmark industry standards, and not more than prevailing international standards. Weekly working hours should not on a regular basis be more than 48 hours.

**8.2.** Workers shall be provided with at least one day off for every 7 day period

**8.3.** Overtime shall be limited and voluntary. Recommended maximum overtime is 12 hours per week, i.e. that the total working week including overtime shall not exceed 60 hours. Exceptions to this are accepted when regulated by a collective bargaining agreement.

**8.4.** Workers shall always receive overtime pay for all hours worked over and above the normal working hours (see 8.1 above), minimum in accordance with relevant legislation.

**9.**

**REGULAR EMPLOYMENT** (ILO Convention No. 95, 158, 175, 177 and 181)

**9.1.** Obligations to employees under international conventions, national law and regulations concerning regular employment shall not be avoided through the use of short term contracting (such as contract labour, casual labour or day labour), sub-contractors or other labour relationships.

**9.2.** All workers are entitled to a contract of employment in a language they understand.

**9.3.** The duration and content of apprenticeship programmes shall be clearly defined.

**10.**

**MARGINALIZED POPULATIONS**

(UN Covenant on Civil and Political Rights, art. 1 and 2)

**10.1.** Production and the use of natural resources shall not contribute to the destruction and/or degradation of the resources and income base for marginalized populations, such as in claiming large land areas, use of water or other natural resources on which these populations are dependent.

*The requirements specify minimum standards.*

## 11. ENVIRONMENT

- 11.1.** Measures to minimize adverse impacts on human health and the environment shall be taken throughout the value chain. This includes minimizing pollution, promoting an efficient and sustainable use of resources, including energy and water, and minimizing greenhouse gas emissions in production and transport. The local environment at the production site shall not be exploited or degraded.
- 11.2.** National and international environmental legislation and regulations shall be respected and relevant discharge permits obtained.
- 11.3.** Serious environmental pollution must be avoided, harmful chemicals and other substances must be managed in a proper manner.
- 11.4.** We do not use tropical timber in buildings or products. We want a sustainable value chain which does not contribute to deforestation.

## 12. CORRUPTION

- 12.1.** Corruption in any form is not accepted, including bribery, extortion, kickbacks and improper private or professional benefits to customers, agents, contractors, suppliers or employees of any such party or government officials.

## 13. ANIMAL WELFARE

- 13.1.** Ethical conditions such as traceability, sustainability, safety and animal welfare throughout the animal's life cycle must be considered in the production of products.
- 13.2.** Food products shall not consist of products / species specified on our "Red list". The list is based on the WWF Seafood Guide and The Norwegian Red Lists. Suppliers can obtain the current version from Umoe Restaurants upon request.
- 13.3.** Fur from animals that are bred or significantly caught for the sake of the fur shall not be used in the manufacture of products.
- 13.4.** Down, leather and skin products should only be manufactured from by-products from food production.
- 13.5.** Wool from sheep's which have been exposed to mulesing should not be used in the production of products.
- 13.6.** Animal testing related to development or manufacturing of cosmetic products, skin care products and household products shall not occur.

In our product-specific requirements (PSR), the branding schemes that Umoe Restaurants recommends are also shown.