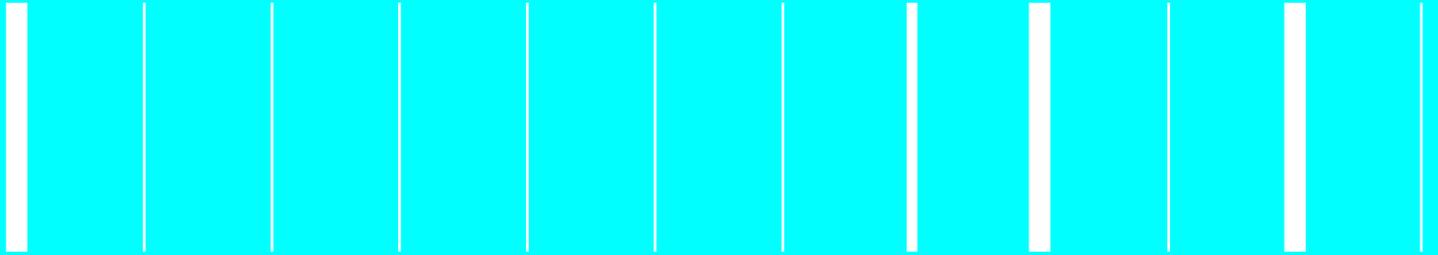
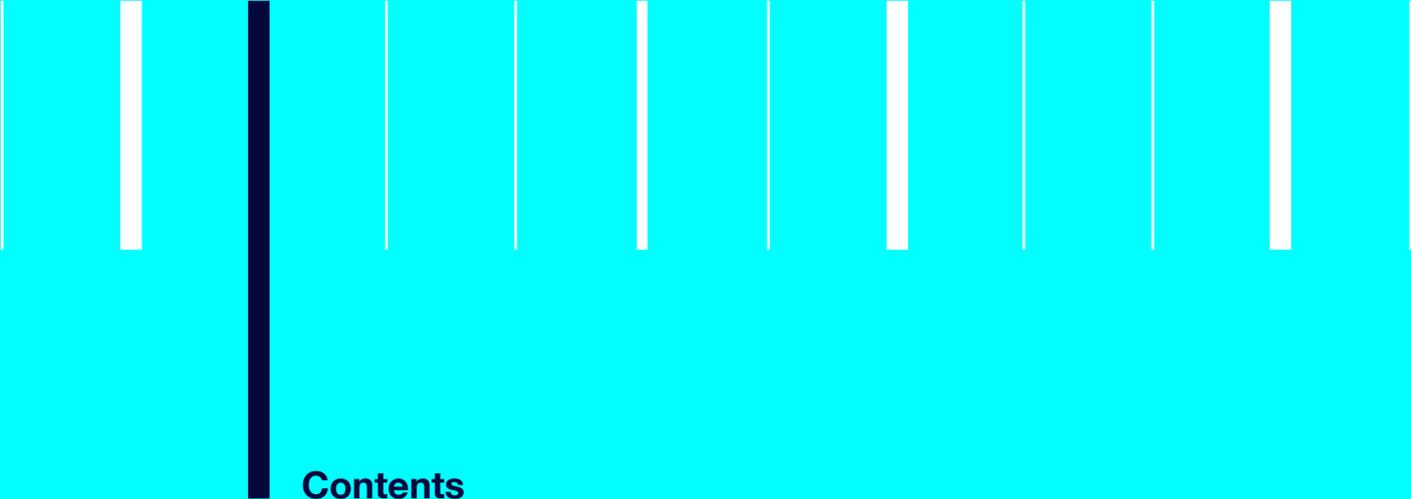


# Our Supplier Charter

November 2020 Version 2.0

 Capita





## Contents

4	Why it matters to us all – A message from our Chief Procurement Officer
5	Our Purpose
5	Our Values
5	Responsible Business Strategy
6	Our Supplier Charter Domains
6	1. Health, Safety & Environment
7	2. Business Ethics
8	3. Human Rights
9	4. Responsible Business
10	5. Diversity & Inclusion
11	6. Information & Cyber Security
12	7. Privacy
13	8. Intellectual Property & Confidential Information
14	9. Resilience
15	Reporting on Breaches
15	Contact

# Why it matters to us all:

## A message from our Chief Procurement Officer



**“ We want to work with suppliers who share our values and support us in delivering our purpose to create better outcomes”**

We value the business relationships we have with our suppliers and seek to build lasting relationships, treating them fairly and paying promptly. We want to work with suppliers that share our Values and help us deliver our Purpose, to create better outcomes. Our aim is to work together to achieve the highest standards in our supply chain, whilst achieving wider social, economic and environmental benefits aligned to the Social Value Act.

This Charter sets out how we conduct business in an open, honest and transparent manner, and what we expect of our suppliers.

We understand that, depending on the nature and scale of supply, different aspects of this Charter will be more relevant to some suppliers than others. This enables us to agree suitable targets with suppliers that are appropriate to their product or service offer.

As a minimum, we expect Capita and our suppliers to comply with all applicable laws and regulations. This includes the provision of safe working conditions, treating workers with dignity and respect, acting ethically and being environmentally responsible.

This Charter will evolve over time to reflect changing standards in society, the environment and the digital economy.

We will notify our suppliers of any breaches to this charter within five working days of becoming aware of a breach, or any shorter period required by regulation or our contract with them, and it is a requirement that our suppliers do the same.

**Shahzad Saleem**  
Chief Procurement Officer

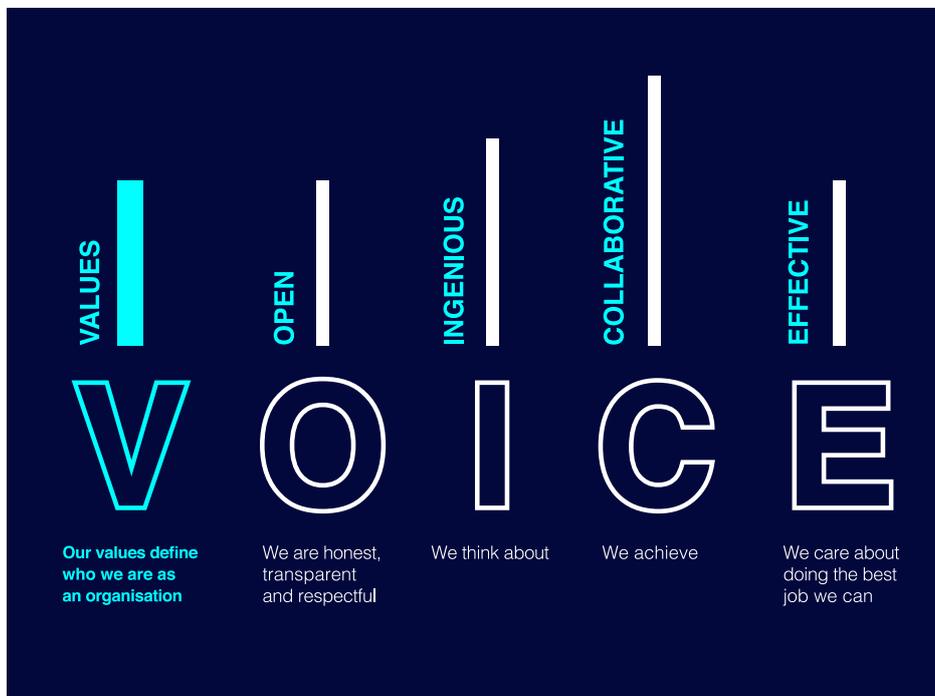
## Our Purpose

We have a clear purpose: **we create better outcomes.**

Our purpose is the reason we exist, beyond making profit. It helps motivate and inspire us all to go above and beyond for our clients, employees and suppliers. Underpinning our purpose are a clear set of values and behaviours which define our culture as an organisation. We believe that acting according to these values and behaviours is the right way to do business responsibly for the long term and we expect all suppliers to share these values.

## Our Values

Our values are really important to us. They define who we are as an organisation and how we go about our daily work.



### We expect suppliers to share our values

Our values and the behaviours that support them are available by visiting:

<https://www.capita.com/about-us/our-values>

Our responsible business strategy is available by visiting:

<https://www.capita.com/responsibility>

## Responsible Business Strategy

Our responsible business strategy sets out our approach to addressing the most material challenges that our business and society face; youth unemployment, digital inclusion, gender equality, climate change and business ethics. We want to work with our suppliers to tackle these issues together and promote and maintain high standards of social, environmental and ethical conduct.

We will continually review our supply base to ensure it delivers better outcomes for customers while addressing the needs to reduce supply chain complexity and improve service quality.

# Our Supplier Charter Domains

## 1. Health, Safety & Environment

Capita's Health, Safety and Environmental Policy details how we care for our people and environment wherever we work and whatever hazards may exist. We are committed to always conducting our business activities in a manner that prevents the injury and ill health of our employees and others. Our decision making seeks to prevent pollution, reduce carbon emissions and all other environmental impacts.

Our Health, Safety & Environmental Policy is available by visiting: <https://www.capita.com/about-us/policies-and-principles/>

<p><b>We will</b></p> <ul style="list-style-type: none"> <li>● Not compromise on health and safety. We all have a responsibility for ensuring the health, safety and welfare of our employees, contractors and visitors at all of our locations and those working from home</li> <li>● Collaborate with our suppliers to provide a safe supply chain</li> <li>● Reduce our carbon footprint, use resources wisely and deliver our services to clients in an environmentally sustainable manner</li> <li>● Implement a process to manage the risks and opportunities of climate change on our business</li> <li>● Procure goods and services in a way that achieves value for money while minimising environmental impact</li> <li>● Use sustainability criteria in the assessment and selection of our suppliers</li> </ul>	<p><b>What this means for our suppliers</b></p> <ul style="list-style-type: none"> <li>● Make proper provision for the health, safety and the welfare of all your employees, contractors, visitors and those in the community who may be affected by your activities</li> <li>● Provide appropriate training to ensure capable and competent employees</li> <li>● Carry out your business activities with respect to the environment, setting challenging carbon reduction targets and measuring, managing and reporting on your environmental performance</li> <li>● Ensure a process is in place to assess the impacts of climate change on your company</li> <li>● Purchase products and services that are responsibly and ethically sourced</li> <li>● Work with us to provide sustainable and lower-carbon alternatives where practicable</li> <li>● Where possible we will engage with local businesses to support contract delivery</li> </ul>
<p><b>What we will achieve together</b></p> <ul style="list-style-type: none"> <li>● Provide a safe and healthy workplace</li> <li>● Act to positively impact our employees' health and wellbeing</li> <li>● Comply with all applicable health, safety and environmental laws and aim to create a safe working environment for employees and anyone else affected by our businesses</li> <li>● Collaborate to ensure that we lessen the impact of our operations on the environment and adapt to a lower-carbon economy</li> </ul>	

## 2. Business Ethics

In line with our Code of Conduct, Capita expects the highest standards of ethical conduct in all its endeavours, complying with the law and not engaging in corruption, extortion, embezzlement or bribery to obtain an unfair or improper advantage.

Our Anti-bribery and Corruption Standard details how we operate transparently and with vigilance to deter and support the detection and investigation of bribery and corruption and how we protect our business, our people and our clients from being victims of financial crime. Our Speak Up policy provides anyone who works with Capita with a secure, confidential way to report genuine concerns. This helps us reduce the risk of financial and reputation loss caused by misconduct.

Our Code of Conduct are available by visiting:  
<https://www.capita.com/sites/g/files/nginej146/files/2019-09/capita-code-of-conduct.pdf>

Our Speak Up, Anti-Bribery & Corruption Standard, and Financial Crime Policy are available by visiting:  
<https://www.capita.com/about-us/policies-and-principles/>

### We will

- Provide a clear and fair procurement process and seek to build lasting relationships with our suppliers
- Not tolerate bribery of any kind
- Maintain the highest level of ethical standards in the conduct of our business affairs
- Never offer or accept a gift, payment or hospitality to encourage or reward a business decision
- Identify and manage situations where there could be potential conflicts of interest
- Carry out appropriate audits of our Suppliers as is necessary to verify compliance

### What this means for our suppliers

- Apply the principles of this charter across your supply chain
- Respond to any due diligence requests from us in a timely manner
- Will not offer, give or accept anything of value that may be viewed as, or has the effect of, improperly influencing business decisions
- Make Capita aware of any potential conflicts of interest as soon as they are known
- Use Speak Up to raise genuine concerns about potential misconduct in the course of doing business

### What we will achieve together

- Comply with all applicable laws relating to the prevention of bribery, corruption, fraud tax evasion or similar or related activities
- Comply with competition (antitrust) laws in the countries where we operate or sell product or services
- Protect our businesses, people, clients and customers from being victims of financial crime

### 3. Human Rights

We believe human rights are basic rights and that every individual should have the freedom to lead a dignified life, free from fear or want, and free to express independent beliefs. We have zero tolerance for modern slavery in all its forms of slavery and servitude, forced or compulsory labour and human trafficking. Our Human Rights Policy sets out our commitments to ensure we run our business in line with the principles of human and labour rights set out in the United Nations' Universal Declaration of Human Rights (UNUDHR) and the International Labour Organisation (ILO) fundamental conventions on labour rights. Our Modern Slavery Statement outlines the actions we take to stamp out modern slavery in our operations and supply chain.

Our Human Rights Policy and Modern Slavery Statement are available by visiting: <https://www.capita.com/about-us/policies-and-principles/>

#### We will

- Uphold the highest standards of human and labour rights as detailed in the UN Guiding Principles on Business and Human Rights and the International Labour Organisation (ILO) fundamental conventions on labour rights
- Not accept child labour and any practice that inhibits the development of children
- Ensure that all employment is freely chosen
- Prevent modern slavery in all of its forms in our business and our supply chain
- We will assess the risk of modern slavery in our supply chain and use a third party partner to gain insight into our suppliers' labour and human rights adherence and company policies

#### What this means for our suppliers

- Never use or support practices that inhibit the development of children
- Not hold an individual or group in slavery or servitude. This includes any form of physical or mental coercion
- Not use any form of involuntary labour including forced, compulsory, prison or debt-bonded labour
- Not traffic individuals or groups for the purpose of labour exploitation

#### What we will achieve together

- Uphold the highest standards of human and labour rights as detailed in the United Nations' Universal Declaration of Human Rights (UNUDHR) and the International Labour Organisation (ILO) fundamental conventions on labour rights

## 4. Responsible Business

Our responsible business strategy sets out our approach to addressing the most material challenges that our business and society face; youth unemployment, digital inclusion, gender equality, climate change and business ethics. Our approach corresponds to the UK Government’s Social Value Act 2012 which ensures that through procurement, additional social and environmental value is sought.

We want to work with our suppliers to tackle these issues together and promote and maintain high standards of social, environmental and ethical conduct.

Read our latest Responsible Business Report by visiting: <https://www.capita.com/responsible-business>

Our Community & Charity Policy is available by visiting: <https://www.capita.com/about-us/policies-and-principles/>

### We will

- We will work with our suppliers to tackle socio-economic issues relevant to both of us, prioritising the themes of our Responsible Business Strategy: youth unemployment and social mobility, including skills development and apprenticeships; digital exclusion; workplace inequalities and climate change
- Promote training and awareness of social value and our Responsible Business Strategy
- Capita supports the Government’s aspiration that a third of its external supplier spend goes to Micro and small medium-sized businesses (SMEs) by 2022. As well as maximising local spend and employment with Voluntary, Community & Social Enterprises (VCSEs)
- We are committed to paying our suppliers according to our payment terms in line with the Government prompt payment code, ensuring full compliance on payment terms for our Micro and SMEs
- Pay all directly employed staff the real living wage and work towards becoming a UK accredited living wage employer

### What this means for our suppliers

- Demonstrate your approach to tackling global challenges of importance to your business creating better outcomes for your clients, suppliers, people, communities and the environment
- Demonstrate the additional environmental and social value of the goods and services you provide to Capita – this will be part of supplier adjudication and selection where it is relevant to a procurement
- Encouraged to work with Capita supporting the delivery of our community programmes
- Agree to adhere to meeting the Government prompt payment code where goods and services you provide to Capita are sub-contracted to Micro and SMEs
- Ensure that any contracted or sub-contracted staff that you provide are also paid the real living wage rates at the first opportunity

### What we will achieve together

- We will recognise the value that responsible business activities bring to our respective organisations, thereby mutually reinforcing the need for a strong social and environmental purpose
- We will seek to promote greater use of Micro and SMEs, as well as VCSEs
- Thriving communities where we made a positive contribution to society

## 5. Diversity & Inclusion

We are a large, international organisation which employs people from a wide variety of backgrounds, origins, experiences and cultures. We see diversity as a strength, understanding that all the differences in peoples’ skills, education, experience, background, education, age, working style, religion or belief, sexual orientation, race, gender and other individual characteristics drives greater effectiveness in decision making through the diversity of thought that this brings.

Our Diversity & Inclusion Policy is available by visiting:  
<https://www.capita.com/about-us/policies-and-principles/>

We seek to promote a culture that appreciates and respects the diversity of our workforce and respects and observes the individual human rights of those who work with us. As detailed in our Diversity and Inclusion Policy, we support equality, diversity and inclusion.

We recognise that our suppliers are a critical part of our success and innovation. We work with suppliers that not only share our values, but also share our commitments to diversity and inclusion.

We believe that partnering with diverse suppliers creates a culture of equality that allows everyone to advance and thrive.

### We will

- Treat people fairly and with respect
- We will have a workforce that reflects the diversity of our communities and is inclusive, so that all employees can bring their ‘whole selves’ to work
- Prevent bullying, harassment or unlawful discrimination of any kind
- Seek diverse suppliers that bring innovation and disruptive technologies and those that positively impact local communities and the environment
- Actively look to work with all types of business, including those owned or led by under-represented groups including but not limited to women, black and minority ethnic and people with disabilities

### What this means for our suppliers

- Encourage diversity and promote an inclusive workplace which respects and observes the individual human rights of all your employees
- Prevent harassment or discrimination towards employees, including all forms of physical, verbal or psychological abuse
- Commit to tackling racism, remove bias and provide equal opportunities
- Work to support the growth and development of innovation and disruptive technologies throughout the supply chain

### What we will achieve together

- Inclusive workplaces where diversity is valued
- Diverse supply chains

## 6. Information & Cyber Security

We expect the highest standards of information and cyber security, regardless of whether information is ours, our clients, or people outside Capita. Everyone has a shared responsibility to keep Capita and our client’s information safe, and all IT systems which process digital information secure.

Our Information & Cyber Security Policy:  
<https://www.capita.com/about-us/policies-and-principles/>

<p><b>We will</b></p> <ul style="list-style-type: none"> <li>● Identify and manage information risk throughout each stage of our supplier relationships</li> <li>● Embed information security requirements in formal contracts and obtain assurance that they are met</li> </ul>	<p><b>What this means for our suppliers</b></p> <ul style="list-style-type: none"> <li>● Have established information security policies and procedures in place</li> <li>● Provide regular information security and data protection training for all staff</li> <li>● Have implemented IT security controls, e.g. AV, patching, network security</li> <li>● Have implemented physical security controls, e.g. barriers, CCTV, access control, monitoring</li> <li>● Conduct pre-employment background checks/ vetting on new employees</li> <li>● Have implemented risk management protocols, e.g. internal audits, risk audits</li> </ul>
<p><b>What we will achieve together</b></p> <ul style="list-style-type: none"> <li>● Maintain integrity and confidentiality of our business relationship</li> <li>● Retain secure and accurate records of all communication and transactions</li> </ul>	

## 7. Privacy

Privacy is very important to us as an organisation. We respect the privacy of individuals and process data in a way which reflects that. When we process personal data (including sensitive or special category personal data), we ensure that we comply with all applicable laws and the instructions of our clients. Such processing includes the collection, storage, use, retention, transfer and deletion of personal data.

Our Privacy Policy is available by visiting: <https://www.capita.com/about-us/policies-and-principles/>

<p><b>We will</b></p> <ul style="list-style-type: none"> <li>● Process personal data fairly and lawfully and only to the extent necessary for the purpose</li> <li>● Only process client’s data in accordance with their express written instructions</li> <li>● Ensure all our staff have completed mandatory Data Protection training</li> <li>● Keep up to date records of processing</li> <li>● Ensure Privacy by Design and Default is embedded in solutions that process personal data and carry out Data Protection Impact Assessments (DPIA) as necessary</li> <li>● Investigate any incidents involving personal data without delay</li> </ul>	<p><b>What this means for our suppliers</b></p> <ul style="list-style-type: none"> <li>● Only process the data in accordance with our express written instructions</li> <li>● Have appropriate technical and organisational security measures in place to protect personal data</li> <li>● Seek authorisation before engaging sub processors</li> <li>● Notify Capita immediately of any data incidents</li> <li>● Assist Capita in the investigation of incidents</li> <li>● Ensure all staff and sub-processors have received suitable and regular Data Protection training</li> <li>● Ensure records of processing data are accurate and up to date</li> </ul>
<p><b>What we will achieve together</b></p> <ul style="list-style-type: none"> <li>● Protect privacy and comply with relevant data protection and privacy laws in the countries in which we operate</li> </ul>	

## 8. Intellectual Property & Confidential Information

We protect the unique and valuable brands and ideas that our businesses create – our Intellectual Property (IP), whether protected by copyright, patents, trademarks, confidentiality and trade secrets or other forms of IP protection, anywhere in the world we do business. We also ensure that we use the IP of other businesses in the way that we are authorised to do so.

### We will

- Respect our suppliers' intellectual property and use appropriate non-disclosure or confidentiality agreements to protect this

### What this means for our suppliers

- Respect Capita's intellectual property rights and use appropriate non-disclosure or confidentiality agreements to protect this
- Seek permission from Capita before communicating anything externally, including on social media channels, regarding its relationship with Capita and our subsidiaries that is not in the public domain

### What we will achieve together

- Comply with any agreements with partners, customers and others about the use of their name and IP

## 9. Resilience

Business resilience involves the ability to foresee, detect, manage and withstand disruptive events that may prevent the business from functioning.

For Capita this means:

- Identifying the elements that are critical to the running of the business; and having measures in place to detect incidents, mitigate their impact and minimise failure
- When unforeseen or unpreventable disruptive events do occur, ensure that arrangements are in place to enable a timely recovery to agreed service levels. Such arrangements need to be viable, proven, tested annually and assurance provided to Capita that services are recoverable within the agreed timeframe.

### We will

- Ask suppliers to demonstrate their capability to provide operational resilience, where relevant, as part of supplier selection and adjudication activities
- Assure the ongoing maintenance of business resilience activities with our key suppliers via annual assessments

### What this means for our suppliers

- Where relevant, suppliers need to demonstrate their ability to meet Recovery Time Objectives (RTO) and maintain agreed service levels as stated in the contract
- Provide assurance that their 'business as usual' operations provide Capita with continuity of product or service delivery

### What we will achieve together

- Provide assurance over our collective ability to remain resilient through periods of disruption

## Reporting on Breaches

We require suppliers to report any issues of compliance with this charter to us within five working days, or any shorter period required by regulation or your contract with us. We also expect that the supplier will adhere to any contractual or regulatory timelines where relevant to communicate corrective actions on reported breaches. Where this is not applicable, we expect that within one working month of the reported breach the supplier will provide to us what corrective actions they will take with appropriate timelines. Failure to comply with these timelines will be a breach of this charter.

<p><b>We will</b></p> <ul style="list-style-type: none"> <li>● Respect a culture of staff/contractors speaking up without fear of retaliation against those that report actual breaches</li> <li>● Carry out appropriate audits of our suppliers as is necessary to verify compliance</li> <li>● Ensure reports will be treated confidentially and anonymously, where permitted by law</li> <li>● Investigate any issue raised and discuss findings with the supplier</li> </ul>	<p><b>What this means for our suppliers</b></p> <ul style="list-style-type: none"> <li>● Employees or contractors may report actual or suspected breaches of this charter directly to Capita</li> <li>● They will assist in any investigation and provide access to any information that is reasonably requested</li> </ul>
<p><b>What we will achieve together</b></p> <ul style="list-style-type: none"> <li>● An open and transparent supply chain that is world leading, setting standards in the workplace, environment and data protection</li> </ul>	

## Contact

For further information or if you have any queries, please contact our Procurement Helpdesk: [Procurehelp@capita.co.uk](mailto:Procurehelp@capita.co.uk)

