



GLOBAL CUSTOMER CODE OF CONDUCT

全球客戶行為準則

Purpose and Scope

At Zespri, we believe acting ethically and responsibly is not only the right thing to do, but also the right thing to do for our business. Zespri has developed a Global Customer Code of Conduct (“Customer Code”) to clarify our global expectations in the areas of business integrity, labour practices, health and safety, and environmental management. Zespri’s Customer Code is intended to complement Zespri’s Code of Conduct and the company’s other policies and standards referenced therein.

Customers, distributors and wholesalers (herein referred to as Customers) who do business with Zespri entities worldwide are expected to comply with this Customer Code in both letter and spirit.

Non-adherence to this Customer Code will be a factor in considering whether Zespri will continue doing business with the customer, in accordance with applicable Zespri policies and procedures.

Business Conduct Principles

Zespri expects its Customers to conduct business legally, responsibly, ethically, with integrity, honesty and transparently. In particular, Customers are expected by Zespri to adhere to the following principles:

1. Maintain awareness and comply with all applicable laws and regulations of the countries of their operation and refrain from illegal conduct.

This includes compliance with laws that regulate global trade such as laws governing country of origin, importation, customs entry, export, licensing and sale of imported merchandise.

2. Deliver products and services meeting applicable quality and food safety standards.

Zespri is committed to producing high quality and safe products across all of our brands. Customers involved in any aspect of handling, packaging or storing our products are expected to:

- Know and comply with the Zespri product quality standards, policies, specifications, and procedures that apply to the products in your location,
- Comply with all applicable laws and regulations regarding food safety, maximum residue limit requirements, consumer health and sustainability in fresh produce.
- Report issues immediately to Zespri that could negatively affect the quality or public perception of a Zespri product or

目的和範圍

佳沛相信，我們行事時不但要有道德和負責任，為了我們的業務也必須這樣做。佳沛現已制定《全球客戶行為準則》（即《客戶準則》），以闡明我們在經營誠信、勞工實踐、健康和安全以及環境管理方面的全球期望。佳沛的《客戶準則》旨在補充佳沛的《行為準則》以及在此引用的公司其他政策和標準。

與全球佳沛實體有業務往來的客戶、分銷商和批發商（以下簡稱「客戶」）都應遵守本《客戶準則》的文字和精神。

根據適用的佳沛政策和程序，不遵守本《客戶準則》將是考慮佳沛是否會繼續與客戶開展業務的一個因素。

商業行為原則

佳沛希望其客戶合法、負責、道德、誠信、誠實、透明地開展業務。佳沛尤其希望客戶遵守以下原則：

1. 清楚瞭解並遵守其經營所在國家的所有適用法律和法規，並避免非法行為。

這包括遵守規管全球貿易的法律，例如管轄進口商品原產國、進口、海關進入、出口、許可和銷售的法律。

2. 提供符合適用質量和食品安全標準的產品和服務。

佳沛竭盡全力為所有品牌生產高品質和安全的產品。涉及處理、包裝或儲存本公司產品任何方面的客戶都應：

- 瞭解並遵守適用於您所在地產品的佳沛產品質量標準、政策、規範和程序，
- 遵守有關食品安全、最大殘留限量要求、消費者健康和新鮮農產品可持續性的所有適用法律和法規。
- 立即向佳沛報告任何可能對佳沛產品或包裝質量或公眾認知產生負面影響的問題。



packaging.

3. Compete fairly for business, without paying bribes, kickbacks or giving anything of value to secure an improper advantage.

Zespri is committed to conducting business legally and ethically ensuring compliance with U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and all other local laws prohibiting bribery or corrupt practices.

4. Engage in fair competition.

Zespri Customers will conduct their business in line with fair competition and in accordance with all applicable anti-trust and competition laws.

5. Observe Zespri's policies regarding gifts and entertainment when dealing with Zespri employees.

Zespri Customers are prohibited from providing or offering gifts to Zespri employees where the acceptance of a gift or hospitality may lead to real, potential or perceived conflict of interest. Zespri employees are required to declare gifts they receive.

6. Observe Zespri's policies regarding conflicts of interest.

All relationships or interests which may present an actual or potential conflict of interest must be disclosed in writing and approved by the relevant Zespri relationship manager. This includes any personal relationships between a Customer staff member and Zespri staff member or elected officials in jurisdictions in which Zespri operates (including familial and romantic relationships and close personal friendships).

7. Safeguard confidential information.

Customers will receive confidential information as part of the business relationships with Zespri. This confidential information must not be shared with anyone else unless pre-authorized by Zespri in writing. If a Customer believes it might have given unauthorised access to Zespri's confidential information, the Customer is expected to immediately notify its Zespri relationship manager and refrain from further distribution of such information.

8. Use and protect intellectual property in a manner consistent with the property rights of the owner.

The Customer acknowledges that intellectual property used or embodied in or in connection with Zespri kiwifruit and its brands is and will remain the sole property of Zespri. The Customer will not do anything which will in any way jeopardise, derogate from or otherwise infringe Zespri's

3. 公平業務競爭，不支付賄賂、回扣或提供任何有價之物以獲取不正當的優勢。

佳沛竭盡全力守法和有道德地開展業務，確保遵守美國《反海外腐敗法》、英國《反賄賂法》以及禁止賄賂或腐敗行為的所有其他當地法律。

4. 參與公平競爭。

佳沛客戶將按照公平競爭並根據所有適用的反壟斷和競爭法律開展業務。

5. 在與佳沛員工打交道時，請遵守佳沛關於禮品和款待的政策。

如果接受禮品或款待可能導致真實的、潛在的或感知的利益衝突，則禁止客戶向佳沛員工提供禮品。佳沛員工必須申報收到的禮物。

6. 遵守佳沛關於利益衝突的政策。

所有可能存在的實際或潛在利益衝突關係或利益都必須以書面形式披露並經相關佳沛關係經理批准。這包括客戶員工與佳沛員工或佳沛經營所在司法管轄區的當選官員之間的任何個人關係（包括家庭和浪漫關係以及親密的個人友誼）。

7. 保護機密資訊。

作為與佳沛業務關係的一部分，客戶將收到機密資訊。除非佳沛以書面形式預先授權，否則不得與其他任何人分享這些機密資訊。如果客戶認為可能已給予了未經授權對佳沛機密資訊的存取，則客戶應立即通知其佳沛關係經理，並避免進一步分發此類資訊。

8. 以符合所有者財產權的方式使用和保護知識產權。

客戶承認，在佳沛獼猴桃及其品牌中使用或體現的知識產權是佳沛獨有的財產。客戶不會做任何會以任何方式危害、減損或以其他方式侵犯佳沛知識產權的行為。



intellectual property.

9. Provide a workplace free from discrimination, harassment or any other form of abuse.

Zespri Customers shall create a work environment for employees, contractors and business partners with a secure and healthy atmosphere of mutual respect and dignity. Harassment is unacceptable, including unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive or hostile work environment. Discrimination on the grounds of sex, marital status, religious or ethical belief, colour, race, ethnic or national origin, disability, age, political opinion, employment or family status or sexual orientation is unacceptable.

10. Treat employees and other labourers fairly, including with respect to wages, working hours and benefits.

Zespri Customers shall comply with all applicable legal and regulatory requirements and will generally apply sound employee relations practices. Working hours, wages and benefits will be consistent with laws and industry standards, including those pertaining to minimum wages, overtime, other elements of compensation, and legally mandated benefits.

11. Prohibit all forms of forced or compulsory labour and child labour.

Zespri Customers will maintain and promote fundamental human rights. Employment decisions will be based on free choice. There may be no coerced or prison labour, and no use of physical punishment or threats of violence or other forms of physical, sexual, psychological or verbal abuse as a method of discipline or control. Customers shall adhere to the minimum employment age limit defined by national law or regulation, and comply with relevant International Labor Organization (ILO) standards. In no instance shall a Customer permit children to perform work that exposes them to undue physical risks that can harm physical, mental, or emotional development or improperly interfere with their schooling needs.

12. Provide safe and healthy working conditions and ensure work does not harm others.

Zespri Customers shall proactively manage health and safety risks to provide an incident-free environment where occupational injuries and illnesses are prevented. Customers must implement management systems and controls that identify hazards and assess and control risk related to their specific industry and local safety regulations and strive towards international good practice.

9. 提供一個沒有歧視、騷擾或任何其他形式虐待的工作場所。

佳沛客戶應為員工、承包商和業務合作夥伴創造一個工作環境，營造一種有相互尊重和尊嚴的安全和健康的氛圍。絕不允許有騷擾，包括不受歡迎的言語、視覺、身體或其他任何形成恐嚇、冒犯或敵對工作環境的行為。絕不允許有基於性別、婚姻狀況、宗教或道德信仰、膚色、種族、族裔或民族血統、殘疾、年齡、政治觀點、就業或家庭狀況或性取向的歧視。

10. 公平對待員工和其他勞動者，包括工資、工時和福利。

佳沛客戶應遵守所有適用的法律和監管要求，而且通常會採用合理的員工關係做法。工作時間、工資和福利將符合法律和行業標準，包括與最低工資、加班費、其他報酬要素和法定福利有關的標準。

11. 禁止一切形式的強迫性或強制勞務動和童工。

佳沛客戶將維護和促進基本人權。就業決定應基於自由選擇。不得有強迫性或監獄勞工，也不得使用體罰或暴力威脅或其他形式的身體、性、心理或言語虐待作為紀律或控制的方法。客戶應遵守國家法律或法規規定的最低就業年齡限制，並遵守相關的國際勞工組織 (ILO) 標準。在任何情況下，客戶都不得允許兒童從事工作，使其面臨可能損害身體、心理或情感發展或不正當地干擾其學業需求的不正常身體風險。

12. 提供安全健康的工作條件，確保工作不傷害他人。

佳沛客戶應主動管理健康和 safety 風險，以提供無事故的環境，防止職業傷害和疾病。客戶必須實施識別危害的管理系統和控制措施，評估和控制與其特定行業和當地安全法規相關的風險，並努力實現國際良好實踐。



13. Carry out operations with care for the environment and comply with all applicable environmental laws and regulations.

The potential environmental impacts of daily business decision-making processes should be considered along with opportunities for conservation of natural resources, recycling, source reduction and pollution control to ensure cleaner air and water and landfill waste reduction. Zespri will not use or permit use of any product or practices that are banned for reasons of posing a health or environmental risk.

14. Maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.

15. Support compliance with the Customer Code by establishing appropriate management processes and cooperating with reasonable assessment processes requested by Zespri.

To be accepted to conduct business with Zespri, Customers are expected to enter into contracts that oblige compliance with this Customer Code. On prior notice, Zespri may conduct reasonable audits to follow up issues identified regarding the Customer's compliance with this Customer Code.

16. Report suspected violations of this Customer Code.

Customer's employees or contractors should be encouraged to report suspected violations of this Customer Code to their local Zespri Country or Regional Manager, Zespri's Legal or Compliance Teams (Legal@zespri.com), or by using Zespri's "Speak Up" hotline electronically at "Speak Up": <https://secure.ethicspoint.eu/domain/media/en/gui/102184/index.html>

The "Speak Up" hotline is available worldwide on a 24/7 basis. All reports are treated as confidential, and the report-maker may remain anonymous where permitted by law. If your resident country is not available as an option, please select New Zealand as a default option.

17. Respect privacy and observe Zespri's policies regarding privacy when dealing with personal data.

Customers will observe all their obligations under any applicable law or regulation regarding privacy or protection of personal data and adhere to Zespri's Privacy Principles (available at <https://www.zespri.com/Pages/Privacy.aspx>), including without limitation maintaining appropriate safeguards for the protection of

13. 為了環保而謹慎開展業務，並遵守所有適用的環保法律和法規。

在日常業務決策過程中，應考慮潛在的環境影響及保護自然資源、回收、減少來源和污染控制的機會，以確保更清潔的空氣和水及垃圾填埋場廢物減少。佳沛不會使用或允許使用因健康或環境風險而被禁止的任何產品或做法。

14. 根據所有適用的法律和監管要求以及公認的會計慣例，保持準確的財務賬簿和業務記錄。

15. 建立適當的管理流程並協助進行佳沛要求的合理評估流程，支持遵守《客戶準則》。

為了接受與佳沛開展業務，客戶需要簽訂合同，要求遵守本《客戶準則》。在事先通知的情況下，佳沛可以進行合理的審核，以跟蹤客戶在遵守本《客戶準則》方面發現的問題。

16. 報告涉嫌違反本《客戶準則》的行為。

應鼓勵客戶的員工或承包商向當地的佳沛國家或區域經理、佳沛法務或合規團隊 (Legal@zespri.com) 或電子使用佳沛的「說出來」熱線舉報涉嫌違反本《客戶準則》的行為，「說出來」網站：<https://secure.ethicspoint.eu/domain/media/en/gui/102184/index.html>

「說出來」熱線每週 7 天每天 24 小時在世界任何地方都可使用。所有舉報均視為機密，如果法律允許，舉報者可以保持匿名。如果您的居住國家/地區無法使用，請選擇紐西蘭作為默認選項。

17. 在處理個人資料時尊重隱私並遵守佳沛的隱私相關政策。

客戶將遵守任何適用法律或法規有關隱私或個人資料保護的義務，並遵守佳沛的隱私原則（可在 <https://www.zespri.com/Pages/Privacy.aspx> 獲取），包括但不限於為保護個人資料維持適當的保障設施。客戶將與佳沛合作，回應對審計機構發起的任何詢問或調查或個人資料評估。



personal data. Customers will co-operate with Zespri in responding to any enquiry made or investigation or assessment of personal data initiated by an audit authority.