

Company Number: 03102360

**WRITTEN RESOLUTION
OF THE BOARD OF DIRECTORS OF
BELL MICROSYSTEMS LIMITED (the "Company")**

Anti-Bribery and Corruption Risk Assessment

We, the undersigned, being directors of the Company RESOLVE pursuant article 8. of the Model Articles of the articles of the Company that the Anti-Slavery Statement for the financial year ending 31 March 2021 attached to this resolution is hereby approved and shall be published in the Company's website in accordance with the requirements of the Modern Slavery Act 2015.

Signature: 
7EF66D71B8234FA...

Print Name: Alastair Bell

DATED: 08-09-2021

Signature: 
AD8FF78AEP814F7...

Print Name: Manpreet Gill

DATED: 02-09-21

Signature: 
F7252AEADAF84CD...

Print Name: Nicholas Petheram

DATED: 06-09-21

Anti-Slavery & Human Trafficking Statement

Author: Marianne Matin

Document Date: September 2021

IMS Number: IMS37 - addendum

Version: 1.0

Classification: PUBLIC

1 Introduction from the Chief Executive Officer

Modern slavery is situations of exploitation that an individual cannot refuse or leave because of threats, violence, coercion, deception, or other abuses of power.

We are committed to working to mitigate the risks of modern slavery and human trafficking in our business operations and supply chains.

This statement is made in compliance with the UK's Modern Slavery Act and covers the period 1 April 2020 to 31 March 2021

Our business and supply chain

Founded in 1995, Bell Microsystems Limited ("**BML**") has two main businesses:

- systems integration, delivering IT hardware and services and consulting and supporting organisations to develop the workspace that suits their needs by providing flexible and innovative solutions to help them move to up to date IT services and to streamline their operations
- tail spend and strategic procurement management, including the sale of deliverables to its customers purchased from its vetted supplier base located predominantly in Europe and APAC

The business is conducted through BML, its subsidiaries and branches ("**Bell Group**") across Europe, Asia Pacific and the USA.

We conduct our business according to our five core values of:

- Honesty and integrity
- Open and straightforward
- One version of events
- Agile and responsive
- Friendly and engaging.

We are ISO 14001, 9001, 45001 & 27001 certified and committed to ensuring that quality systems meet customer's expectations and are delivered on time, supported by a team of industry professionals, with functional expertise and the highest standards of governance, integrity and technology practices, with a global delivery model.

As of 31 March 2021, Bell Group:

- employed 550 full and part time workers across the globe
- Bell Procurement Management had 7,000 onboarded suppliers
- Bell Group had a global annual turnover of over £300 million .

More information can be found about Bell Group on our Bell Integration website. Bell Integration is a trading name of Bell Microsystems Limited.

Policies and contractual obligations on modern slavery

We are committed to achieving the highest standards of quality and integrity in all our business operations, and we expect suppliers doing business with Bell to share this commitment. Bell requires that our employees comply with the Employee Handbook, which affirms our commitment to maintaining high standards of ethical conduct and integrity in conducting business. More specifically, Bell does not tolerate any harassment or mistreatment by or of workers in the workplace or in a work-related situation and is committed to protecting anyone raising such a concern from retaliation. Our employees play an important and integral part in our effort to support better working conditions and prohibiting modern slavery and human trafficking across Bell and Bell supply chains.

This year, we have developed and implemented policies and processes that are intended to extend our commitment to human rights and combat modern slavery through our supply chain namely:

- Introduction of a Supplier Charter for our procurement management business requiring our suppliers to take measures to avoid any form of forced, bonded or compulsory labour (or any other kind of slavery or human trafficking) within their own operations and published this on our website.

- A new, stand-alone, Whistle blower policy to provide a grievance mechanism through which an impacted or interested party may report any violations or activities inconsistent with Bell's policies and compliance procedures
- Ensuring a modern slavery clause is inserted into supplier contracts that requires our suppliers to identify and mitigate modern slavery risks within our operations and supply chains.

Due diligence and remediation processes

We have in place a process to undertake due diligence on our supply chain to ensure adoption of policies and procedures consistent with our own and those of our customers, and compliance with those policies and procedures forms part of our contractual relationship with our suppliers and partners.

We source and directly hire full-time employees, which allows us control and oversight in managing the risks of modern slavery and human trafficking in our business operations. We use integrated systems and tools in pre-screening and outreach to candidates globally to ensure a consistent and fair process. Our trained and professionally skilled hiring managers and recruiting teams maintain continuous conversations with candidates throughout the recruitment cycle.

We strive to provide a respectful and safe working environment for all our workers, regardless of role, position, or employment status, and have zero tolerance for any threats, violence, harassment, coercion, or retaliation. We expect our suppliers, independent contractors, consultants and staffing suppliers to commit to the same standards and principles.

Suppliers go through an onboarding process in which they are asked to comply with a minimum set of requirements in order that they can be added to our supplier base. This includes acceptance of our Supplier Charter and financial due diligence. Customer specific requirements are also included as required.

Any identified nonconformances are actively addressed. We are committed to engaging meaningfully and proactively with our supply chain partners, building supplier capacity, and responding quickly to challenges as they arise.

Whilst instances of modern slavery were not identified in our operations and supply chain for the period of this report, we intend to work with any parties found to have instances of modern slavery in their operations or supply chain by providing education, guidance, and assistance as required.

Risk assessment

We are aware that inherent and potential risks of modern slavery and human trafficking could be present in our supply chain, and we recognise that we have a role to play in the global effort to eliminate modern slavery and human trafficking.

Potential risks exist in our supply chains at various levels depending on factors such as the type of product or service provided and geographic location. For example, contingent workers (whether engaged via partners, independent contractors, consultants, or other staffing suppliers) in certain jurisdictions may be at higher risk (than those in other jurisdictions) of encountering situations of labour exploitation through force, fraud, debt bondage or other coercion such as through a third-party labour agent, staffing or recruitment agency, or other intermediaries.

Other potential risks that could exist in our supply chain include forms of excessive or unpaid working hours, lack of rest days, personal identification or passport retention, child or underaged labour, lack of adequate health and safety protection, and discrimination.

Based on the nature of our business, we consider the risks of modern slavery and human trafficking to be low in our direct business operations as our direct workforce is comprised of professionally qualified or skilled personnel.

Suppliers

Bell Procurement Management relies on the use of suppliers to support high quality, effective and efficient delivery of our services to customers. Our suppliers are registered business and professional services organisations, which include marketing and other consulting services from third party providers. Most of our major suppliers are headquartered in low-risk countries.

Our top 20 international suppliers are based in the following countries:

- Germany
- Greece
- Netherlands
- Romania
- Italy
- Ireland
- Hungary
- Czech Republic
- USA
- Turkey
- Singapore
- Hong Kong
- Australia

The most common industries from which goods and services are procured by financial value and significance to our operations, are:

- IT & Telco
- HR services
- Consultancy
- Facilities Management
- Marketing
- Supply Chain & Warehousing

Over the past year, we took the following actions:

- Commenced a risk-based approach to determine the extent of scrutiny and challenge required when considering whether to appoint a new supplier.
- Began assessing the sustainability performance of our suppliers to understand current supplier risk.

Developed a preferred supplier and approved supplier process to improve due diligence and supplier engagement. We encourage everyone to report suspected breaches as soon as possible via our Whistle blower policy.

Complaints

Bell provides avenues for people to raise concerns. During the period, Bell did not receive any complaints that could result in or contribute to the risks of modern slavery.

Training

We understand that training is crucial to raising awareness of issues around modern slavery including how to spot signs of trafficking and where to report concerns. Additionally, we have raised awareness of Modern Slavery through meetings of our cross-functional CSR Group, which includes team members from:

- Senior Management
- Procurement Management
- Marketing
- HR
- IMS
- Delivery & Operations

- Logistics
- Customer Support
- Facilities, Operations and IT.

Training is delivered through e-learning courses, face-to-face line manager events, webinars, and induction programmes for new employees.

As at 31 March 2021, 83% of active employees have completed the e-learning training in Modern Slavery. We expect all our suppliers to operate in a responsible, ethical, open, and transparent way and in compliance with all applicable laws and regulations. Our global teams work closely with suppliers to communicate our standards and help suppliers build their capacity to provide working environments that are safe, respectful of human rights, and free of modern slavery.

Looking forward

We recognise the need to continually advance our practices to assess, manage, monitor, and avoid modern slavery and human trafficking risks and we will continue to undertake the following actions to support this commitment:

- The implementation of a modern slavery-specific policy and procedure, as well as ensuring where applicable, our policies and procedures address the risks of modern slavery and endeavour to mitigate those risks.
- Working with suppliers, partners, and stakeholders to conduct due diligence to ensure that the parties we engage with are also committed to minimising the risks of modern slavery.
- Working with suppliers, partners, and stakeholders to ensure best practice is being followed and to provide education and assistance where required so those parties may also prioritise the minimisation and elimination of modern slavery in their operations and supply chains.
- Promoting awareness of modern slavery through the implementation of training and the provision of materials, such as templates and other tools to enable employees, as well as suppliers, partners, and other stakeholders, to identify and respond to risks of modern slavery.
- The development of modern slavery compliance and requirements clauses for use in contract templates and other agreements.
- Providing information on health and safety considerations and other emergent risks attributable to the COVID-19 pandemic (given that the nature of the pandemic has the potential to increase the risk of modern slavery occurring).
- Ensuring we are held accountable for our commitments to eliminating modern slavery through regular reporting to the Board.

In the coming year, we plan to:

- Review and/or develop the following policies:
 - Procurement, including sustainable procurement, and procedure which will outline due diligence that must be conducted at each stage of the procurement process.
 - Social media and freedom of speech to support our stance on the ability of anyone to enjoy the human right to freedom of speech and to engage in critical and free enquiry.
- Determine opportunities to assess our effectiveness and increase employee awareness and seek the feedback of employees, regarding:
 - the use, effectiveness, and ability to conduct due diligence processes and how these processes could be improved
 - the ideal tools, training, and other resources to assist employees in realising our modern slavery commitments.
 - the key performance indicators to measure the effectiveness and success of the actions taken.
- Implement a new procurement platform to enable us to automate and integrate activities to mitigate risk, meet our customers' expectations and free up resources to be more effective and efficient. The platform will ensure we have a consistent approach to supplier management across the Bell Group, from on-boarding and vetting a supplier to raising orders and paying for delivered goods and services. This will

make it easier to monitor and improve supplier performance across our organisation.

- The development and implementation of customised training and tools for staff with specific responsibilities and engagement with modern slavery obligations.
- A risk assessment process of our first-tier suppliers based upon the sectors they are operating in, their location and the types of goods or services we buy.
- A risk-based questionnaire/screening tool to be used by procurement teams when undertaking future procurements to assess modern slavery risks.

Other information

COVID-19

We acknowledge that COVID-19 can directly impact and contribute to the risks of modern slavery around the world. We have seen an increased focus on cost reduction and the risk that our partners, suppliers and affiliates, particularly lower cost suppliers, may be more likely to underpay or exploit their workers. This increases the risk of us indirectly contributing to substandard working conditions.

We realise that we can address and mitigate risks related to the overall wellbeing of our workers. Our HR and Health and Safety Manager implemented various initiatives during the period that were aimed at helping our workforce to cope with the challenges and risks associated with COVID-19, including access to a global EAP service. We implemented guidance relating to travel, hygiene, mask-wearing, social distancing, and working from home and adjusted our procedures accordingly whenever such rules and guidance changed.

This statement is made pursuant to section 54(1) of the Modern Slavery Act 2015. This Statement has been approved by the board of directors of Bell Microsystems Limited and its relevant subsidiaries on xxx September 2021.