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OUR CODE  
OF CONDUCT

BETTER  
HOMES,  
BETTER  
LIVES

# THIS IS OUR CODE OF CONDUCT

As a responsible business, I want Kingfisher to carry out its business professionally, fairly and with complete integrity.



Our business is built on a passion for helping people improve their homes and through doing so to improve their lives. Our ambition is to create a positive impact in the wider world, playing our part in creating a society that is better for all. That makes it particularly important that we all adopt high ethical standards, carrying out our business professionally, fairly and with complete integrity.

Working for or with Kingfisher, means maintaining these high standards of professionalism and integrity in all that we do and always complying with applicable laws. This is part of who we are, and by doing so, you are helping to protect the long-term interests of our business and the people who depend on us, including our employees, customers, suppliers, shareholders and communities.

All employees and all suppliers providing goods or services for Kingfisher or any of its Group companies should use the Kingfisher Code of Conduct. It explains the minimum standards of behaviour required and provides

information to help you get further support or guidance should you need it. Suppliers are expected to convey this Code to their relevant employees and through their supply chain.

## This Code of Conduct is non-negotiable

The Kingfisher Board has agreed a set of values, business behaviours and principles to help employees and suppliers implement our standards. These are set out below. Every employee and supplier is expected to conduct themselves in line with our Code and these behaviours in everything they do.

I want Kingfisher to be a great company that people want to work for and are proud to be associated with. Thank you for supporting this endeavour.

**Véronique Laury**  
Group Chief Executive



## WHAT WE EXPECT OF EACH OTHER:

**RESPONSIBILITY** - we will take personal responsibility for our actions

**HONESTY** - our communication will be truthful and sincere

**PASSION** - we are enthusiastic about our business and about doing the right thing

**OPENNESS** - we are clear and straightforward in our words and actions

**ADAPTABILITY** - we will adapt and do what is best for our business

## THESE BEHAVIOURS AFFECT EVERY PART OF OUR BUSINESS AND NEED TO BE INTEGRAL TO EVERYTHING WE DO.

- Everything we do must benefit our customer
- Safety first; everyone has the right to return home every day unharmed
- We comply with the law
- We will operate our business ethically and understand our entire supply chain
- In our commercial dealings with vendors we will be tough but fair.
- All of our products will be safe and fit for purpose. Quality counts
- If we see something wrong, we report it
- We will show respect to everyone we work with
- We do the right thing no matter how difficult that may be
- We all work for One Kingfisher

# OUR CODE OF CONDUCT

Our Code of Conduct cannot cover every eventuality, nor does it seek to do this. Some situations will not be covered and you will have to use your judgment on the most appropriate course of action. We have created a decision room to help you make this judgment at the end of this document.

This Code will be subject to regular review to ensure it keeps pace with our constantly evolving and growing business. We welcome feedback from anyone who works for or with Kingfisher on our Code so please send us your comments by email to [codeofconduct@kingfisher.com](mailto:codeofconduct@kingfisher.com)

## WHO DOES THE CODE APPLY TO?

The Code applies to all employees of Kingfisher and its Group companies ("Employees") and also to anyone who provides goods or services for Kingfisher or any of its Group companies ("Suppliers").

Employees must make sure that anyone acting for Kingfisher is given our Code and adheres to it.

Responsibility for compliance with our Code rests with each Group company Chief Executive.

All managers within the Group must ensure their teams are aware of, and comply with, the Code.

All Suppliers need to respect the principles set out in this Code and ensure that their

employees and subcontractors comply with it whenever they deal with the Group.

## LEARNING THE LAW

All Employees must be familiar with the relevant legal requirements that apply to their job. Group companies will provide resources, such as e-learning, to Employees to help them in this respect.

If you have any doubts as to the legality of a situation, you should consult your Group company lawyer or the Kingfisher Group General Counsel.

Suppliers should make their employees familiar with all relevant law in their dealing with the Kingfisher Group, for example, that personal data needs to be protected or that competition law may restrict what information Suppliers can give out to the Group's competitors.

## ARE THERE ANY EXCEPTIONS?

Kingfisher operates in countries where there are significant differences in cultures, laws and political environments. There may be instances when our Code and legal requirements conflict with local law or customs. Where local law requires a higher standard than our Code, local law should always apply. Where local laws or customs set a lower standard, our Code should be followed as it sets the minimum requirements for all Employees and Suppliers.

## WHAT SHOULD I DO IF I SUSPECT A BREACH OF THE CODE?

If you feel that a breach of our Code has taken place then you must take action. This is in the best interests of all of us.

All Employees should do the right thing and raise genuinely held concerns about anything that does not conform to our Code. Talk to your manager or discuss your concerns with your local Internal Audit or Human Resources team or the Kingfisher Legal and Risk team.

Alternatively, where local law permits each Group company will have a "speak up" telephone and web-based facility where you can raise concerns anonymously. Details of this are communicated at local level.

Suppliers, their employees and subcontractors should notify us of breaches of our Code through their usual contacts at Kingfisher, or alternatively, where local law permits, through the "speak up" web-based facility – [www.intouchfeedback.co.uk/kfsupplier](http://www.intouchfeedback.co.uk/kfsupplier).

Both Employees and Suppliers can also contact us at [codeofconduct@kingfisher.com](mailto:codeofconduct@kingfisher.com).



#### WHAT WILL HAPPEN NEXT?

If a breach of our Code is suspected, a team will carry out an investigation as appropriate. Failure by any Employee to comply with our Code may result in disciplinary action including, where appropriate, dismissal.

Failure by any Supplier to comply with our Code may lead to termination of the Supplier relationship.

We will not tolerate retaliation against employees (both those in the Kingfisher Group or of Suppliers) because they have made a report in good faith regarding a genuine suspected breach or violation of our Code.

#### FURTHER SUPPORT

If you have any questions in relation to the Code or its application, please feel free to contact us through [codeofconduct@kingfisher.com](mailto:codeofconduct@kingfisher.com)

#### REPORTING

Each Group company Chief Executive is required to report annually to Kingfisher that there have been no breaches of the Code that they have not already disclosed.

Certain senior managers in the Kingfisher Group also have to certify annually that they know of no breaches of the Code that they have not already disclosed, that they have read and understood the Code and that all potential conflicts of interest have been declared in writing.

Suppliers may be asked to report annually to Kingfisher that there are no breaches of the Code that they have not already disclosed. We may ask Suppliers to review their control procedures to help prevent and detect conflicts of interest, bribery and corrupt business practices. If we have serious concerns about a Supplier's control procedures (whether they relate to our business or not), we will review our relationship with them.

# HOW WE COMPETE

Competition laws apply in all countries where Kingfisher does business and a breach of these laws can result in significant penalties being imposed on companies and individuals.



We are committed to lawful, straightforward and ethical competition. It is your responsibility – whether you are an Employee or a Supplier – to ensure that your business practices fully comply with the competition laws wherever you do business.

Breach of competition laws can lead to: serious civil and criminal penalties (including personal fines and prison sentences); the risk of being sued for damages by customers or others

harmful by the unlawful conduct; adverse publicity and reputational damage.

Compliance with competition law is therefore essential. Intentional breach of these laws may lead to disciplinary action for employees and termination of contracts with Suppliers.

**Employees and Suppliers should ensure they do not allow any communication or activity which might lead to unfair or illegal competition.**

#### FOR EXAMPLE:

- Employees should only share with a Supplier commercially sensitive information on a “need to know” basis
- You must not discuss pricing, ranges or price sensitive information with competitors
- You should never allow or suggest disclosure of confidential information to competitors
- Market intelligence must be gathered through lawful means and commercial strategy must be decided independently in the light of that intelligence
- Confidential information must not be obtained from competitors including indirectly from a Supplier.

# ANTI-BRIBERY AND CORRUPTION

Bribery is a criminal offence. We do not, and will not, pay bribes or offer improper inducements to anyone for any purpose, nor do we or will we accept bribes or improper inducements.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by the laws of the United Kingdom, including the Bribery Act 2010, in respect of our conduct both at home and abroad.

Bribery is a form of corruption involving the giving or receiving by any person of anything of value (usually money, a gift, loan, reward, favour or other consideration), either directly or indirectly, as an inducement to gain an undue advantage or influence contrary to the principles of openness and integrity.

Employees must never offer, give, accept or receive, directly or indirectly, a bribe in any form. Similarly, we do not permit any third party or agent acting on our behalf or who performs services for us to do what we will not do ourselves.

Corrupt activity includes the giving of gifts of other than nominal value and payments made by directors, Employees and those acting on behalf of Kingfisher. Similarly, directors and Employees of Kingfisher or any representative acting on behalf of (or claiming to represent Kingfisher) should not accept gifts or other valuable



items in contravention of our Gifts and Entertainment Policy, the principles of which are set out in the next section.

We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and also to assess risks, implement and enforce effective systems to counter fraud, bribery and corrupt business practices. We require our Suppliers to take a similar approach and to have a programme and policy in place to prevent and detect fraud, bribery and corrupt business practices. If we have serious concerns about a Supplier's anti-bribery programme (whether they relate to our business or not), we will review our relationship with them.

#### IT IS GROUP POLICY NOT TO:

- Make donations to political parties or politicians
- To work only with registered or wellknown charities who work to the legal and regulatory requirements appropriate to their country of operation
- That all contacts with public officials in any country are conducted in compliance with applicable anti-bribery and anti-corruption laws. This means that neither we, nor anyone acting on our behalf, do not give any gift or advantage (including facilitation payments) to a public official in any capacity.



# GIFTS AND ENTERTAINMENT

The giving or receiving of gifts and entertainment can build understanding and expand relationships in everyday business life but it can also cause a conflict of interest between personal interest and professional duty.

In principle, there is usually nothing wrong with receiving or giving gifts of appreciation of a nominal value or accepting or giving reasonable entertainment to further a business relationship. Determining what is and is not acceptable requires an individual to exercise good judgment and moderation.

Accepting or offering any gift or entertainment regardless of value that either makes the recipient feel obligated or could be construed as a means to make the recipient feel obligated to start or continue a business relationship is unacceptable and will be a breach of our Code.

All Employees must comply with their local gifts and hospitality policy.

**Employees should always consider the following questions in relation to gifts and entertainment:**

- Would the gift or entertainment be likely to or appear to influence my objectivity or the objectivity of the person to/from whom I am giving/receiving the gift or the entertainment?
- Would my impartiality or the impartiality of the person to/from whom I am giving/receiving the gift or entertainment be compromised in any way or appear to others to be compromised?

If the answer to either of the above questions is “yes” or “perhaps” or could be perceived by third parties to be “yes” or “perhaps”, then you are likely to be breaching our Code. If you are not certain, then you should seek guidance from your line manager.

We require Suppliers to have no less strict an approach in their internal control procedures on gifts and entertainment than we have set out here.



# CONFLICTS OF INTEREST

A conflict of interest arises when you find yourself in a situation where two or more competing interests conflict and impair your ability to make objective, unbiased or arm's length decisions.



**We expect all Employees to be open and straightforward when the potential for a conflict of interest arises. They should ask themselves the following questions:**

- Do I or a person connected to me stand to gain anything by virtue of my relationship with the third party doing business with Kingfisher, or vice versa?
- Would other Employees or an outsider think it might affect how I do my job?
- Could it affect any decision which I might make at Kingfisher?
- Do I feel under any obligation due to the relationship I have with the third party doing business with Kingfisher?
- Would I be embarrassed if anyone inside Kingfisher knew about the situation?
- How might it look to someone outside Kingfisher such as another Kingfisher customer or supplier? Would they question whether they have been treated fairly?

If the answer to either of the above questions is “yes” or “perhaps” or could be perceived by third parties to be “yes” or “perhaps”, then you are involved in a conflict of interest which must be formally declared.

We require Suppliers to have no less strict an approach in their internal control procedures on conflicts of interest than we have set out here.

# SAFEGUARDING CONFIDENTIAL INFORMATION AND PERSONAL DATA

Confidential information is critical to business success in a competitive marketplace. Improper or unauthorised use or handling of confidential information is damaging to the business and may impact on the operational or financial performance of Kingfisher or its reputation.

Various laws protect confidential information from use by others as well as restricting the handling of such information.

Employees and Suppliers may have access to information that is private or confidential to Kingfisher, its personnel, customers or other suppliers. You must ensure that such information is only made available to those who need to know it to carry out their legitimate work for Kingfisher and that it is never disclosed to anyone else.

If an Employee has any doubt as to whether a person is entitled to confidential information, they must first check with their line manager. They must take particular care when providing the Group's confidential information to Suppliers or third parties acting on their behalf. This information may only be supplied

to further legitimate business interests and must never be supplied with the intention of it being passed to third parties or competitors.

If a Supplier believes it has been given access to Kingfisher's confidential information in error, the Supplier should immediately notify Kingfisher and refrain from distributing such information. Similarly, a Supplier should not share with anyone at Kingfisher information related to any other person, company or other organisation if the Supplier is under a contractual or legal obligation not to share that information.

## WHAT IS "CONFIDENTIAL INFORMATION"?

### It includes, but is not limited to:

- Customer information
- Marketing or sales forecasts and strategies
- Business ideas, processes, plans and proposals
- Business strategies
- Supplier data
- Trade secrets and know-how
- Employees' personal records including employment, medical, education and training information; and
- Information about Kingfisher that is not publicly available.

## PERSONAL DATA

We expect Employees and Suppliers to comply with all data protection laws that apply to personal data. They must keep personal data secure and only use it for the purpose for which it was provided by the relevant individual. We will keep customer data safe and secure and treat it fairly, and in accordance with the law.





## OUR ETHICAL BEHAVIOUR AND CORPORATE RESPONSIBILITY

We aspire to be a sustainable business – one that benefits people and the environment. This is a core value for Kingfisher and central to our business purpose of Better Homes, Better Lives. We call our sustainability ambition ‘Net Positive’ and we have identified five priorities:

- Have a positive impact on people and communities;
- Be restorative to the environment;
- Become carbon positive;
- Waste nothing; and
- Create wealth.

To achieve our sustainability goals we need to work together to transform our products, services, operations and sourcing. High standards of ethical behaviour are an essential first step. We cannot achieve great things if we don't treat each other and our customers, suppliers and communities honestly, fairly, with dignity and respect.

By working together with strong values we will build trust in our business, protect our reputation and have productive relationships with colleagues, suppliers, customers, regulators and the public.

### WE WILL:

- Respect each other's human rights
- Not tolerate harassment or discrimination
- Protect the health and safety of employees, customers, contractors and other visitors to our sites
- Work with suppliers who meet high ethical standards and comply with our Code of Conduct for Factory Working Conditions
- Protect and enhance the environment

### HOW WE TREAT EACH OTHER

We will always treat one another honestly, fairly, with dignity and respect.

We respect human rights, the fundamental rights we are all entitled to regardless of factors such as nationality, race or gender. We will not tolerate any abuse of human rights within our business or supply chain, and will investigate any alleged breaches of human rights.

We provide equal opportunities for all employees. We recruit, develop and promote people for their aptitude, skills, experience and ability and do not discriminate on grounds such as race, gender, age, disability, marital status, sexual orientation or religious belief.

We do not tolerate abusive behaviour in any form. This includes violence, harassment, intimidation and abuse of position. Any allegation or complaint of abusive behaviour will be fully and properly investigated and appropriate action taken.

Kingfisher expects suppliers to respect human rights and to take steps to protect their employees against discrimination. Any supplier employees working with Kingfisher must be fully aware of what constitutes acceptable behaviour, in line with our standards and in compliance with the law.

#### HOW WE WORK WITH SUPPLIERS

We make procurement decisions based on objective factors such as quality, service, price, sustainability and delivery.

All products and raw materials must be legally and ethically sourced. Suppliers must make sure that factories and worksites meet our standards in relation to human rights, labour practices and the environment, in line with our Code of Conduct for Factory Working Conditions. We work with suppliers to continually improve standards and to make sure that the human rights of workers in our supply chain are protected.

Suppliers are required to give Group companies full visibility of joint supply chains and must provide access to their sites to Kingfisher auditors as required.

#### HOW WE PROTECT THE ENVIRONMENT:

We protect and enhance the environment. This includes: offering products that make it easier for customers to have sustainable homes; sourcing our raw materials responsibly; improving energy efficiency; minimising our use of natural resources; phasing out harmful chemicals and avoiding waste.

Protecting the environment is the responsibility of everyone at Kingfisher and we expect suppliers to meet our standards and to work with us to help us meet our sustainability goals.

Find out more about Net Positive at [www.kingfisher.com/netpositive](http://www.kingfisher.com/netpositive)





#### HEALTH & SAFETY

We take the safety and well-being of our staff and customers seriously. We want to create a safe shopping environment for our customers and ensure that our employees can go about their work without being subjected to any unnecessary risk.

The Kingfisher Minimum Health and Safety Standards provide a benchmark that all OpCos are expected to achieve or their local legislation, whichever is the highest.

We can never realistically guarantee a completely risk-free environment but by ensuring that Safety is a part of all our decision making, we can have a positive impact on the environment in which we operate and ensure that all of our customers and employees return home safely after visiting our stores.

We will ensure that the safety of our customers and employees is considered from initial product concept to sales floor. A virtuous circle, from factory to store.

#### SAFE PRODUCT:

We will set minimum standards for sustainability and quality in the raw materials we will use to make our products, and in our packaging to ensure that we do not use harmful substances. We will use the highest standards of legislation and best practices as the universal benchmark for all.

#### SAFE STORES

The health and safety of our employees will be always be part of the decision making when we consider how we display our products in stores, creating merchandising standards that don't expose our employees and customers to potential harm.

#### SAFE PEOPLE

We will train our employees to the highest safety standards and continually assess their training needs as our business moves forward. We will engage and empower our staff to work with us, together creating a safe culture in our stores.

#### SAFE TRANSPORTATION

Making the right decisions on how we transport our products has a significant impact on the welfare of our employees, for example on how much we have to manual handle products.

We will commit to only using high quality, sustainable solutions to transport our products from all of our suppliers, using the safest methods available to us.

**1. DO I HAVE AN ETHICAL ISSUE?**  
 Are you being asked to do something you think may be wrong? Do you think a colleague, customer or supplier may be doing something that is illegal or unethical?

**2. SHOULD I DO SOMETHING ABOUT IT?**  
 What is the issue that concerns you and how serious is it? How certain are you that it is happening or likely to happen? Why is it a problem? Speak with a trusted friend, colleague or manager and see what they think. Check against our test.

**IS IT LEGAL?**

**IS IT CONSISTENT**  
 with our principles of ethical business and our Code of Conduct?

**WOULD I BE HAPPY**  
 explaining what I did to my colleagues, family and friends?

**WOULD KINGFISHER**  
 be comfortable if it appeared in a newspaper?

**IS IT THE RIGHT THING TO DO?**  
 (What would other people think about it?)

If you answered "yes" to all questions it might not be a problem (go to 4)  
 If you answered "no" to any of these questions you need to take it further (go to 3)

**THE DECISION ROOM**

**3. WHAT SHOULD I DO NEXT?**  
 It is likely that our Code could be breached. Refer to [codeofconduct@kingfisher.com](mailto:codeofconduct@kingfisher.com) or the Legal & Corporate Responsibility team for further guidance.

**4. AM I SURE?**  
 Think about your decision before proceeding. Check against Kingfisher's business behaviours our Code of Conduct. Seek advice one last time.

**5. PROCEED**  
 If you are satisfied that your decision is correct, then proceed.

