



ocado  
GROUP

# Supplier Code of Conduct

2025



Dear Suppliers,

Our ambition is to create and deliver value for our stakeholders in the right way and we take our obligations seriously. We aspire to conduct business in accordance with all applicable laws, rules and regulations wherever we operate and to maintain the highest standards of professionalism, honesty and integrity. This has never been more important as we continue to expand and grow our business across the globe.

As a business, we strive to offer the very best solutions to our partners. This begins with each and every one of us and how we behave. If you're a third party that is supplying materials, goods or services to Ocado, then this Ocado Supplier Code of Conduct ("Code") applies to you. We ask everyone in our supply chain to work with us in upholding and actively embodying the principles of this Code.

As a Supplier of Ocado, you have an essential role to play in the success of our organisation and to ensure you are equipped with the knowledge you need to mirror our ways of working, we have this Code. It cements and expresses the importance of our values, standards and principles that can also be found in our [Code of Conduct](#).

Your commitment to the principles set out in this Code is an essential part of working with Ocado and we count on you to enable us to continue delivering high standards as a responsible business.

**Tim Steiner**

**Co-Founder & Chief Executive Officer**



## Purpose

The purpose of this Code is to outline our expectations according to law, international standards and guidance as well as our company's core values, standards and principles - ensuring consistent compliance, high standards and a zero tolerance approach to violations of this Code from all of our Suppliers. This Code supports our continuing commitment to respect human rights and is aligned to international recognised standards including the [OECD Guidelines for Responsible Business Conduct](#), [United Nations Guiding Principles on Business and Human Rights](#), the [International Labour Organisation \(ILO\) conventions](#), universally accepted fundamental principles, and [Responsible Business Alliance](#) (RBA) industry standards.

We seek to work with Suppliers who align with these values and share our commitment to legal, ethical, sustainable, and responsible practices. It is the responsibility of our Suppliers to implement management systems that facilitate compliance with this Code and the law, mitigate related operational risks, and facilitate continuous improvement. Our expectation is that you also ensure that your own suppliers, agents and representatives operate in line with the standards contained within this Code, where involved in activities on behalf of Ocado. We recognise the different circumstances of our Suppliers and are therefore committed to work with such identified Suppliers over time to help them achieve adherence to this Code.

It is important to note that not every section will be applicable to every Supplier (speak to your Ocado contact for any clarifications); however all Suppliers must read this Code and understand that Ocado requires you to commit to aligning to our expectations. This Code supplements, but does not supersede, any contractual agreement you may have with us. Where a contract does contradict this Code, then the contract will always prevail. Suppliers may also be required to comply with additional or more detailed policies that would form part of your contract or local laws/regulations that are more stringent in the location that you operate in, therefore you must meet the highest requirement.

Suppliers must inform us promptly of any breach of this Code, or concerns related to it by email to your contact at Ocado or by emailing [compliance.team@ocado.com](mailto:compliance.team@ocado.com). A breach of this code may result in follow up action including the termination of the relationship with us, implementation of a corrective/remediation action plan or reporting to relevant regulatory bodies.

## Reporting Concerns

We take non-compliance with this Code seriously. If you or any third party has a concern that this Code has been breached, you are encouraged to raise this by speaking to your contact at Ocado or by emailing [compliance.team@ocado.com](mailto:compliance.team@ocado.com).

If the above is not appropriate for you and you would like to report your concern anonymously, you can also raise this using our Speak Up service.

<http://ocado.ethicspoint.com/>

Suppliers are encouraged to provide a similar anonymous service for their supply chain to raise such concerns.



## Labour & Human Rights

Ocado is committed to treating people with fairness, dignity, and respect by upholding internationally recognised human rights principles in both our own business and our supply chains. We expect all Suppliers working on our behalf to conduct their operations in the same way.

### Child Labour

Suppliers must ensure their operations are free from child labour. Child labour must not be used in any stage of manufacturing and/or the supply of materials, goods or services. In this Code, “child” means anyone under 15 years of age. Workers under the age of 18 must not perform hazardous work that is likely to jeopardise their health, safety or compromises their education (e.g. night shifts, overtime).

### Freely Chosen Employment (Forced Labour)

Suppliers must ensure all their labour is voluntary and there must be no use of modern slavery through forced, bonded, involuntary, prison labour or human trafficking. Workers must be free to leave work and terminate their employment or other work status with reasonable notice. Worker’s original identity and right-to-work documents (such as passports) must not be indefinitely held by their employer, or any related third party (such as agents), for any reason other than appropriate administration processing, and be immediately returned.

Suppliers must not require workers to pay recruitment fees or deposits for their employment to their employer or any third party agents, such as labour providers. If any such fees are found to have been paid by workers, such fees must be repaid to the worker. Workers must be given clear, understandable documentation that defines the terms and conditions of their engagement in a language and manner understood by the worker.

### Wages and Benefits

Suppliers must ensure wages, benefits and wage deductions comply with all relevant local and national laws and regulations, including those relating to minimum wages, overtime hours and legally mandated benefits. Wages are to be paid directly to the worker and deductions from wages as a disciplinary measure are not permitted. For each pay period, workers must be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed.

### Working Hours

Suppliers must ensure that standard working hours do not exceed legal limits and overtime must not exceed the maximum allowed by law. A workweek should not be more than 60 hours in any 7 day period, including overtime, except in emergency or exceptional situations. Any overtime must be voluntary, and workers must receive adequate compensation for any overtime worked. Suppliers must allow workers at least one day off in every seven days. Suppliers must keep and maintain complete and accurate records about working conditions (e.g., wage and working hour records).



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### Diversity, Inclusion & Non-Discrimination

Suppliers must ensure that there is no discrimination in hiring, treatment, compensation, access to training, promotion, termination or retirement based on sex, sexual orientation, marital or civil status, gender identity and expression, race, religion, colour, nationality, ethnic or national origin, disability, or age.

Suppliers must promote an inclusive work environment that values the diversity of its employees. The Supplier shall be committed to equal opportunities and not discriminate or tolerate discrimination or harassment with respect to gender, ethnic and national origin, race, colour, religion, age, disability, sexual orientation and identity, or any other characteristic protected by law.

### Humane Treatment

Suppliers must ensure all workers are treated with dignity and respect. Discipline in the form of physical abuse, the threat of physical abuse, sexual or any forms of harassment and verbal abuse, bullying and victimisation or other forms of intimidation must be prohibited. An effective reporting mechanism must be made available to report a breach without fear of reprisal.

### Freedom of Association

Suppliers must allow workers the right to join or form trade unions of their own choosing or where the right to freedom of association and collective bargaining is restricted under law, Suppliers should facilitate, and not hinder, the development of parallel means for independent and free association and bargaining. Workers and/or their representatives shall be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, retaliation, intimidation, or any forms of harassment.

### Occupational Safety

Suppliers must not tolerate any immediate threat to workers safety and be firmly committed to sending everyone home safe and healthy every day. We expect our Suppliers to follow this ethos by monitoring potential exposure to health and safety hazards for workers, including chemical, electrical and other energy sources, fire, vehicles, and fall hazards. These are to be identified, assessed and mitigated using preventative maintenance and safe work procedures and providing ongoing occupational health and safety training.

Suppliers must provide workers with appropriate, well-maintained, personal protective equipment (where relevant) that is free of charge. Training must be provided to ensure workers have the relevant knowledge, ability, and experience for the role they are carrying out.

### Emergency Preparedness

Suppliers are required to identify and plan for emergency situations and implement and train their workers on response systems, including emergency reporting, alarm systems, worker notification and evacuation procedures, worker training and drills, first-aid supplies, fire detection and suppression equipment, and maintain clear exits for emergencies.

### Machine Safeguarding

Suppliers must regularly evaluate production and other machinery for safety hazards. Guards, interlocks, and barriers must be provided and properly maintained where machinery presents an injury hazard to workers. Suppliers are responsible for providing certificates to meet regulatory requirements.

### Sanitation and Accommodation

Suppliers must provide workers with reasonable access to clean toilet facilities and drinking water. If Suppliers provide a canteen, they must include sanitary food preparation, storage, and eating facilities in line with local laws and regulations. If Suppliers provide residential facilities for their workers, they must provide clean and safe accommodation equipped with fire alarms, hot water for bathing, adequate lighting, heat and ventilation, reasonable personal space along with reasonable entry and exit privileges. If the worker has to pay the Supplier costs for the use of residential facilities, these costs and deposits must be reasonable and transparent.



## Health & Safety Practices

Ocado is committed to protecting the health and safety of those that work for us and on our behalf wherever we do business. Suppliers must comply with all applicable health and safety laws and regulations in the countries in which they operate as well as those laws which apply in the locations where the relevant materials, goods and/or services are provided.

Suppliers are expected to provide employees with a healthy and safe workplace, including access to clean, safe and reasonable working conditions. Suppliers must maintain records documenting workplace injury/illness, and safety training and implement procedures that encourage worker reporting.



## Environmental Practices

Ocado is committed to reducing its impact on the natural environment, both in our own operations and in our wider value chain. We expect our Suppliers to also identify and actively work towards minimising and mitigating their associated impacts on the natural environment. Information relating to Ocado's commitment and strategy to achieve a more sustainable future including our net zero commitments can be found on our [website](#).

### Environmental Policies

Suppliers must comply with all applicable environmental policies and local regulations and continuously monitor and manage all production processes including raw materials procurement, chemicals handling, emissions, discharges, and disposal of hazardous waste to minimise negative impacts on the environment.

### Environmental Permits and Reporting

Suppliers shall ensure that all required environmental permits (e.g. discharge monitoring), approvals, and registrations are obtained, maintained and retained for the required period of time, kept current and operational and reporting requirements are met.

### Water Stewardship

Suppliers shall implement a water management program that documents, characterises, and monitors water sources, use and discharge; and controls channels of contamination. Suppliers shall conduct routine monitoring of the performance of its wastewater treatment and containment.

### Conflict Minerals & Critical Raw Materials

Where relevant, Suppliers shall adopt a policy and exercise due diligence on the source and chain of custody of the cobalt, tantalum, tin, tungsten, gold, lithium, nickel and natural graphite in the products they manufacture to reasonably assure that they are sourced in a manner consistent with the [OECD Guidance for Responsible Supply Chains of Minerals from Conflict Affected and High-Risk Areas](#) or an equivalent and recognized due diligence framework.

### Carbon Emissions

Suppliers must commit to protecting the environment by reducing carbon emissions and the environmental impacts of the goods, materials or services they provide. Ocado expects all Suppliers, when requested to support and facilitate our carbon reporting requirements, by providing all relevant greenhouse gas emissions data, not limited to scope 1 & 2 emissions; the appropriate tracking and documentation of this data is expected as a minimum.



### Transparency

Ocado expects Suppliers to keep and maintain complete and accurate records to demonstrate compliance to the standards detailed in this Code. Information to demonstrate compliance with requirements of this Code must be disclosed upon Ocado's request. Should we identify any instances of fake or falsified records this may result in follow up action including the termination of the relationship with us.

### Conflicts of Interest

Suppliers must conduct business in a manner that ensures that no decision made by any Supplier working for us or on our behalf is influenced by undue personal interests. Any perceived or actual conflicts must be reported before the commencement of the supply of any materials, goods or services or as soon as the conflict arises.

### Fraud, Tax Evasion & Money Laundering

Suppliers must ensure they comply with all applicable fraud, tax and money laundering laws and regulations in the countries where they operate. Suppliers must put in place effective controls to minimise the risk of fraud, tax evasion and money laundering or its facilitation, and provide appropriate training, support and whistle-blowing procedures, to ensure that their employees understand and implement them effectively and can report any concerns.

### Anti-Bribery & Anti-Corruption

Suppliers must ensure that they or their employees/agents, contractors and representatives are not involved or implicated in bribery or other corrupt practices. All Suppliers are expected to abide by all applicable anti-bribery and anti-corruption laws, regulations and industry standards. Suppliers must commit to working collaboratively to identify and address any instance of bribery and corruption should it arise.

### Anti-Competition

Suppliers must avoid practices that may be viewed as anti-competitive and compete fairly and ethically, and comply with all applicable competition laws and regulations relevant to their operations.

### Sanctions & Export Controls

Suppliers must conduct business in a manner that is compliant with export control, trade and financial sanctions laws, regulations and procedures applicable to their business operations ensuring compliance throughout their supply chain.



## Business Integrity & Ethics

Ocado is committed to high standards of business and integrity in all that we do. Our high standards of conducting business in an honest and ethical way, acting with professionalism, fairness and integrity in all our business relationships should never be compromised. Suppliers are required to adopt the same approach. See [Ocado's Code of Conduct](#) for more details.



### Data Protection, Management & Artificial Intelligence

Suppliers must adhere to applicable data protection laws, including security of personal data, as well as to respective regulation, e.g. GDPR, in particular with regard to personal data of customers, consumers, employees and shareholders. Suppliers must comply with all applicable requirements when processing personal data. Suppliers must contact [privacy@ocado.com](mailto:privacy@ocado.com) without undue delay if they become aware of incidents that affect or have the potential to affect our data protection obligations.

Suppliers must ensure any Artificial Intelligence used in their services and products provided to Ocado comply with applicable regulations, including the EU AI Act.

### Confidential Information

In order to conduct day-to-day business with Ocado, Suppliers may need access to confidential/ private records. Suppliers must ensure this information is protected and remains confidential. Suppliers must not disclose any confidential information about Ocado to anyone unless given written permission from Ocado. Any information provided should be treated confidentially in accordance with the contractual commitments of non-disclosure agreement.

### IP

Suppliers must respect Ocado's intellectual property rights, including technology, designs, processes, know-how and trade secrets, copyright and trademarks. Suppliers are required to take all reasonable efforts and necessary precautions to safeguard and protect the intellectual property rights of Ocado. Any use of Ocado's intellectual property requires prior written consent from Ocado.

### Subcontracting

Suppliers must declare to their Ocado contact (contract lead) any subcontracting for materials, goods or services where subcontracting is permitted under the terms of the contract. The primary Supplier shall remain liable for the conduct or omission of any subcontractor or third parties and must ensure that they are made aware of this Code and agree to adhere to the provisions contained within.



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## Management Systems

Ocado expects all Suppliers to have implemented appropriate quality management systems/controls to ensure it can operate in accordance with the applicable guidelines, legislations and regulations, as appropriate for the materials, goods or services you provide to Ocado.

### Risk Management

Suppliers must set up effective systems to identify and manage legal compliance, environmental, health and safety, labour practices and ethics risks associated with their own operations and supply chain.

### Resilience & Business Continuity

Ocado expects all Suppliers in our supply chain to have robust and tested business continuity planning arrangements in place, including crisis management plans to ensure the continuity of or the quick and efficient resumption of service to Ocado in the event of an unforeseen disruption to your operations.

### Worker Feedback, Participation and Grievance

Suppliers must provide access to an effective and confidential grievance mechanism to obtain feedback on violations against practices and conditions covered by this Code and to foster continuous improvement. Suppliers must ensure that they have an effective mechanism in place to allow workers to report a breach of any of the above without fear of reprisal.

### Audits & Assessments

Suppliers must carry out periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of this Code and any related contractual requirements.



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### Supplier Relationships

Suppliers are expected to hold their subcontractors, agents, employees and representatives to the standards detailed in this Code. Suppliers with subcontracted production are required to work with their subcontractors to adopt and raise awareness of this Code. Ocado recognises that Suppliers in deeper tiers of the supply chain may take longer to align with these standards. We are committed to working with Suppliers to help implement this Code.

To verify our Suppliers are adhering to our Code, Ocado reserves the right to conduct appropriate due diligence and audits at any point during the contractual relationship. This may include requests for documents or information as evidence of policies and practices, risk assessments, and/or audits which could include an inspection of plant or factories where necessary. We also expect Suppliers to commit to providing any other information when requested that may be required by Ocado to comply with our regulatory/legislative or other reporting obligations.

Failure to respond in a timely manner or to provide information or permission to carry out an audit may result in follow up action including the termination of the relationship with us. To ensure these standards are cascaded throughout our supply chain, we expect Suppliers to consistently enforce and monitor these standards in their own operations and supply chain.