

ocado

GROUP

Modern Slavery Statement 2025

Our commitment

We are committed to respecting the internationally recognised human rights encapsulated in the Universal Declaration of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work. Throughout our operations, we seek to mitigate the infringement of human rights and commit to addressing any adverse impacts we identify as prescribed by the UN Guiding Principles on Business and Human Rights (UNGP). We support the elimination of all forms of forced or compulsory labour and support the protection of labour rights that promote safe and secure working environments for all workers. We take all allegations of human rights abuse seriously and will not knowingly tolerate such practices in our operations or our value chains.

To report an incident of suspected modern slavery, human trafficking, child labour or any illegal conduct taking place within Ocado Group's organisation we have a Speak Up service. It allows anyone to report a concern online or by phone, at any time of the day or night throughout the year by going to www.ocado.ethicspoint.com or calling the relevant number listed in our publicly available [Whistleblowing Policy](#).

This report by Ocado Group plc and its wholly-owned subsidiaries, Ocado Central Services Limited, Ocado Innovation Limited, Ocado Operating Limited, Ocado Solutions Limited and Ocado Solutions Canada Inc., has been published pursuant to Section 54 of the Modern Slavery Act 2015 (the "UK Act") and Section 11(1) of the Fighting Against Forced Labour and Child Labour in Supply Chains Act (the "Canadian Act") for the financial year 2 December 2024 to 30 November 2025. This is a joint report pursuant to 11(2)(b) of the Canadian Act made on behalf of Ocado Group plc and its subsidiaries mentioned above (collectively, "Ocado Group", "Group", "we", "us" or "our").

1. Our structure, activities and supply chains

1.1 Structure and activities

Founded 25 years ago, we are a global company leveraging cutting-edge technology solutions in automation, robotics, machine learning and Artificial Intelligence for online grocery and non-grocery distribution. Our workforce, including contingent workers, consists of more than 23,000 people across our technology and logistics operations.

Our organisation is divided into a number of subsidiaries that make up the Ocado Group. We are headquartered in the United Kingdom (UK) and have operations in Australia, Bulgaria, Canada, France, Greece, Japan, Poland, Singapore, South Korea, Spain, Sweden and the United States of America. Our joint venture with Marks & Spencer plc, Ocado Retail Limited (ORL), publishes its own modern slavery act statement on their website www.ocadoretail.com. For the full list of subsidiaries please read our FY25 annual report.

Worker breakdown percentages for 2025



| Reporting Subsidiary | Principal Activities |
|---|--|
| Ocado Central Services Limited Company Number: 9047023  | Provides central and head office services to the members of the Ocado Group, including finance, legal and HR services. |
| Ocado Innovation Limited Company Number: 8813912  | Responsible for research and developing our software and robotics platform business, offering the Ocado Smart Platform (OSP) |
| Ocado Operating Limited Company Number: 9047186  | Provides third-party logistics and other services to Wm Morrison Supermarkets Ltd and Ocado Retail Ltd (a joint venture between Ocado Group plc and Marks & Spencer plc) |
| Ocado Solutions Limited Company Number: 4204963  | Responsible for offering OSP to retail partners. Local Ocado Solutions entities, such as Ocado Solutions Canada Inc., situated in the respective countries of the solutions partners provide the OSP service locally |
| Ocado Solutions Canada Inc. Company Number: 3320697  | A wholly-owned subsidiary of Ocado Solutions Limited registered in Canada |

In the UK, we continue to negotiate our hourly pay rates with the Union of Shop, Distributive and Allied Workers (USDAW) and regularly conduct meetings and dialogue with our Employee Council to ensure that our pay rates are locally competitive and achieved in good faith with our employees. In 2025, union membership covered approximately 6,660 employees within our Ocado Logistics operations.

| Technology Solutions | Ocado Logistics |
|---|---|
| <p>Our global technology division which innovates and transforms operations across online grocery through the Ocado Smart Platform (OSP), and non-grocery and logistics industries through Ocado Intelligent Automation (OIA). It represents the activities of Ocado Innovation Ltd and Ocado Solutions Ltd and its subsidiaries.</p> | <p>Our third-party warehousing, logistics and fulfilment division, exclusively operating within the UK for retailers, Wm Morrison Supermarkets Ltd and Ocado Retail Ltd (a joint venture between Ocado Group plc and Marks & Spencer plc). It represents the activities of Ocado Operating Ltd.</p> |

OSP is our e-commerce, fulfilment, and logistics platform, provided as a managed service designed for the unique demands of online grocery. Where relevant, this includes the construction of automated Customer Fulfilment Centres (CFCs)

OIA is responsible for selling and importing our automation solutions helping non-grocery businesses transform their operations and supply chains

1.2 Supply chain

As a global technology and solutions developer we source from a wide and complex supply chain with multiple Tiers of suppliers from around the world, in FY25 this represented over 2100 suppliers and included more than 22 countries (Appendix 1). Our supply chain includes contract manufacturers who operate their own facilities that contribute to our products, and suppliers who provide outsourced goods and services that support our operations, including logistics providers. We segment our supply chain into four key areas; Technology Operations, Logistics, Information Technology (IT), and Indirect (Goods Not For Resale). Our Technology Operations supply chain encompasses our technology product manufacturing suppliers, who play a vital role in us delivering our patent-protected automated solutions.

Our international partners benefit from experienced support, in-market, to help enhance their operational efficiency, marketing and growth resources through a well-embedded Partner Success framework.



| FY25 Spend | FY25 Suppliers |
|------------|----------------|
| £566M | 2,100+ |

2. Our governance, policies and due diligence

The Board has oversight of the processes, procedures and the governance framework in place for responsible business. It is responsible for reviewing and approving our risk and sustainability disclosures, including our modern slavery statements. In addition, the Board along with its Committees receive regular reports on our wider compliance programme, including on the use of our whistleblowing service, how issues were managed and any mitigating actions.

Our Sustainability Committee defines and oversees the sustainability business strategy and ensures it is successfully implemented. This includes our Human Rights Policy and Responsible Sourcing initiatives, which are designed to ensure our suppliers abide by our Supplier Code of Conduct. The Committee is chaired by our Chief Financial Officer. It comprises leaders from across the business who are key to our operations and meets quarterly in a decision-making capacity. The Committee is supported by cross-functional working groups, collaborating with business area leaders, to drive key priorities forward, including responsible sourcing.

Code of Conduct

Outlines the ethical principles guiding our actions. It encapsulates our mission, values and policies for our employees and emphasises the importance of complying with our minimum standards and expectations.

Supplier Code of Conduct

Establishes a framework that outlines the standards and principles suppliers are expected to uphold in their business operations and interactions when working on behalf of Ocado.

Human Rights Policy

Sets out our commitment to upholding human rights and the requirements we expect from those working for us or on our behalf. This includes the prohibition of all forced and child labour; the right to freedom of association and collective bargaining; and that working hours, wages and deductions comply with national laws.



Whistleblowing 'Speak Up' Policy

This policy and our whistleblowing programme, known internally as Speak Up, facilitates reporting of suspected wrongdoing without fear of retaliation. The service is operated by independent third-party specialist, Navex Global. It allows employees and third parties to confidentially report concerns by phone or online channels 24/7.

■ Procurement Policy

Sets out the principles that need to be considered when buying goods or services on behalf of Ocado. It requires that all new suppliers complete and sign a Supplier Compliance Statement, designed to verify if the supplier has adequate policies and procedures, including those relating to compliance with modern slavery legislation.

Find our policies at www.ocadogroup.com/sustainability/policies-and-disclosures

■ Responsible Recruitment

Through a combination of in-house recruitment processes and third party service providers, we have implemented appropriate Applicant Tracking Systems (ATS) and procedures in line with requirements outlined by the UK Home Office. This includes ensuring that every candidate undergoes digital right-to-work validation and a physical identity/imposter check as soon as the candidate attends the site for their first shift. Every job application, including seasonal work, is applied for directly through this official process. We directly recruit and employ 92% of our workforce, including the majority of hourly-paid waged workers in our Ocado Logistics warehouse and distribution operations. When necessary, we do use contingency workers through trusted agencies to support our operations; in 2025 this represented approximately 8% of our workforce.

This year we have been working with Caraffi, a third party, to provide specialist advisory support to help Ocado Logistics strengthen and modernise the recruitment function. Their work focuses on several core areas that directly support our review of hiring processes and overall talent-acquisition effectiveness by:

- Assessing how our current recruitment structure, workflows and responsibilities operate across Ocado Logistics, identifying inefficiencies, gaps and opportunities for improvement.
- Conducting a detailed review of end-to-end hiring processes, from requisition to onboarding, to ensure they are consistent, scalable, and aligned with best practice.

- Evaluating the experience we provide to candidates at every stage, with recommendations to improve fairness, clarity, communication and overall engagement.

- Reviewing our use of ATS and recruitment technology, assessing data quality and reporting capability, and advising on how to improve visibility, decision-making and performance measurement.

- Supporting the development of internal recruitment capability through clearer processes, defined standards, and improved ways of working.

■ Responsible Sourcing

In line with the UNGP and Organisation for Economic Co-operation and Development (OECD) guidelines for responsible business conduct, we prioritise our due diligence efforts with suppliers who exhibit high inherent risk factors. Our enhanced due diligence and screening activities, which includes the use of EcoVadis ratings and third-party on-site social audits, are primarily focused on suppliers of goods and services with a spend of over £250k within our Technology Operations. During the reporting year we have expanded the scope to include additional operational procurement functions to include suppliers holding a spend over £1M in the areas of Logistics and IT. This enhanced screening process provides us with a clearer understanding of the human rights risks a new supplier may represent to the business, allowing us to manage mitigation actions ahead of commencing work with these suppliers.

This year we developed and finalised a Responsible Sourcing & Sustainability Plan which systematically outlines our requirements for how we will work with these suppliers in a clear and concise manner. The document is intended to make the supplier onboarding process more immediately transparent, and is designed to foster further engagement towards progressing our responsible sourcing goals.

3. Our risk assessment and management

We recognise that our business is vulnerable to inherent modern slavery risks in some of the industry sectors within which we operate. These sectors include warehousing, logistics, construction and the manufacturing of our robotic technology products. Temporary, seasonal and migrant workers, who may experience language barriers, are frequently used in these industries and due to the transient nature of the work are inherently at risk of exploitation. Known issues include illegal recruitment fees, underpayments, withheld wages, excessive or forced overtime, substandard accommodation and transport being provided by potential third party exploiters.

I Double Materiality

'Forced Labour', 'Working Conditions', and 'Workers in our Value Chain', were each identified as notable social risks for our business as part of a sustainability double materiality assessment conducted in 2024. These risks are directly or indirectly associated with forced labour and human trafficking, including; fair remuneration, worker representation and supply chain due diligence. As such they continue to be an important element of our Sustainability Committee's focus.

| Forced Labour | Working Conditions | Workers in our Value Chain |
|--|---|--|
| Our ability to identify and mitigate any links to forced or child labour in our both our own operations and along the value chain. | Our impact on topics such as fair remuneration, working hours, health & safety, rest breaks, worker representation and right to freedom of association. | Our ability to evaluate if labour standards and human rights are being upheld by suppliers, through contracting and due diligence. |

I Risk Profiles

We maintain risk profiles for our business critical suppliers based on A) Inherent Social Risk Factors, B) Supplier Dependency and C) Evidence of Risk. Any of these suppliers that are identified as high risk are obligated to carry out an annual social audit and commit to frequent meetings to ensure the closure of any critical non-compliances or breaches of zero tolerance issues. For business critical

suppliers who are lower risk, and require less monitoring, we conduct quarterly meetings to discuss any continuous improvement projects.

I EcoVadis

We use the widely-recognised EcoVadis evaluation tool to assess the sustainability performance and monitor the inherent risks of our suppliers. This tool increases our ability to assess a supplier's internal controls on human rights, ethics and supply chain management and helps us to identify potential risks and areas of improvement across the supply chain. We are using this information to better inform our future due diligence & mitigation actions. We have continued to actively engage with our strategic suppliers, monitoring their EcoVadis evaluations and conducting regular meetings with them to discuss results and areas of improvement in a collaborative manner. We have taken steps to directly engage those suppliers that receive low scores in the sections of Labour & Human Rights and Sustainable Procurement to encourage future improvements across these two areas.

I Social Audits

Our responsible sourcing strategy for social auditing protocol requires an annual cycle for supplier facilities identified as high risk. These audits must be carried out by an approved independent third-party organisation and be unannounced or semi-announced within a four-week window. We accept 4-Pillar SMETA, Amfori BSCI, SA8000, and Responsible Business Alliance (RBA) audits.

We require that any critical non-conformance findings identified during these audits are closed out within the Corrective Action Plan (CAP) timeframe and verified by follow up audit where necessary.

At the end of reporting year approximately half of identified high risk supplier manufacturing sites had undergone a social audit within the previous 18 months. Findings included issues relating to potential indicators of Forced Labour, Working Hours, Wages, Freedom of association and right to collective bargaining.

Case Study [Closed] - Singapore

Issue Identification - A Responsible Business Alliance (RBA) Validated Assessment Program (VAP) audit of a Singapore based supplier facility in 2025 revealed that it had previously received a priority Non-Conformance rating in 2024 for forced labor due to the discovery that workers had paid prohibited recruitment fees which were not reimbursed within 90 days.

Five of the supplier's foreign migrant workers, one indirect worker from Myanmar and four direct workers from China, had previously paid fees to secure work. The facility only covered return transportation to the home country airport, rather than the worker's habitual place of residence, forcing workers to pay for their own in-transit travel.

Corrective Actions Implemented - The facility had since conducted an internal investigation and reimbursed all affected workers according to an RBA-approved plan:

- The indirect Myanmar worker was reimbursed for recruitment-related fees for the amount of several thousand Singapore dollars.
- The five existing direct workers were reimbursed for passport renewal costs.
- The five departed workers were reimbursed for repatriation expenses.

Verification - Following extensive remediation efforts the 2025 audit evidenced that the supplier had updated its Recruitment Process Procedure to ensure no fees are charged to employees and revised its Resignation/Termination Procedure to cover return transportation fully to the employee's habitual place of residence. The previous priority finding was closed and upgraded to conformance.

Case Study [Closed] - Germany

Issue Identification - In late 2024 an initial social audit of one of our supplier's manufacturing sites based in Germany revealed several critical non-conformances surrounding worker's rights:

- The employer failed to comply with legal requirements for engagement with worker committees/unions, particularly regarding co-determination rights and information sharing as mandated by the Works Constitution Act.
- The audit identified issues with the verification of working hours due to missing, incomplete, or inconsistent records.

■ The initial audit noted an above-average sickness rate in production and logistics (20-28%), significantly higher than the overall average of 13%.

Initially due to poor engagement and lack of progress towards closing these outstanding issues in a timely manner, we paused all purchases with the supplier and escalated the matter internally. This resulted in the supplier agreeing to conduct a second audit in 2025.

Corrective Actions Implemented and Verified - During the 2025 follow up audit it was verified that:

- Monthly meetings were established and the Works Council confirmed that legal requirements were being met and communication had improved.
- All overtime hours were now being recorded and accounted for correctly with the Works Council verifying the accuracy of the records.
- The company hired a specialized Health Manager and implemented improvement measures.

Collaborative engagement and the follow up social audit resulted in all outstanding CAP actions being closed. We have since reengaged manufacturing with this supplier facility and continue to engage with them on responsible sourcing topics. In 2025, the supplier achieved a bronze medal from EcoVadis.

Case Study [Closed] - China

Issue Identification - During the initial audit a systemic process failure was identified regarding workers' access to basic amenities. The facility's assembly production department enforced an "off-position card" system, where a team of 5–8 workers shared a single pass required for restroom breaks or drinking water. Furthermore, these breaks were strictly limited to 15 minutes. While no penalties were enforced, this system constituted an unreasonable restriction on free movement.

Corrective Actions Implemented - Following the finding, the facility management took immediate steps to align with RBA standards:

Policy Revision: New "off-duty management regulations" were established, explicitly stating that employees may reasonably arrange personal time for basic needs without seeking permission, carrying certificates, or adhering to time limits.

Process Elimination: The "off-position card" requirement was formally canceled, and all physical cards in the assembly department were destroyed.

Training: Supervisors conducted training during regular meetings to ensure all personnel understood that the restrictions were permanently lifted.

Verification - During the follow up audit in April 2025, auditors verified the effectiveness of these actions through a plant tour and documentation review. It was confirmed that the off-position card system had been fully abolished and no restrictions on basic liberties remained.

Mapping supply chains

This year, we renewed our partnership with SupplyShift, a Sphera sustainability tool, as part of our commitment to map our supply chain beyond Tier 1 level. To achieve this we are engaging our business critical suppliers on a mapping and transparency project. We recognise that the most severe human rights risks often lie deep within the supply chain, beyond our direct Tier 1 relationships. Gaining visibility of these lower Tiers is critical to shifting our approach from reactive compliance to proactive risk prevention at the source of production. At year end we had 107 indirect suppliers on the system.

4. Measures we have taken to remediate any forced labour or child labour

During this financial year we had no confirmed reports of forced labour, human trafficking or child labour within our direct operations. When indicators of forced labour were identified in audits of our supply chain we engaged with our suppliers to ensure that these were mitigated in a responsible manner.

During the reporting year we have not identified, nor reported, instances of loss of income to vulnerable families that resulted from measures taken to eliminate the use of forced labour or child labour in our operations and supply chains.

5. Our training

Ocado Code

During the reporting year we continued to provide all salaried employees with online training covering the topics of modern slavery and whistleblowing. This training is designed to explain modern slavery terminology, provide case study examples, what signs to look out for and how to report any concerns. For the modern slavery module a final assessment and minimum score of 70% is required to pass the training. In 2025, 77% of salaried employees had successfully completed the modern slavery course.

Awareness campaigns

Whistleblowing materials are communicated to all of our workforce through the use of posters, newsletters, slack announcements, and on-site digital displays located in communal areas throughout the year. Speak Up posters, detailing how to make a report, are permanently displayed at all of our locations.

Training our procurement teams

During the year, as part of our efforts to expand the scope of our responsible sourcing activities to IT and Logistics, our responsible sourcing team ran training sessions for several of our procurement teams to help them to understand:

- Their roles and responsibilities within the process to further embed into business as usual
- Where EcoVadis fits into our due diligence requirements; and,
- How to use the Ecovadis platform, including the EcoVadis Academy courses

6. How we assess our effectiveness

We regularly review the performance and effective implementation of our governance, policies, and responsible sourcing programme. Our governance committees and operational working forums provide our Audit Committee with periodic updates on risk areas such as sustainability, health and safety, fraud, and whistleblowing. The Board reviews biannual compliance reports, including statistics on compliance and Ocado Code training completion, use of compliance tools, and whistleblowing reports received through the Speak Up hotline or management channels.

We continue to track our performance against our 2030 sustainability targets on responsible sourcing. This year, we have made substantial progress as we broadened the categories of supplier we engaged with through EcoVadis program, and successfully closed out non-conformances with more high risk suppliers.

Performance metrics for FY25

| Responsible Sourcing Metrics | FY24 | FY25 | 2030 Target |
|--|------|-------|-------------|
| Spend with suppliers who hold at least a bronze medal on EcoVadis (measured against total spend with all suppliers) | 11% | 20% ▲ | 80% |
| % of high risk suppliers who have completed a social audit and remediated any critical non-conformances (measured against total spend with high risk suppliers) | 5% | 58% ▲ | 100% |

Supplier Sustainability Scorecards

We continue to track the performance of our business critical suppliers in our technology product manufacturing supply chain through the use of Sustainability Scorecards. The scorecard is divided into three main sections and includes:

- Core (Corporate) - Supplier Code of Conduct, EcoVadis score [Tier 1]
- Core (Manufacturing) - Social audit performance and CAPs [Tier 1]
- Supply Chain Management - Mapping and onward due diligence [Tier 2]

Suppliers are assigned a grade according to their performance, with scores ranging from Exceeding Expectation (A) to Unresponsive (F). The grades are refreshed quarterly tracking any outstanding actions or acknowledging the progress against our responsible sourcing requirements. These scorecards inform quarterly business review meetings about key actions by identifying issues and areas of improvement and have proven effective in cases where lack of progress has required internal escalation. Since implementation, two thirds of business critical suppliers have made improvements against their baseline scores, improving their scorecard by a grade or more. This year we had our first A graded supplier, after exhibiting some excellent proactive work across supply chain due diligence and net zero metrics.

6.3 External collaboration and engagement

We are active members of techUK, a UK based technology trade association, and engage with their Responsible Business Conduct working group. During the reporting year our membership has allowed us to keep up to date with emerging legislation development and given us the opportunity to actively engage with the UK government, such as the Home Office and Department of Business and Trade, on policy thinking relating to future supply chain due diligence and modern slavery regulations.

We remain active members of Business for Social Responsibility (BSR). In 2025, they continued to be a partner for industry collaboration and have continued to provide tailored support on our Responsible Sourcing Programme's strategy. Our membership gives us the ability to collaborate with industry peers on shared challenges through working group forums. This year we have engaged in

meaningful collaboration, leveraging their expertise on business and human rights to review and provide commentary for our updated Supplier Code of Conduct, Battery Due Diligence approach and Responsible Sourcing & Sustainability Plan. This allows us to continuously improve our efforts, ensuring we are aligning to industry best practice. We recognise that we cannot tackle these issues alone, and have used our joint quarterly meetings to actively horizon scan for upcoming human rights due diligence and supply chain regulatory requirements to ensure that our processes remain compliant and forward-thinking.

Ongoing commitment

In 2026 we will continue our commitment to improving reporting transparency, enhanced due diligence and risk mitigation by:

- Integrating the SEDEX platform into our existing auditing review processes
- Embedding our Responsible Sourcing & Sustainability Plan into critical supplier contracts, laying the foundation for collaborative supplier engagement

Approval

This Report has been approved according to section 11(4)(b) of the Canadian Act by the Board of directors of Ocado Group plc, Ocado Solutions Limited and Ocado Solutions Canada Inc.

Attestation

In accordance with the requirements of the Canadian Act, and in particular section 11 thereof, I attest that I have reviewed the information contained in the report for the entity or entities listed above. Based on my knowledge, and having exercised reasonable diligence, I attest that the information in the report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.

Signed by:

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Stephen Daintith - Chief Financial Officer
5 February 2026

I have authority to bind Ocado Group plc, Ocado Central Services Limited, Ocado Innovation Limited, Ocado Operating Limited, Ocado Solutions Limited and Ocado Solutions Canada Inc.

Appendix 1. Location of manufacturing sites (Tier 1) within our technology product supply chain (Technology Operations) descending with number of sites per country

