



External Provider Standard - Code of Conduct

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1 Introduction

Starion develops and delivers tailored system engineering services and solutions for space, defence and other critical infrastructures across Europe, and can only do so if everyone working at Starion commits to meet the standards outlined in our Starion Code of Conduct. Our Code of Conduct is underpinned by our values:

- **Integrity** – We insist on ethical conduct in all our endeavours;
- **Inspiration** – Fuelled by passion, propelling us towards excellence
- **Care** – We are committed to individual wellbeing and growth
- **Collaboration** – Generating strength from diverse perspectives through teamwork.

We recognise that the work we do relies on our External Providers (our partners, subcontractors and External Providers) and the services, goods and equipment they supply to us. It also relies on our External Providers holding themselves to the same ethical and integrity standards that we hold ourselves.

Our External Provider Code of Conduct draws from our internal Code of Conduct and is designed to make clear to all our External Providers the ethical, conduct and compliance standards to which we expect them to hold themselves. It is based on the four pillars of our compliance programme:

- **Our Structure** – We meet our legal obligations to trade and operate
- **Our Operations** – From people to services...we operate with excellence
- **Our Growth** – We follow our processes, making the right decisions to grow our business
- **Our Reputation** – We act with integrity and always do the right thing.

Our External Provider Code of Conduct is not designed to tell you how to structure or run your business; rather, it is designed to highlight the critical elements of running a business with which we all must comply and to allow you to be able to demonstrate how you meet the standards through your own organisational controls, policies and procedures.

We thank you for your support of Starion and we appreciate your co-operation in helping us ensure that you, as one of our External Providers, understand and commit to the same standards as we do within Starion.

Gaëtan Desclée

CEO – Starion

2 Managing your legal requirements

Operating a business means that we all must comply with various applicable laws and regulations. These can be supra-national (like European Union [EU] Regulations), local legislation or mandatory guidelines and procedures. Laws and regulations may also require organisations to hold certain permits or authorisations related to their business activities, and these can vary from sector to sector.

Failure to meet legal requirements means that companies may not be allowed to trade or may even be struck off. In extreme cases, failure to meet legal and regulatory requirements can also mean criminal and/or civil consequences for companies and their directors.

2.1 What do you have to do?

Our External Providers must:

- Be properly incorporated and established in the locations in which you operate
- Ensure the information you provide to the authorities is complete, accurate and up to date
- Respect filing deadlines
- Hold the authorisations, permits and approvals you need to operate

We ask our External Providers to embed policies and procedures, reflecting the realities of your business, to ensure that you can meet the above requirements.

3 Operating with excellence

We strive to always do our best for our customers and for our employees. This means making sure that we understand our obligations to our customers and put in place structures, underpinned by policies and procedures, that enable us to meet and exceed our customers' expectations. Our customers are delighted when we bring experience and capability together in our teams and give them the support to operate effectively. Operating effectively means we build an environment where our employees are transparent and understand how to operate safely and securely. Positive discussions around our performance are encouraged, so we can have honest conversations and make things better.

Failure to operate with excellence means that we lose the trust of our customers, our employees and our External Providers. It also means we do not manage the information and tasks entrusted to us properly or bring the best talent to the table for our business.

3.1 What do you have to do?

Our External Providers must:

- Operate open and transparent recruitment processes designed to vet, assess and employ the best talent who support our work and are mindful of human rights and modern slavery issues across your business

- Engage, manage and reward your staff in accordance with the legal obligations applying in the country, region or sector in which you operate
- Operate a transparent reporting culture that allows issues to be raised openly and addressed proactively on a “non-retaliation” basis, appropriately supported by grievance and disciplinary practices consistently and objectively applied
- Operate oversight governance procedures where the work you do can be assessed against the obligations you have, positively and proactively raised with your customers and a focus on managing any issues
- Operate appropriate organisational and technical measures consistently within your business to protect the data you create or process, whether classified, commercial or personal data, and manage any unauthorised disclosures as soon as discovered
- Provide effective training to your employees and contractors about how to operate within your business and keep records of that training.

We ask our External Providers to embed policies and procedures, reflecting the realities of your business, to ensure that you can meet the above requirements.

4 Your business decisions

Winning new business or retaining existing business is the lifeblood of our business. This means we need to take decisions on an informed and considered basis about the business we want to keep or win: why do we want it, how can we deliver it, what will its financial impact be and what risks do we see that can impact our ability to deliver or realise the financial impact. These decisions are driven through effective governance, bringing together the right internal stakeholders at the right point to make decisions and inform our approach.

Winning new business or retaining existing business often relies on our engagement with external stakeholders. This can include our External Providers. It is critical that we do it right when we engage with external stakeholders. This means being clear about who they are, what we allow or request them to do on our behalf and how we work with them to meet our business goals.

Failure to operate a proper and transparent governance model leads to bad business decisions, which can impact our reputation as well as our ability to realise financial returns and deliver contract requirements. These impacts can touch existing business and our ability to bid for and win new business. Improper use of external stakeholders, whether in winning or running our contracts, also has a significant reputational impact and can lead to business being taken away from us, and us being prevented from participation in future opportunities. These impacts can have regulatory, civil and criminal consequences for the business and for individuals.

4.1 What do you have to do?

Our External Providers must:

- Operate an effective and transparent governance model that brings forward the relevant information to make decisions

- Operate against clear decision-making powers and ensure those with authority to decide are armed with information and recommendations arising through governance
- Ensure you comply with the requirements underpinning opportunities
- Map your external stakeholders – know who they are, what they do and who their counterpart is within the organisation
- Ensure all external stakeholders are legally established and able to provide the services or the advice requested
- Ensure all external stakeholders are engaged through appropriate terms and conditions, making clear their permitted scope of operation and how they discharge it
- Review external stakeholder relationships regularly, ensuring they continue to meet legal, regulatory and contractual requirements
- Empower your organisation to report and act when there is an issue, either in governance or in an external relationship, either to senior management or through your anonymous reporting line
- Conduct training about key issues in engaging third parties regularly, particularly with sales and business development colleagues, such as competition law, conflicts of interest, agency arrangements and commission arrangements.

We ask our External Providers to embed policies and procedures, reflecting the realities of your business, to ensure that you can meet the above requirements.

5 Your reputation

Reputation is critical for any business to be successful. Reputation is hard won and easily lost. Protecting our reputation is critical to Starion and a large part of that is our ability to show our customers that we take our legal and ethical responsibilities seriously and operate under a consistent framework to manage those responsibilities. Our reputation depends on everyone who works within Starion, the external stakeholders we engage and the External Providers we work with.

Failure to operate within our compliance framework consistently and across our organisation can have extremely serious consequences for our business. It can lead to work being taken away from us and being prohibited from participating in new opportunities. It can create mistrust within our customers and our partners, subcontractors and External Providers. It can also lead to regulatory, civil and criminal sanctions being imposed against us or our staff. These issues are not just to be managed within our business, but externally within our wider External Provider supply chain.

5.1 What do you have to do?

Our External Providers must:

- Identify, understand and comply with key legal and ethical requirements in the engagement and payment of your staff, including ensuring that child labour, modern slavery, human rights abuses and illegal working practices are not condoned within your organisation
- Operate an internal code of conduct that requires your employees to comply with anti-fraud, anti-bribery, anti-corruption and conflict of interest requirements

- Operate a clear gifts and hospitality policy, so your employees know what and when they can give and receive things from third parties, including customers
- Operate a standard onboarding procedure for your supply chains that assesses reputation issues and steps to comply with those requirements
- Put in place appropriate technical and organisational measures to combat these issues, including regular training and means by which issues can be reported and addressed within the organisation
- Hold and retain records of the steps you take, to evidence your compliance with your obligations and procedures.

We ask our External Providers to embed policies and procedures, reflecting the realities of your business, to ensure that you can meet the above requirements.

6 Your supply chain

Like Starion, operating as a business means you are not just responsible for your own business; you must also take steps within your own supply chain to ensure that they comply with their own legal and regulatory obligations in performing their respective business activities.

Where an External Provider fails to meet its own legal or regulatory obligations, that can directly impact your business, and, in turn, Starion's business. This can include, but not be limited to, complying with authority investigations and demonstrating the consistency and robustness of the measures you put in place in respect of your supply chain.

6.1 What do you have to do?

Our External Providers must:

- Apply policies and approaches to your supply chain similar to those we apply to you as our External Provider
- Conduct an appropriate due diligence and onboarding assessment proportionate to the nature of commercial activities performed by your supply chain
- Record those measures and take appropriate decisions about how you engage with your supply chain
- Review the ongoing compliance of your supply chain periodically, including requiring the provision of ongoing certifications, authorisations and permits, or conducting audits in relation to your legal and regulatory compliance.

We ask our External Providers to embed policies and procedures to manage their own supply chains to the same standards as are outlined in this External Provider Code of Conduct and to assess their supply chain on an ongoing appropriate basis.

7 Evidencing compliance

A key part of operating compliantly is being able to evidence that compliance. Evidence can arise in several different ways, including the conduct of internal assurance or audit activities, and external

audit or independent third-party assessment conducted by suitably qualified and experienced advisors. Audits may form part of an annual reporting cycle or be specifically tied to authorisation, permits and certifications that the business holds, such as security permits or ISO certifications.

Failure to demonstrate how you manage your obligations and be able to provide evidence of management can have significant consequences. It can lead to authorisation, permits and certifications being revoked, whether those are ISO certifications or security or sectoral permits. This can impact the ability of a business to perform services, be paid for services or meet their contractual obligations.

7.1 What do you have to do?

Our External Providers must be able to evidence how they comply with the policies, procedures and technical and organisational measures that they put in place. Providing confirmation and excerpt of any internal or independent audit or assurance activities undertaken by or on behalf of your organisation to Starion helps us be assured that your ongoing compliance has been evidenced.

Confirmation and assurance may also be undertaken by public organisations who have assessed your business for the purpose of their own supplier due diligence. Receiving this information helps us understand how public entities have assessed your business and how accordingly we can be assured of your compliance with our External Provider Code of Conduct.

It is in your interest to provide us with documents evidencing the independent audit and assessment that has been undertaken for your organisation, be that internal assurance and audit, external audit or public customer verification and assessment. We commit to take these documents into account in assessing your compliance with our External Provider Code of Conduct.

We ask our External Providers to ensure that you keep records, provide us with external verified assessments by independent authorities or public customers in relation to this External Provider Code of Conduct, and engage with us proactively in respect of ongoing assessment and compliance.

8 Monitoring compliance

Starion relies on its partners, subcontractors and External Providers to adhere consistently to their policies and procedures, and to apply their technical and organisational measures in a consistent manner throughout their relationship with Starion.

Starion may require verification of ongoing compliance during our working relationship with our External Providers. Except if there is a suspicion of a breach of applicable laws, or in the event we are required to meet customer or regulatory authority instructions, we will endeavour to give you reasonable notice of any audit.

Audits may be conducted remotely but also may require us to visit your sites of operation. We will arrange this with you to minimise impact on your business activities.

We ask our External Providers to work with us positively and proactively to support our audit requirements, should they arise, and to provide us with transparent information and data to enable compliance monitoring to happen with minimal distraction to business activities.

9 Taking action

Having policies and procedures and applying technical and organisational measures is not enough by itself. Sometimes we must take decisive actions to stop activities, sever relationships and report to our customers or even the authorities. We operate transparently and openly, and we expect the same commitment from our External Providers.

Failure to act decisively will likely require us to take steps in our relationship with you, whether that requires conducting audits and investigations, implementing steps or severing our relationship.

We ask our External Providers to ensure that they report to us where there is a breach of this External Provider Code of Conduct, and implement remedial steps to remove or mitigate the impacts of the breach.