

# LEGAL POLICIES & PROCEDURES

## GLOBAL VENDOR/SUPPLIER INTEGRITY POLICY

Department	Legal & Compliance
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Owner	Chief Ethics and Compliance Officer

### 1. STATEMENT OF POLICY

Cushman & Wakefield<sup>1</sup> (hereinafter referred to as “Company”) is committed to conducting its business in accordance with the highest ethical standards. This policy contains important guidelines and sets forth minimum standards for all Company directors, officers, partners, members, employees, temporary employees hired through agencies, brokerage professionals and independent contractors<sup>2</sup> (collectively “Employees”) and vendors/suppliers to follow globally.<sup>3</sup>

Employees and vendors/suppliers are expected to comply with this Global Vendor/Supplier Integrity Policy (the “Vendor Integrity Policy”) as well as the Company’s Global Code of Business Conduct (“Code of Conduct”) and the company’s other policies and standards referenced therein. The Vendor Integrity Policy and the Code of Conduct are available to vendors/suppliers upon request.

### 2. DETAILED PROCEDURE/GUIDANCE

#### A. VENDOR/SUPPLIER ETHICAL STANDARDS

##### i. Purpose and Scope

- The Company acts ethically and responsibly because it is the right thing to do. The business practices and actions of a vendor/supplier reflect upon the Company, its reputation and brand. The Company has, therefore, developed these Vendor/Supplier Ethical Standards (“Ethical Standards”) to clarify our expectations in the areas of business integrity, labor practices, health and safety, and environmental management.

<sup>1</sup>The term “Cushman & Wakefield” is used broadly herein to cover Cushman & Wakefield PLC as well as all global affiliates, subsidiaries, and business or corporate functions, including entities that hire employees or engage independent contractors, as applicable.

<sup>2</sup> Independent contractors are those independent vendors who assist the Company in developing and carrying out business on a strategic basis. Independent contractors shall abide by this policy as part of the obligations assumed under their separate agreements with the Company. Should the independent contractor be a legal entity and not an individual, then such independent contractor shall cause and direct its key associates linked to the services provided to the Company, if requested by the Company, to acknowledge and abide by this policy.

<sup>3</sup> Compliance with this policy shall not be construed or interpreted as creating an employment relationship between an Employee and a particular Company entity where none otherwise exists. Compliance with this policy by an independent contractor or an officer or associate of such independent contractor shall not be construed or interpreted as creating an employment relationship between such independent contractor, or officer or associate of such independent contractor, and the Company.

- Vendors/suppliers who do business with or act on behalf of the Company or its clients shall follow these Ethical Standards. Violations of these Ethical Standards will result in a review of our business relationship, up to and including, termination of that relationship in accordance with our contractual rights and applicable law.
- ii. Business Conduct Principles

Company vendors/suppliers shall conduct business responsibly, with integrity, honesty, and transparency, and adhere to the following principles:

- **Provide safe, healthy and compliant working conditions.** Company's vendors/suppliers shall proactively manage health and safety risks to support an incident-free work environment where occupational injuries and illnesses are prevented. Vendors/suppliers must implement management systems to recognize, evaluate and control hazards related to their industry-specific operations/equipment. In particular, the potential health and safety impacts of equipment or materials shall be considered prior to use. Moreover, all vendors/suppliers shall ensure compliance with relevant health and safety legislation, as well as any Company or client specific health and safety requirements.
- **Maintain awareness of and comply with all applicable laws and regulations of the countries where they operate, including but not limited to, all anti-corruption laws.**
- **Compete fairly for the Company's business, without paying bribes, kickbacks or giving anything of value to secure an improper advantage.** The Company conducts business legally and ethically within the framework of a free enterprise system. Corrupt arrangements with customers, suppliers, government officials, or other third parties are strictly prohibited. "Corruption" generally refers to obtaining, or attempting to obtain, a personal benefit or business advantage through improper or illegal means.
- **Encourage a diverse workforce and provide a workplace free from discrimination, harassment or any other form of abuse.** Company vendors/suppliers shall create a work environment in which employees and business partners feel valued and respected for their contributions. Harassment, including unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive or hostile work environment will not be tolerated.
- **Treat employees fairly, including with respect to wages, working hours and benefits.** Company vendors/suppliers shall comply with all applicable legal and regulatory requirements and will generally apply sound employee relations practices. Working hours, wages, and benefits will be consistent with laws and industry standards, including those pertaining to

minimum wages, overtime, other elements of compensation, and legally mandated benefits.

- **Prohibit all forms of forced or compulsory labor.** Company vendors/suppliers shall maintain and promote fundamental human rights. Employment decisions will be based on free choice and there may be no coerced or prison labor, and no use of physical punishment or threats of violence or other forms of physical, sexual, psychological or verbal abuse as a method of discipline or control.
- **Prohibit use of child labor.** Company vendors/suppliers shall adhere to the minimum employment age limit defined by national law or regulation. In no instance shall a supplier permit children to perform work that exposes them to undue physical risks that can harm physical, mental, or emotional development or improperly interfere with their schooling needs.
- **Carry out operations with care for the environment and comply with all applicable environmental laws and regulations.** The potential environmental impacts of daily business decision-making processes shall be considered along with opportunities for conservation of natural resources, recycling, source reduction and pollution control to ensure cleaner air and water and to reduce landfill wastes.
- **Maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.**
- **Support compliance with these Ethical Standards by establishing appropriate management processes and cooperating with reasonable assessment processes requested by the Company.** To conduct business with the Company or its clients, vendors/suppliers must enter into contracts and execute purchase orders that mandate compliance with these Ethical Standards.
- **Conduct business in accordance with the Company's policies regarding conflicts of interest, gifts and entertainment and charitable contributions (set forth in the Company's Global Code of Conduct and Global Anti-Bribery and Corruption Policy) when dealing with Company employees.** The Company's vendors/suppliers are prohibited from providing or offering gifts to Company employees that could inappropriately influence the Company's business decisions or gain an unfair advantage.
- **Report suspected violations of these Ethical Standards.** Vendor/supplier employees or contractors may report anonymously, if permitted by local law, suspected violations of these Ethical Standards by contacting the Company's Ethics Helpline administered by EthicsPoint, an external provider. More information on confidential reporting of violations

of these Ethical Standards is available through EthicsPoint's separate website at [www.cwethics.ethicspoint.com](http://www.cwethics.ethicspoint.com).

## **B. CONFLICTS OF INTEREST & APPROVAL OF RELATED PARTY VENDORS/SUPPLIERS**

Company Employees are expected to avoid any activity or investment which interferes with or appears to interfere with their independent exercise of judgment in the best interest of the Company and its clients. Having a financial interest in or family or personal business relationship with a vendor/supplier is a conflict of interest. **All such conflicts must be disclosed to and approved in writing by the local/regional compliance representative with an email notification to the Employee's manager before the vendor/supplier is engaged by or recommended to the Company or a client. Such approval, if granted, shall be conditioned upon the Employee removing himself or herself from the formal engagement of the vendor/supplier including review/execution of written agreements and approval of invoices and payment to the vendor/supplier.**

Company employees are not permitted to personally engage any vendor/supplier (e.g. to perform work on a personal residence) who is at the time performing services for the Company or a client without prior approval from the local/regional legal representative. This prohibition does not apply to third parties such as Home Depot, Staples, Office Max and the like.

## **C. MONITORING TESTING AND AUDIT**

To evaluate the overall effectiveness and adequacy of the Vendor Integrity Policy and to ensure that the adopted policies, procedures and internal controls are being followed, the Company's Internal Auditors may monitor, test and periodically audit compliance with this policy. Such monitoring and auditing may include, but not be limited to, review of:

- Employee disclosures regarding their dealings with vendors;
- Questionable matters detected in security investigations;
- The results of financial and payroll audits;
- Contracts awarded where the contract price is over \$1 million per annum;
- Contracts awarded where the contract price is over \$50,000 per annum and the contract was awarded to a bidder other than the lowest bidder; and
- Distribution of the Integrity Policy to vendors/suppliers.

## **D. WHERE CAN I GO FOR HELP?**

There are several resources available if you have a question or concern. You can talk to your:

- Manager;
- Local/regional Company legal or compliance representative; or
- Local/regional Company procurement professional.

## **E. ALLEGATIONS OF MISCONDUCT**

Company employees are responsible for promptly reporting any possible violations of the Vendor Integrity Policy in accordance with the Company's Global Whistleblower Policy. This includes violations or possible violations by any Employee or vendor/supplier doing business with the

Company or its clients. Company employees can also report anonymously, if permitted by local law, by contacting the Company's Ethics Helpline administered by EthicsPoint, an external provider. More information on confidential reporting of violations is available through EthicsPoint's separate website at [www.cwethics.ethicspoint.com](http://www.cwethics.ethicspoint.com).

#### **F. FAILURE TO COMPLY**

Violations of the Vendor Integrity Policy will result in disciplinary action which may include immediate termination of employment.

### **3. OTHER COMPANY POLICIES RELEVANT TO THIS POLICY**

To facilitate adherence to this Policy, Employees should also familiarize themselves with the following Company policies and procedures:

- Global Code of Business Conduct;
- Global Anti-Bribery & Corruption Policy;
- Global Economic Sanctions Policy;
- Global Due Diligence Policy;
- Global Conflicts of Interest Policy;
- Global Whistleblower Policy; and
- Global Procurement Policy