
The values of The ODP Corporation (together with its subsidiaries, "ODP") are based on the principles of accountability and integrity, and ODP is committed to sourcing goods and services only from suppliers who strive to fully comply with all applicable laws and regulations and meet internationally recognized standards for dealing with workers and the environment. ODP requires all organizations supplying goods or services to ODP (each, a "Supplier"), to follow and adhere to these Supplier Guiding Principles. Suppliers must also ensure that any subcontractors, affiliates of Supplier, or other third parties involved in the provision of goods or services follow and adhere to these Supplier Guiding Principles.

1. **Compliance with Laws.** All Suppliers must comply with all applicable laws in the jurisdictions in which they operate. No other section of these Supplier Guiding Principles shall limit the generality of this section.

2. **Prohibition of Forced Labor, Human Trafficking, and Slavery.** No form of forced labor may be used, including prison, indentured, bonded, military, slave, or any other form of forced labor; except for programs that provide rehabilitative work opportunities to incarcerated individuals, provided that all elements of any such program are submitted in advance to ODP for review and written approval is given by ODP's Chief Legal Officer or Chief Compliance Officer. The recruitment, transportation, transfer, harboring or receipt of any persons by means of threat, use of force, or any other forms of coercion, abduction, fraud, deception, abuse of power or position of vulnerability, or the giving or receiving of payments or benefits to achieve the consent of a person having control over another person for the purpose of exploitation, is prohibited. No worker may be required to remain in employment against their will.

3. **Prohibition of Child Labor.** Child labor is prohibited. Workers may not be younger than the minimum employment age established by applicable law. In the event no minimum employment age is established, workers may not be younger than the age of compulsory education; or if no minimum age for compulsory education is established, workers may not be younger than age 16.

4. **Working Hours.** Working hours must follow all applicable laws and regulations. Suppliers are encouraged and should strive to limit workers to no more than 60 hours per week, and no more than 6 days during any 7-day period.

5. **Wages and Benefits.** All workers must receive at least the minimum wage and benefits required by applicable law. A written accounting of wages should be given to each worker during each pay period clearly indicating the worker's compensation and any deductions. Higher hourly rates should be paid for night shifts than for day shifts. Suppliers should not deduct penalties from wages for disciplinary infractions.

6. **Respect for the Individual.** All workers should be treated with respect and dignity.

7. **Freedom of Association and Collective Bargaining.** The rights of workers to freely associate, organize, and bargain collectively in accordance with applicable laws must be respected. ODP encourages communication and direct involvement of management regarding working conditions without fear of intimidation, harassment, or reprisal.

8. **Non-Discrimination, Harassment, and Abuse.** Hiring decisions must be made on the basis of a worker's individual qualification to perform a specific job. No decisions regarding hiring, salary, benefits, advancement, discipline, termination, or advancement should be made on the basis of a worker's race,

color, gender, nationality, religion, age, maternity, sexual orientation, or marital status. Workers shall not be subject to verbal, physical, sexual, or psychological abuse or any other form of mental or physical coercion, including without limitation the use of physical violence or punishment as a form a discipline.

9. **Supplier Diversity.** In the course of providing goods or services to ODP, Suppliers shall use commercially reasonable efforts to select subcontractors that are minority, women, veteran, LGBTQ, or disabled-owned, along with small business enterprises that are certified by supplier diversity advocates such as the National Minority Supplier Development Council, Women's Business Enterprise National Council, National Gay & Lesbian Chamber of Commerce, Disability:IN, the United States Small Business Administration or similar certifying state/local agencies ("Diverse Suppliers"). Suppliers shall cooperate with reasonable requests made by ODP for the disclosure of its Diverse Supplier spend or its own status as a Diverse Supplier.

10. **Conflict Minerals.** ODP is committed to responsible sourcing practices and compliance with Section 1502 of the Dodd-Frank Act relating to conflict minerals, including the procurement and use of precious metals (e.g., tin, tungsten, tantalum, and gold) from the Democratic Republic of Congo and its neighboring countries ("DRC"). It is ODP's environmental and social responsibility to source from and adhere to responsible mining practices and the highest commitment to human rights. ODP reinforces its commitment to conflict-free trade through the establishment of management systems and supply-chain due diligence. In turn, Suppliers are expected to ensure that products supplied are DRC conflict free and must cooperate with ODP's due diligence process. Furthermore, Suppliers should establish policies, due diligence frameworks, and management systems consistent with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas.

11. **Working Environment.** All working and housing (if applicable) environments must be sanitary, safe, healthy and in compliance with applicable laws and regulations relating to working and living (if applicable) conditions. All applicable laws and regulations pertaining to fire safety, building codes, and the proper maintenance and operation of equipment must be followed.

12. **Equal Opportunity.** ODP is an equal opportunity employer and federal contractor or subcontractor. Consequently, Suppliers must abide by the requirements of 41 CFR 60-1.4(a), 41 CFR 60-300.5(a) and 41 CFR 60-741.5(a). These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities and prohibit discrimination against all individuals based on their race, color, religion, sex, sexual orientation, gender identity, or national origin. These regulations require that covered prime contractors and

subcontractors take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, protected veteran status, or disability. Suppliers must also abide by the requirements of Executive Order 13496 (29 CFR Part 471, Appendix A to Subpart A), relating to the notice of employee rights under federal labor laws.

13. Border Security. ODP has partnered with United States Customs and Border Protection (“CBP”) in an effort to secure its supply chain under the Customs Trade Partnership Against Terrorism (“CTPAT”). Suppliers providing goods and services to ODP outside the United States must comply with the Security Requirements and Security Criteria for CTPAT Foreign Manufacturers issued by CBP and available on www.cbp.gov. In addition, Suppliers providing goods and services to ODP outside the United States must comply with the attached Security Requirements.

14. Environment. Suppliers should be sensitive to their impact on the environment and local communities and enforce appropriate environmental standards within its facilities and operations, including the timely maintenance of machinery and vehicles. Suppliers should have an effective, documented environmental policy that complies with applicable environmental laws, rules, and regulations. Suppliers providing office or marketing paper to ODP must comply with the attached Paper Purchasing Policy.

15. Bribery. ODP strictly prohibits the giving or receiving of kickbacks, bribes, or payoffs to influence a decision relating directly or indirectly in any way to its business. Bribes, implied or offered, with the intention of obtaining or retaining an improper advantage are not to be offered or accepted. Without limiting the foregoing, Suppliers may not give or offer money or anything of value to any local, state, federal, or foreign government official, candidate, political party, or political party official for the purpose of (a) influencing or inducing the action or decision of the recipient in any official capacity or in violation of any lawful duty, (b) exerting influence on any third party or government agency in order to assist in obtaining, retaining, or advancing its business in any country, or (c) facilitating general business tasks (e.g. shipping products or installing equipment).

16. Anti-Corruption. Suppliers must maintain the highest standards of moral and ethical conduct at all times. Suppliers shall not engage in any form of corrupt practices including, without limitation to, extortion, fraud, impersonation, false declarations, or bribery.

17. Conflicts of Interest. Suppliers must not offer any cash or cash-equivalent gift (including gift cards and discounts on personal purchases) to ODP personnel, and any non-cash gift must be reasonable and customary, in no event having a value in excess of \$100 USD. In addition, Suppliers must comply with ODP’s Code of Ethical Behavior as it pertains to Gifts and Entertainment, located at <https://www.theodpcorp.com/>. Any violations of ODP’s Code of Ethical Behavior or any improper solicitation of gifts made by ODP personnel should be promptly reported using ODP’s anonymous whistleblower hotline (see Section 22 for details).

18. Inspection Right. Suppliers must maintain reasonable records and documentation of all matters related to their business with ODP in accordance with sound business practices and local laws and regulations. Suppliers will permit ODP or parties designated by ODP to reasonably inspect (with or without notice) all such records and documentation and facilities of Suppliers, for the purpose of confirming compliance with these Supplier Guiding Principles.

19. Communication with Workers. Supplier agrees to post a copy of these Supplier Guiding Principles in at least two prominent locations where it is likely to be read by workers. Notwithstanding the foregoing, Supplier may post a copy of its own policies in lieu of these Supplier Guiding Principles if such policies cover the same subjects, and are at least as restrictive, as these Supplier Guiding Principles. All postings must be in English as well as any other language spoken by a majority of personnel at such location.

20. Private Brand Suppliers. Suppliers selling goods to ODP which are sold under brands owned or controlled by ODP (“Private Brand Goods”) are required to:

- a. Disclose all manufacturing locations where own Private Brand Goods are produced.
- b. Complete and submit to ODP the Factory Declaration Add and Drop Form, Report Release Authorization Form, and a compliance attestation, along with such other information as may be reasonably required by ODP.
- c. Submit to factory audits by ODP’s designated third-party factory audit service provider and pay the reasonable cost of such audit directly to such service provider. Additional fees may apply to re-audits or expedited audits, if required.
- d. Submit to such product testing and quality assurance procedures as may be reasonably required by ODP. As part of such testing and quality assurance, Vendors must submit samples of all Private Brand Goods for pre-production laboratory testing and all testing expenses will be the responsibility of Suppliers (which expenses may vary based on the type of Private Brand Goods).
- e. Additional procedures and information relating to Private Brand Goods can be found in the Vendor Partnership Program Manual, available on ODP’s Vendor Portal or upon request.

21. Violations. If ODP determines a Supplier has violated these Supplier Guiding Principles, it may demand corrective action or terminate its business relationship with such Supplier, notwithstanding anything to the contrary in any agreement.

22. Whistleblower Hotline. ODP maintains an anonymous whistleblower hotline accessible 24/7 via the internet at <https://www.theodpcorp.com/compliancehotline> or by telephone at +1-866-634-6854 or the local numbers listed in Appendix B to the Code of Ethical Behavior located at <https://www.theodpcorp.com/>. Vendor must promptly report any known or reasonably suspected violation of these Supplier Guiding Principles directly through the whistleblower hotline.

Security Requirements

These Security Requirements apply to any Supplier delivering goods to ODP at a location outside the United States of America.

Every Supplier should have a written security procedure in place to protect ODP's intellectual property and confidential material, as well as those associates that work or visit such Supplier facilities as recommended by the U.S. Bureau of Customs and Border Protection:

Physical Security: All buildings should be constructed with materials that resist unlawful entry and protect against outside intrusion. Physical security should include:

- Adequate locking devices for external and internal doors, windows, gates, and fences.
- Segregation and marking of international, domestic, high-value and dangerous goods cargo within the warehouse by a safe, caged or otherwise fenced-in area.
- Adequate lighting both inside and outside the facility, as well as in parking areas.
- Separate parking area for private vehicles that is separate from the shipping, loading dock and cargo areas.
- Having internal/external communications systems in place to permit prompt contact of internal security personnel or local law enforcement/police.

Access Controls: Unauthorized access to the shipping, loading dock and cargo areas should be prohibited. Controls should include:

- The positive identification of all employees, visitors, and suppliers.
- Procedures for challenging unauthorized/unidentified persons.

Procedural Security: Measures for the handling of incoming and outgoing goods should include the protection against the introduction, exchange, or loss of any legal or illegal material. Security controls should include:

- Assign a designated security officer to supervise the introduction/removal of cargo.
- Properly marked, weighed, counted, and documented products.
- Procedures for verifying seals on containers, trailers, and railcars.
- Procedures for detecting and reporting shortages and overages.
- Procedures for tracking the timely movement of incoming and outgoing goods.
- Proper storage of empty and full containers to prevent unauthorized access.
- Procedures to notify Customs and other law enforcement agencies in cases where anomalies or illegal activities are detected or suspected.

Container and Trailer Security: Container and trailer integrity must be maintained to protect against the introduction of unauthorized material and/or persons. At the point-of-stuffing, procedures must be in place to properly seal and maintain the integrity of the shipping containers and trailers. A high security seal must be affixed to all loaded containers and trailers bound for the U.S. All seals must meet or exceed the current PAS ISO 17712 standard for high security seals.

Container Inspection: Procedures must be in place to verify the physical integrity of the container structure prior to stuffing, to include the reliability of the locking mechanisms of the doors. A seven-point inspection process is recommended for all containers: (1) front wall, (2) left side, (3) right side, (4) floor, (5) ceiling/roof, (6) inside/outside doors, (7) outside/undercarriage.

Trailer Inspection: Procedures must be in place to verify the physical integrity of the trailer structure prior to stuffing, to include the reliability of the locking mechanisms of the doors. The following five-point inspection process is recommended for all trailers: (1) fifth wheel area - check natural compartment/skid plate, (2) exterior - front/sides, (3) rear - bumper/doors, (4) front wall, (5) left side.

Personnel Security: Supplier should conduct pre-employment screening and interviewing of prospective employees to include periodic background checks and application verifications.

Education and Training Awareness: A security awareness program should be provided to employees including recognizing internal conspiracies, maintaining product integrity, and determining and addressing unauthorized access. These programs should encourage active employee participation in security controls. Employees must be made aware of the procedures Supplier has in place to address a situation and how to report it.

Paper Purchasing Policy

This Paper Purchasing Policy applies to any Supplier providing office copy paper or marketing paper to ODP, whether for resale or internal consumption.

1. **Prohibited Products:** No paper products shall be delivered to Veyer that are:
 - bleached with elemental chlorine;
 - produced with inputs from any supplier that:
 - is unwilling to disclose the original forest source (country and region) prior to purchase;
 - is known to provide fiber that is not legally sourced;
 - provides incomplete, inaccurate, or fraudulent documentation or certification materials; or
 - is otherwise of questionable integrity; or
 - produced with fiber from:
 - unknown sources;
 - sources not covered by an FSC Controlled Wood risk assessment or FSC certification;
 - High Conservation Value Forests (HCVF) as defined in the HCVF Global Toolkit;
 - illegally-logged sources, or regions where there is a high degree of suspected illegal logging;
 - natural forests being actively converted to non-forest use;
 - genetically modified or engineered trees; or
 - regions where harvesting or processing is documented to negatively impact human rights or labor rights.

2. **Product Requirements/Pre-requisites:** All paper products delivered to Veyer must be made exclusively from virgin fiber that is:
 - certified by or under one or more of:
 - American Tree Farm System (ATFS);
 - FSC controlled wood;
 - Sustainable Forestry Initiative (SFI); or
 - PEFC (Program for Endorsement of Forest Certification) and other standards accepted by PEFC; and accompanied by Chain of Custody certificates or other reasonable evidence of such certification (as determined by Office Depot in its discretion); or
 - from an original forest source (that is not excluded under the Required Exclusions), with reasonably documented legal origin that is traceable and verifiable by Office Depot prior to purchase (as determined by Office Depot in its discretion).

3. **Recycled Products:** Notwithstanding Section 2, above, paper products may be made with recycled content if the use of recycled content is clearly disclosed and the following criteria are satisfied:
 - the minimum requirement is 10% post-consumer recycled or 20% total recycled content;
 - recycled percentage must be verified by credible third party, or accompanied by a signed Vendor Certification Letter acceptable to Office Depot in its discretion;
 - whenever possible, such products should be Enhanced Elemental Chlorine Free (EECF), Processed Chlorine Free (PCF) or Total Chlorine Free (TCF); and
 - all virgin fiber included in such products comply with the requirements of this policy.

4. **Audits and Exceptions:** At the discretion of Veyer, an inspection, audit, or request for documentation may be required to verify compliance to this policy. Veyer may grant exceptions under certain limited circumstances, in its sole discretion, if (i) a supplier is working under a formal agreement with a credible conservation group to resolve forestry issues and (ii) the Veyer Environmental Strategy team has expressly approved such exception and is actively involved in resolving such issues.