



PUBLIC Directive

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Wärtsilä Supplier Requirements

General

The purpose of Wärtsilä supplier requirements is to explain in more detail the legal, ethical, environmental, and employee related standards, as well as Wärtsilä's own expectations from suppliers. Wärtsilä promotes the application of these standards among its suppliers and monitors their actions in this regard.

The supplier specific requirements shall be determined in the agreement between Wärtsilä and the supplier. The supplier shall have the necessary design and/or manufacturing capabilities as required by Wärtsilä. The quality of the supplier's products and services shall fulfil Wärtsilä's performance and compliance requirements, and shall be delivered in a professional manner. The supplier shall also ensure that the product complies with all applicable environmental and safety regulations and requirements.

The supplier shall not subcontract any major and/or essential part of the supply without the prior written consent of Wärtsilä. The supplier shall ensure that its sub-suppliers (if any) fulfil the requirements of Wärtsilä. The supplier is responsible for the control and continuous improvement efforts of its sub-suppliers. Wärtsilä's suppliers shall require that their own suppliers for the production of goods and services conform to the requirements specified herein, and shall implement and document appropriate controls. The supplier shall permit Wärtsilä, its authorized representative, the end-customer of Wärtsilä, and any certifying or other authority to make inspections and audits at the premises of the supplier and of its sub-suppliers if requested by Wärtsilä.

The supplier shall handle Wärtsilä's claims professionally and without any delays.

Compliance

Compliance with relevant legislation

The supplier shall comply with all applicable laws and regulations, and conform with the requirements of good citizenship in each jurisdiction where the supplier performs its activities. This includes, but is not restricted to, compliance with laws and regulations on competition, corporate

governance, taxation, financial disclosure, employee rights, environmental protection, occupational health and safety, and export control.

With respect to environmental requirements and regulations, including but not limited to noise and emissions, the supply shall conform to all applicable laws and regulations and to the latest standards for similar Products. Any modification, documentation, approval or procedure required by the applicable laws and regulations, shall be the responsibility and at the cost of the supplier.

Restricted substances and materials

The supplier shall certify and ensure that the Supply does not contain asbestos or any other hazardous material, substance or radioactivity in any form in the basic material or in the components used in the supply.

The supplier shall certify and ensure that no “conflict minerals”, including tin, tantalum, tungsten or gold originated in conflict-affected or high-risk areas, are procured or contained in the supply, including those from its own suppliers.

The supplier shall follow and comply with all relevant laws and regulations related to substance, material and radioactivity restrictions. The supplier shall confirm compliance with **CLP** (Classification, Labelling and Packaging) and **REACH** (Registration, Evaluation, Authorisation and Restriction of Chemicals), and to **Black & Grey lists**, which the aforementioned refer to. These define restrictions on the use of substances in Wärtsilä’s products, materials, and production processes.

The Black and Grey lists do not correspond to national regulations. Therefore, the most restrictive limitations of the national regulations and of the Black and Grey lists shall be in force.

The supplier shall regularly check updates to the Black and Grey list in the supplier Portal, or request updates from the Wärtsilä contact person.

Illicit payments prohibited

The supplier acknowledges the need to fully comply with all applicable laws prohibiting bribery, money laundering and extortion, and also with the standards of conduct and spirit of the OECD Convention on Combating Bribery of Foreign Officials in International Business Transactions and the Commentaries thereon (“OECD Convention”, see <http://www.oecd.org> under “Corruption”) and the Rules of Conduct to Combat Extortion and Bribery of the International Chamber of Commerce (“ICC Rules”, see <http://www.iccwbo.org> under “Anti-Corruption”), the OECD Convention and ICC Rules having been fully read and understood by the supplier.

The supplier represents and warrants that it and its employees, as well as consented assignees, sub-suppliers and alike, if any, do not directly or indirectly promise, offer, pay, solicit or accept bribes or kickbacks of any kind and/or utilize other techniques, such as sub-contracts, purchase

orders or consulting agreements to channel payments or other benefits to government officials, to employees of Wärtsilä, and/or their relatives or business associates, with the intention to influence or induce the referred owner or employee to use his or her influence to assist the supplier or Wärtsilä in obtaining or retaining business or securing any improper advantage. The supplier acknowledges that such activities may constitute a criminal violation of local laws and regulations punishable by substantial fines and/or imprisonment.

Export control regulations

The supplier shall comply with all applicable export control laws and regulations. The supplier shall obtain all required export licenses or agreements necessary to perform the supplier's obligations under the agreement, as applicable. The supplier shall notify Wärtsilä if any use, sale, import or export by Wärtsilä of supplies to be delivered under the agreement is restricted by any export control laws or regulations applicable to the supplier. The supplier shall ensure that its sub-suppliers (if any) shall comply with these requirements.

The supplier shall be honest and accurate, and his business activities transparent, when communicating with Wärtsilä. The accounting records of the supplier shall be accurate and reliable.

Occupational health and safety

Wärtsilä promotes application by the supplier of the third-party certified Occupational Health and Safety Management System according to relevant OHS standards.

The supplier shall be fully responsible for its liabilities as an employer. The supplier shall have management approved occupational health and safety programmes implemented, the aim of which is to create a hazard-free workplace for its employees.

The supplier shall have a valid and implemented safety plan. The supplier shall have procedures for identifying hazards, and for minimizing and preventing risks. The supplier shall have the necessary instructions and procedures to prepare for, and to respond to, emergency situations. The supplier shall record and investigate all emergency situations.

The supplier of complex equipment shall have installation and commissioning instructions, containing clearly stated safety precautions and instructions applicable to the supply. Such installation and commissioning instructions shall be included in the Supply.

The supplier shall have adequate and fully operational safety equipment for the protection of its personnel and facilities. The supplier shall ensure that all tools and equipment used are fully operational and safe. The supplier shall ensure the sufficient competence of its employees to perform their tasks safely, and to respond to emergency situations. Based on the

nature of the supplier's operations, the supplier shall ensure that the physical and mental working conditions allow employees to perform their tasks safely and efficiently.

The supplier shall ensure that accidents and near-misses are reported and that appropriate actions are taken as a result of these reports.

The supplier shall be aware of, and follow, local occupational health and safety legislation and applicable regulations, and be able to provide evidence of compliance.

Social issues

Respect for human rights

The supplier shall support and respect the protection of human rights, as defined in the United Nation's Universal Declaration on Human Rights (see <http://www.un.org/en/universal-declaration-human-rights/index.html>). The supplier is not allowed to take any action that violates these human rights principles, either directly or indirectly.

Freedom from discrimination

The supplier shall promote freedom from discrimination based on race, ethnic or national origin, colour, gender, family status, sexual orientation, creed, disability, age or political beliefs or any other characteristics protected by law. The supplier shall foster equal opportunity.

Freedom of association and collective bargaining

The supplier shall support basic labour rights as defined by the [International Labour Organization](#). In this respect the supplier shall uphold the freedom of association and the effective recognition of the right to collective bargaining. In the case that these rights are restricted by local law, the supplier shall offer its personnel alternative means to present their views.

Compensation

Wages paid for regular working hours, overtime hours and overtime differentials, shall meet at least the minimum required by the law. Illegal or unauthorised deductions from wages shall not be allowed.

Child labour

The supplier shall not be engaged in any practice inconsistent with the laws and regulations regarding child labour. The supplier shall not employ workers under the age of 15 or, in those countries subject to the developing country exception of the ILO Convention 138, the supplier shall not employ workers under the age of 14. The minimum age for admission to any type

of employment or work, which by its nature or the circumstances in which it is carried out is likely to jeopardise the health, safety or morals of young persons, shall not be less than 18 years.

Forced labour

The supplier shall not use any form of forced or compulsory labour.

Innovation and protection of proprietary information

The supplier shall support and encourage innovation in its activities. Wärtsilä's intellectual property is one of its most valuable assets, which shall be protected. At the same time, the supplier shall respect the intellectual property rights of others.

The supplier shall sign a written commitment regarding confidentiality/non-disclosure. All communications, information and/or data disclosed by Wärtsilä, whether written, visual or oral, shall be confidential. The supplier shall not disclose the confidential information of Wärtsilä to anyone, shall not use it for any other purpose than the one determined by Wärtsilä, and shall keep the confidential information in confidence with the same degree of care as is used for its own confidential information and at least with reasonable care. The supplier shall comply with the specific requirements of the applicable confidentiality/non-disclosure agreement.

Quality

Wärtsilä requires application by the supplier of a quality management system certified by an accredited certification body. The supplier shall have a quality management system that complies, as a minimum, with the international standard ISO 9001 latest valid edition, and which shall be utilized for continual improvement of its operations. The supplier shall immediately notify Wärtsilä if its registrar places the company on probation.

The quality management system of the supplier shall control the design, design validation, materials used, and the production process of the supply, as well as the finishing, final inspection and testing, as applicable, and the packing for delivery.

The quality management system shall ensure that the product and/or service is in accordance with the agreement, and as a minimum in compliance with all requirements of the specifications, the purchaser's quality instructions, the purchase order, and mandatory legal requirements.

The supplier shall have the processes mapped and implemented, and shall also deliver to Wärtsilä the quality plans for its products. The supplier shall notify Wärtsilä of any changes to the manufacturing process, detailed design, materials and sub-suppliers related to Wärtsilä products prior to the execution of such changes.

As a minimum, the supplier shall demonstrate compliance with management's commitment, and with implemented procedures for documentation control, corrective and preventive actions, the handling of non-conformities, traceability, customer property handling, and quality plans for specific products or services.

The supplier shall have the readiness to obtain approval(s) from classification societies if requested by Wärtsilä.

Non-frequently used, project specific local sub-contractors, shall have a quality management system and/or shall have an implemented quality plan for the specified supply.

Environment

Wärtsilä promotes application by the supplier of the third-party certified environmental management system. As a minimum, the supplier shall have an environmental management system that complies with the International standard ISO 14001 or Eco-Management and Audit Scheme (EMAS) latest edition. The supplier shall immediately notify Wärtsilä if its registrar places the company on probation.

The environmental management system shall ensure the effective planning, operation, continual improvement, and control of all environmental aspects and risks. Based on its operations and capability, the supplier shall have the readiness and procedures to handle environmental emergency situations. The supplier shall be aware of, and follow, local environmental legislation and all applicable laws and regulations regarding its products and services, and be able to provide evidence of compliance.

The supplier shall be able to provide information of the environmental impacts regarding its operations, products and/or services, including packing material, emissions, and energy consumption, as requested or specified by Wärtsilä.

Non-frequently used, project specific local sub-contractors, shall have an environmental management system and/or shall have an implemented environmental plan for the specified supply.

Consistent with Wärtsilä's commitment to contribute to a cleaner, healthier, safer environment, suppliers shall comply with the substance restrictions described in chapter 4 under Compliance.

Security

The supplier shall have a security management system that

- has security risks identified, evaluated and treated to an acceptable level
- ensures and documents the supply chain security processes, and

- prevents unauthorized access to, and tampering with, the supply chain's premises, cargo units, goods in transit, and/or the storage facilities.
- complies with special security instructions issued by Wärtsilä
- has information security management with document classification, access rights, data protection and identity management
- has a background screening policy for personnel in security critical positions
- has continuous improvement as a management value.

Wärtsilä may include additional requirements on security into agreements.

Business Continuity Planning

An uninterrupted production of components and/ or services is of vital importance to Wärtsilä, as the client, as well as to the supplier itself. To ensure this, each supplier shall have a written Wärtsilä specific Business Continuity Plan (BCP) based on a production related business impact analysis on components/services relevant for Wärtsilä.

The BCP should:

1. address interruption scenarios such as
 - partial/complete facility fire
 - natural catastrophe events
 - severe machinery breakdowns
 - supply chain dependencies
 - utilities needed for production
 - authorities imposed stoppages
 - strikes, lock-out or
 - any other major concerns identified in the business impact analysis
2. describe the normal production process and alternative production capabilities
3. specify the plan, and the time needed, for implementing substitutive production, with suggested actions in order to minimize the interruption time
4. be regularly reviewed and updated following any alterations in the production process or significant changes in capacity levels, or the discovery of any other issues that could impact the suppliers ability to recover the production of components/ services for Wärtsilä.

Submitting the necessary information

The supplier shall provide all necessary information to Wärtsilä upon request in order to allow an assessment of the supplier's compliance with these requirements. The supplier shall also inform Wärtsilä of any deficiencies in its performance. Wärtsilä handles this information confidentially.