Supplier Code of Conduct

At Staples, we strive to work with suppliers, vendors, subcontractors, manufacturers, service providers, and other third parties ("**Business Partners**") that provide goods or services to Staples or otherwise support Staples' business operations, who treat their workers with dignity and respect, adhere to applicable laws and regulations, and make their products in an environmentally sustainable manner. Accordingly, we require our Business Partners to comply with the following Supplier Code of Conduct (the "**Code**").

1. **Compliance with Laws:** In all their activities, Business Partners must ensure they conduct business in accordance with the applicable laws, rules, and regulations of Canada and the jurisdictions in which they operate.
2. **No Forced or Child Labour:** Business Partners shall not use forced labour, whether in the form of prison labour, indentured labour, bonded labour, or otherwise. Business Partners must allow employees to keep their own identification documents and to resign from their positions at anytime. Business Partners shall not employ people younger than the minimum age required under the laws of the applicable jurisdiction, or the minimum age for the completion of compulsory education, or the minimum age of employment required by law in the country of manufacture, whichever is highest.
3. **No Harassment, Abuse, or Discrimination:** Business Partners shall treat every employee with respect and dignity, and shall not subject any employee to physical, sexual, psychological, or verbal harassment or abuse. Business Partners shall not subject any person to discrimination in employment (including hiring, salary, benefits, advancement, discipline, termination, or retirement) on the basis of gender, marital status, race, religion, age, disability, sexual orientation, nationality, political opinion, social or ethnic origin or any other ground that could give rise to claims of discrimination.
4. **Health and Safety:** Business Partners shall provide a safe and healthy environment to prevent accidents and injury to health from occurring and comply with applicable laws and regulations. Business Partners shall identify, assess, and minimize the impact of emergency situations by implementing emergency plans and response procedures. These plans and procedures must include the following: emergency exits are accessible and fully functional at all times, fire extinguishers must be visible, accessible, present and charged, evacuation plans must be posted, and drills must be conducted at least annually. Business Partners shall identify, evaluate, and control exposure to hazards and ensure the use of any applicable personal protective equipment.
5. **Freedom of Association and Collective Bargaining:** Business Partners shall recognize and respect the right of employees, or their representatives, to freedom of association and collective bargaining, or their abstention from doing so, in accordance with the laws of the applicable jurisdiction. Management is encouraged to engage in direct communication with employees.
6. **Wages and Benefits:** Business Partners shall pay employees at least the minimum wage required under the laws of the applicable jurisdiction, or the prevailing industry wage if no minimum wage law applies and shall provide legally mandated benefits.
7. **Hours of Work and Compensation:** Employees should not be required to work more than the legally required number of work hours per week, or the maximum number of work hours per week, permitted under the laws of the applicable jurisdiction, whichever is less, except in extraordinary business circumstances. Employees should be granted at least one day off in every seven-day period. In addition to their compensation for regular hours of work, Business Partners shall compensate employees for overtime hours at the applicable premium rate in their jurisdiction. In jurisdictions that have not established premium overtime rates, Business Partners shall not pay employees less than their regular hourly rate for overtime hours.
8. **Ethical Standards:** Business Partners are held to the highest standards of integrity. Corruption, bribery, and extortion are strictly prohibited. Business Partners must respect all intellectual property rights and applicable regulatory requirements of the jurisdictions from and to which they ship.
9. **Environmental Impact:** Business Partners must meet all applicable environmental laws and regulations in their jurisdiction to manage hazardous materials and all waste and emissions materials. In addition, Business Partners are encouraged to have environmental policies, and environmental management systems containing goals with targets that are focused on the continuous improvement of overall environmental performance.

Monitoring and Compliance

To ensure compliance with our Code, Staples shall have the right to monitor compliance with this Code through audits by third parties and visits by Staples' personnel. If Staples determines that a Business Partner violates the Code, Staples may work with the Business Partner to develop and implement an appropriate corrective action plan. Nevertheless, depending upon the circumstances, Staples may elect to end its relationship with a Business Partner at any time for failing to adhere to the Code.