

Code of Business Conduct and Ethics



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A few words from our Chief Executive, Eric Born

Dear colleagues and partners.

As Grafton Group continues to develop and grow, we remain committed to the key underlying principles and values that have driven our success for more than a century.

Whatever our individual roles within the Group, we share common values, and we are united in a common vision for our future. To protect our proud reputation and ensure we can achieve our ambitions, it is right that we all follow an agreed code of Business conduct and ethics.

The purpose of this code is not to dictate everything we do and say: as individuals we all differ and that should be celebrated. Instead, the code is designed to set out certain basic standards of behaviour that we should follow in our daily working lives.

Every day, we all make decisions which, however minor, have an impact on our relationships with colleagues, partners, and customers. This code will help us get those decisions right. It will help us live up to our values.

So please do read the Code and Grafton’s values, and follow both in spirit and letter, always bearing in mind that each of us has a personal responsibility to incorporate, and to encourage other colleagues to follow, the principles of the Code and values into our work. And if you have a question or ever think that one of your colleagues or the company as a whole may be falling short of our commitment, don’t be silent. We want – and need – to hear from you.

Eric Born
Chief Executive

Throughout this document, the following terms are shortened to make the text clearer and more readable:
Grafton Group plc known as “the Group” and “the Company”.
The Grafton Group Code of Business Conduct and Ethics known as “The Code”.



Our commitment and values

Doing the right thing

Commitment

At Grafton Group, we have a commitment to doing the right thing. This simple and fundamental commitment means that, wherever in the world we are operating, everyone representing the company respects and complies with the laws, rules and regulations of that country. Our Commitment is built around the recognition that everything we do in connection with our work at Grafton will be, and should be, measured against the highest possible standards of ethical business conduct. We set the bar that high for practical as well as aspirational reasons: Our commitment to the highest standards helps us hire great colleagues, deliver great service, and attract loyal customers. Respect for our customers and for each other are key to our success and are something we need to continue to do every day.

Code

In addition to this legal compliance, we have developed a Code of Business Conduct and Ethics. The Code extends beyond laws and rules. It reflects Grafton's responsibility as a market leader to uphold high standards of ethics and integrity.

Values

The Code is consistent with our five core values:

We are sustainable, trustworthy and responsible

We conduct our business in a sustainable, socially responsible and ethical manner. From sourcing to storage and distribution, we act in an honest, proper and moral way.

We value our people

Our people are our greatest asset. Across the Group, we always support, respect and protect them. Everyone has the opportunity to develop their skills and develop their career.

We are ambitious

As individuals, as work teams, as businesses and as a Group we strive to succeed and develop. We wish to be the natural first choice for our colleagues, for our partners, for investors and, of course, for our customers.

We are entrepreneurial and empowering

New ideas drive our innovation and help us stay ahead of the competition. The best ideas generally come from people who deal with our customers and partners every day. It's essential we encourage everyone to take ownership, to see fresh opportunities and feel confident and empowered to express themselves.

We do a brilliant job

Being brilliant for our customers is what made the Group and is what sets us apart to this day. Our exceptionally strong, loyal customer base has been built on listening, understanding their needs, exceeding their expectations and sending them home happy – time after time.

Our commitment and values

How the Code works

This Code is for all of us – wherever we are based and whatever position we occupy. It provides the very foundation for how we work and how we behave, as individuals and as a company. The code guides our behaviour and decisions every day – not just what you do but how you do it.

This means more than simply living our five core values. It also means following the policies set up in line with the Code, as well as the relevant guidance and procedures.

We expect all of our colleagues to know and follow the Code. Failure to do so can result in disciplinary action, including termination of employment. Whilst the Code is specifically written for Grafton colleagues, we expect members of our extended workforce (temps, vendors, and independent contractors) and others who are temporarily assigned to perform work or services for Grafton to follow the Code in connection with their work for us. Failure of a member of our extended workforce or other covered service provider to follow the Code can result in termination of their relationship with Grafton.

Not sure? Ask yourself the following...

It is not possible to provide specific guidance for every scenario we face in the workplace. We encourage everyone to follow the spirit of the Code, not simply the wording. To make this easier, in situations not directly covered by the Code, we suggest you ask yourself the following questions:

- Was the action taken legal, fair and reasonable?
- If the matter became public, are you confident that it wouldn't harm or embarrass Grafton's reputation?
- Do you personally approve of the way the situation was handled – and would you feel comfortable explaining it to your family and friends?

For any given situation, if you're not sure you could answer 'yes' to each of these questions please discuss it with your manager, or their manager.

As always, if you are unsure of how the Code works, or how to apply it, please consult your manager or your local HR team.

Reporting when you think the Code has not been followed

If you are aware of anyone not following or breaching the Code, it is your responsibility to report this to your manager. If this does not feel appropriate, for any reason, you can report it instead to their manager, or you can use the Group's independent SpeakUp service (details on page 18).

It is important that everyone feels empowered to report any Code breaches or unethical behaviour. As a Group we will support any action taken in good faith and will not tolerate any retaliation or victimisation following the report of a breach.

Valuing our People

From showing respect and staying safe, to acting honestly and promoting wellbeing: this section is about how we work at Grafton.

A Great Place to Work

Throughout the Group we strive to create a positive work environment in which everyone can develop their talents, exercise creativity, and fulfil their potential. In doing so we aim to maximise performance, as individuals and as a company.

We are committed to following all relevant employment laws and regulations in the countries in which we operate.

Personal beliefs

Everyone's personal beliefs will be respected. All individuals have the right to freedom of thought, including their religious and political views. We must all respect others' views, even if they are different to our own.

As a company, we shall not engage in any political or religious activity.

Remuneration

All wages, salaries and other benefits due to you will be paid on time and in full, in line with all relevant agreements.

Involuntary labour

The Group does not tolerate forced or involuntary labour of any form, in particular:

- The use of child labour, and any form of forced or involuntary labour, by any Grafton Group business is strictly forbidden
- We do not buy from suppliers who are known to use child labour, or any form of forced or involuntary labour

Diversity, equity and inclusion

At Grafton, we are committed to creating and maintaining diverse, equitable and inclusive workplaces. We actively recruit, develop and retain talented people from all backgrounds and origins. All colleagues are treated with respect, and everyone can contribute fully to the Company's success.

Discrimination and harassment

Grafton operates a zero-tolerance policy regarding harassment and discrimination. These can significantly impact the mental health or wider wellbeing of colleagues.

We do not tolerate any discrimination or harassment based on age, ancestry, colour, marital status, medical condition, disability (in any form), national origin, race, religion, political affiliation, sex, sexual orientation or gender identity, or any other factor as established by law. We do not make any employment-related decisions based on any of these factors.

Valuing our People

Q One of my co-workers sent an inappropriate joke by email to our whole team that made me feel uncomfortable. Should I say something?

A Yes. If you feel uncomfortable, let your colleague know how you felt about their email, and ask them not to do this again. If they continue to send similar jokes, or react aggressively to your request, you must report this to your line manager or HR department.

Wellbeing

We are committed to providing a healthy workplace and supporting the physical and mental wellbeing of all colleagues, customers and associates and other stakeholders.

Workplace safety

Safety in the workplace is a top priority. We strive to minimise the risk of accidents for the good of all and the need to keep everyone safe. We maintain a safe work environment by implementing all relevant health and safety policies, procedures and practices, consistent with relevant legislation, across the entire Group.

A drug-free workplace

We will maintain a healthy, productive workplace for the good of all colleagues, customers and other stakeholders. Using, selling or distributing illegal drugs is strictly prohibited in the workplace. Being under the influence of alcohol or non-prescription drugs while at work is also forbidden. The Grafton Group has always made it clear that the use of mind-altering substances, whether legal or illegal, has no place in the workplace, and can be a major safety risk. Colleagues must notify their manager before starting work, if they are taking medication which may affect their work performance.

Personal Relationships at Work

Certain relationships within Grafton can compromise or be seen to compromise your ability to perform your job responsibilities, may create uncomfortable or conflicted positions, and may raise issues of fairness, favouritism, or harassment. Therefore, be mindful of how your relationships within Grafton could impact or be perceived by others. Romantic, physical, or family relationships are not permitted between Grafton colleagues, or member of the extended workforce, where one individual is in a position to exercise authority or supervision over the other.



We are sustainable, trustworthy and responsible

Sustainability

We understand how important it is to have the right foundations in order to build a successful and sustainable business that respects people and the planet. Working sustainably is a part of our commitments and it is important that all our colleagues, customers, suppliers and partners follow our sustainability strategy and support our sustainability goals.

Our sustainability strategy is “to build a sustainable future”.

This strategy focuses on five specific areas:



Planet

Reducing, reusing, and recycling across our operations.



Customers and product

Providing our customers with ethical, more sustainable, and high-quality products



People

Creating a culture for everyone to thrive and be safe inside and outside our business.



Community

Making a positive contribution to the communities and customers we serve.



Ethics

Operating with integrity with strong governance and ethical business practices.

The strategy is aligned with the UN Sustainable Development Goals.



We are sustainable, trustworthy and responsible

Information security

Every one of us is responsible for protecting confidential and sensitive information regarding Grafton Group: This covers information about:

- Our colleagues, suppliers and customers
- Our products and operations, including financial results
- Our business and market strategies
- Our business plans, processes, technologies and systems

The IT Acceptable Use Policy details the do's and don'ts so please read and make sure you follow the guidelines.

Physical Security

Always secure your laptop, important equipment, and your personal belongings, even while on Grafton's premises. Always wear your badge visibly while on site. Don't tamper with or disable security and safety devices. If you see someone in a secure space without a badge, report that, and any other suspicious activity, to Security or your Manager.

Please DO NOT:

- ✗ Install unapproved software, applications or hardware
- ✗ Use unauthorised devices to access the network
- ✗ Access unauthorised websites
- ✗ Share passwords or access codes
- ✗ Open suspicious and unsolicited emails or click on links within these emails

Q I receive an email from someone I don't know with an invitation to a business event asking me to respond by clicking on a link contained in the email. What should I do?

A Do not click on the link and report the email to your IT team as potential phishing. There should be a "Report Message" or "Phishing" button in the top banner of your email screen to allow you to do this.

Protecting our assets

Grafton gives us the tools and equipment we need to do our jobs effectively but counts on us to be responsible and not wasteful with what we are given. Company funds, equipment, and other physical assets are not to be requisitioned for purely personal use. You must not make improper use of assets belonging to Grafton Group, our customers or suppliers. It is also forbidden to allow or enable others to do so. Not sure if a certain use of company assets is okay? Please ask your manager or Human Resources.

Grafton Group owns a wide range of assets. These include:

- Physical assets, such as land, buildings, vehicles, machinery
- Proprietary information, such as copyrights, trademarks, patents, software
- Intellectual property, such as brands, product names, logos

All these assets must be used in an honest, ethical and responsible manner. In the event of loss, theft, damage or misuse, you must advise your manager immediately in order that we can take action to protect you and our assets.

We are sustainable, trustworthy and responsible

Grafton’s communication facilities (which include both our network and the hardware that uses it, like computers and mobile devices) are a critical aspect of our company’s property, both physical and intellectual. Be sure to follow all security policies. If you have any reason to believe that our network security has been violated – for example, you lose your laptop or smart phone or think that your network password may have been compromised – please promptly report the incident to your line manager and your IT department. For more information, consult Grafton’s Security Policy.

Our communications and IT systems and infrastructure are to be used by colleagues for legitimate, authorised business purposes. These systems, including emails and internet access, can be accessed for reasonable personal use, providing this usage:

- Is reasonable and lawful
- Does not impact on business performance
- Does not put the business at risk
- Does not breach any aspects of the Group IT Acceptable Use Policy

To ensure personal and business safety, and protect security, the Group has the right to monitor the use of its assets and electronic information system, in accordance with applicable law.

Social media

Social media platforms are widely used, both socially and professionally, by our colleagues. As long as it is legal and does not breach our ethical guidelines, we have no wish to regulate or control such personal use. Use of social media for work purposes must be subject to appropriate authorisation and approval by your business (see local policies for guidance).

Discriminatory remarks, harassment, threats of violence, unlawful conduct or other grossly inappropriate behaviour on social media which might bring the Group into disrepute will not be tolerated and result in disciplinary action.

Insider trading

As a company, Grafton follows all relevant securities laws, and our colleagues and partners must do the same. Insider information is information not in the public domain and which a reasonable investor would consider important. Colleagues cannot buy or sell Grafton shares while in possession of insider information about the Company. Nor can they communicate such information to anyone outside Grafton. We collect and store personal information from colleagues.

The Board of Directors of Grafton Group plc and Officers of the Company must report their holdings of Grafton shares, and any changes in such holdings, to the Company Secretary. Colleagues with access to certain confidential information will be placed on the Group’s Insider Register and will not be able to deal in Grafton shares without prior approval obtained through the Company Secretary.

Privacy of information

We will only access this data in line with local law and Grafton policies and we will ensure that we handle employee data in a manner that is consistent with Grafton policies. We recognise and protect the privacy rights of all our colleagues regarding personal information, such as medical or personnel records. Such records cannot be disclosed, except with the knowledge and consent of the colleague, or when required or permitted by law.

Political and religious support

Whilst we respect colleagues’ personal political views and religious beliefs, we do not allow the use of Company resources to support political or religious organisations and causes.

We are sustainable, trustworthy and responsible

Preventing conflict of interest

As Grafton colleagues, our professional loyalty is to the Group. All business-related decisions must be made in the best interests of Grafton Group. Personal considerations, relationships and other factors must not influence business decisions.

When you are in a situation in which competing loyalties could cause you to pursue a personal benefit for you, your friends, or your family at the expense of Grafton or our customers, you may be faced with a conflict of interest. All of us should avoid conflicts of interest and circumstances that reasonably present the appearance of a conflict.

A conflict of interest can arise in various ways.

Not all cases are clear cut. There are some examples that could be seen as creating a conflict of interest:

- Not revealing a financial interest that can affect your judgment or influence a decision (for example, your in-laws own a company that is competing for a service contract with the Group)

- Personal gain through access to confidential information (for example, another company pays you to pass on sensitive information)
- Having personal interests in a Grafton supplier, customer or a company that is a direct competitor (for example, you start a business that provides a service similar to Grafton)

Not all conflict-of-interest cases involve direct gain for the colleague in question. It may benefit someone close to them. So, if you misuse your position to benefit a friend, family member or close associate, then this is a conflict of interest and is covered by the Code.

To avoid uncertainty, if you are unsure if a specific transaction, activity or relationship can create a conflict of interest, you must discuss it with your immediate manager or your local HR department.

Q My sister works for a company that we're evaluating to provide us with marketing services. I work for the team in charge of selecting the supplier. What should I do?

A This situation could create a conflict. You must disclose it to your line manager immediately, update your conflict of interest declaration, and agree with your line manager how you can remove yourself from the decision-making process.

Incompatible external activities

Taking part in certain activities, or taking on certain roles, can be considered to be at odds with holding a position within the Company. Examples include accepting a paid position outside of the Group. For this reason, colleagues must always seek approval (in writing from your Business CEO) before engaging in any such activity.



We are sustainable, trustworthy and responsible

Acting with honesty and integrity under fair market conditions, this section covers how we deal with our customers, suppliers and the authorities.

Conduct with customers

We strive to be a preferred supplier to all of our customers – and potential customers – by offering the best possible service.

We engage in honest and fair competition. Our advertising and marketing activity conforms to the legal and ethical standards applicable in the markets we serve.

We always respect the privacy and legitimate interests of our customers, treating any proprietary information as confidential. We act in accordance with customer agreements and relevant legislation at all times.

Our colleagues and representatives are expected to act with integrity and to uphold our ethical approach in all dealings with customers and distribution partners. This includes only making statements and commitments that are truthful and that can be met.

In some cases, for example in dealings with government agencies, additional rules will apply to negotiations, contract terms and business relations. These could differ from the terms and regulations used in private business, and we are committed to integrity and compliance in all cases.

Conduct with suppliers

We should always strive for the best possible deal for Grafton. This almost always requires that you solicit competing bids to make sure that you’re getting the best offer. While price is very important, it isn’t the only factor worth considering. Quality, service, reliability, sustainability, ethics and the terms and conditions of the proposed deal can also affect the final decision.

We expect all contracts and suppliers of goods and services of Grafton Group to uphold the same principles and high standards set out in this Code.

As far as possible we aim to ensure this is always the case, but if we see suppliers falling below those standards, we will engage with them and take any necessary remedial action, which may include terminating the supplier arrangement.

We do not deal with suppliers or sources subject to trade sanctions, or with individuals or bodies who are outlawed in the respective countries. Nor do we trade with suppliers that source materials from countries subject to trade sanctions.

Business practices and trade compliance

Offering gifts and entertainment

You must be careful when you give gifts and pay for meals, entertainment, or other business courtesies on behalf of Grafton. We want to avoid the possibility that the gift, entertainment, or other business courtesy could be perceived as a bribe, so it's always best to provide such business courtesies infrequently and, when we do, to keep their value moderate.

Grafton colleagues must not offer (or receive) gifts or other benefits that could be seen to influence public or business decisions.

Business entertainment is acceptable when directly related to promoting a product or service, the performance of a contract or other legitimate business purpose. Any entertainment must be proportionate and not excessive or extravagant.

Gifts of nominal value are permitted when given as a courtesy, a token of regard or esteem, or in return for hospitality.

To be acceptable, any entertainment and gifts must be reasonable, customary and lawful in the relevant country, and accurately recorded and approved.

Dealing with government officials

Offering gifts, entertainment, or other business courtesies that could be perceived as bribes becomes especially problematic if you're dealing with a government official. "Government officials" include any government employee; candidate for public office; or employee of government-owned or -controlled companies, public international organizations, or political parties. Several laws around the world, including the U.S. Foreign Corrupt Practices Act and the UK Bribery Act, specifically prohibit offering or giving anything of value to government officials to influence official action or to secure an improper advantage. This not only includes traditional gifts, but also things like meals, travel, political or charitable contributions, and job offers for government officials' relatives. Never give gifts to thank government officials for doing their jobs.

Receiving gifts and entertainment

Any entertainment or gifts offered or received by Grafton colleagues must be appropriate and proportionate. If in doubt, ask yourself: if this became public knowledge, could it embarrass or otherwise harm the Group's reputation?

Colleagues must not ask for or accept any entertainment or gift that could influence a business activity or decisions. Always decline and return any gifts of more than nominal value and only accept entertainment that is directly related to a business purpose and has been approved by your manager.

Q One of our customers offers to pay for a foreign holiday for me and my family. Can I accept?

A No. The holiday would clearly exceed the limits of our policy and would not represent a reasonable opportunity to build your relationship with the customer or their company, even if they were joining the same holiday. The invitation must be declined.

Business practices and trade compliance

Ensure Financial Integrity and Responsibility

Financial integrity and fiscal responsibility are core aspects of business professionalism. This is more than accurate reporting of our financials, though that’s certainly important. The money we spend on behalf of Grafton is not ours; it’s the company’s and, ultimately, our shareholders’. Each person at Grafton – not just those in Finance – has a role in making sure that money is appropriately spent, our financial records are complete and accurate, and internal controls are complied with. This matters every time we hire a new vendor, expense something to Grafton, sign a new business contract, or enter into any deals on Grafton’s behalf.

To make sure that we get this right, Grafton maintains a system of internal controls to reinforce our compliance with legal, accounting, tax, and other regulatory requirements in every location in which we operate.

Spending Grafton’s Money

A core Grafton principle has always been to spend money wisely. When you submit an expense for reimbursement or spend money on Grafton’s behalf, make sure that the cost is reasonable, directly related to company business, and supported by appropriate documentation. Always record the business purpose (e.g., if you take someone out to dinner on Grafton, always record in our expense reimbursement tool the full names and titles of the people who attended as well as the reason for the dinner) and comply with other submission requirements. If you’re uncertain about whether you should spend money or submit an expense for reimbursement, check with your manager. Managers are responsible for all money spent and expenses incurred by their direct reports, and must carefully review such spend and expenses before approving.

Reporting Financial or Accounting Irregularities

It goes without saying (but we’re going to say it anyway) that you must never, ever interfere in any way with the auditing of Grafton’s financial records. Similarly, you must never falsify any record or account, including time reports, expense accounts, and any other Grafton records.

Familiarise yourself with our Group Accounting Policies and Procedures Manual. If you suspect or observe any of the conduct mentioned above or, for that matter, any irregularities relating to financial integrity or fiscal responsibility, no matter how small, immediately report them.

Business practices and trade compliance

Signing a Contract

Each time you enter into a business transaction on Grafton’s behalf, there should be documentation recording that agreement. Never sign any contract on behalf of Grafton unless all of the following are met:

- You are authorised to do so under our Signature Authority and Approval Policy. If you are unsure whether you are authorised, ask your manager
- The contract is an approved Grafton form of contract or has been reviewed and agreed by the Group’s legal advisers. If you make any changes to such contracts or are not using such agreements for their intended purpose then these must be approved too
- You have studied the contract, understood its terms and decided that entering into the contract is in Grafton’s interest

All contracts at Grafton must be in writing and should contain all of the relevant terms to which the parties are agreeing – Grafton does not permit “side agreements,” oral or written.

Fair competition

Most countries have laws – known as “antitrust,” “competition,” or “unfair competition” laws – designed to promote free and fair competition. Generally speaking, these laws prohibit 1) arrangements with competitors that restrain trade in some way, 2) abuse of intellectual property rights, and 3) use of market power to unfairly disadvantage competitors.

Certain conduct is absolutely prohibited under these laws, and could result in your imprisonment, not to mention severe penalties for Grafton.

Examples of prohibited conduct include:

- Agreeing with competitors about prices
- Agreeing with competitors to rig bids or to allocate customers or markets
- Agreeing with competitors to boycott a supplier or customer

Other activities can also be illegal, unfair, or create the appearance of impropriety. Such activities include:

- Sharing competitively sensitive information (e.g., prices, costs, market distribution, etc.) with competitors
- Entering into a business arrangement or pursuing a strategy with the sole purpose of harming a competitor

Wherever we do business, we compete fairly and comply fully with all national anti-trust and competition laws.

We must avoid situations that could lead to unlawful and anti-competitive behaviour, including when dealing with competitors, suppliers, customers and affiliates.

These include:

- Collusion with competitors, including discussions on sensitive topics such as pricing, costs and marketing strategies
- Imposing unlawful restrictions on suppliers/distributors
- Imposing unlawful restrictions on customers, including pricing restrictions where customers are also distributors or retailers
- Avoiding any conduct that could be interpreted as abuse of market power or monopolisation, especially in territories where the Company has strong or dominant market power

Business practices and trade compliance

Representing the Group

If you are invited to represent the Group or your business at a public event (e.g. speaking at a conference) or on a broadcast (e.g. TV or radio), it is important that when you do so, you follow our values and guidelines in the Code. You must obtain approval in advance from your manager to attend and agree the content.

Paying tax

We accept our obligations to pay taxation and will not tolerate any form of tax fraud either by our colleagues or third parties such as customers or suppliers. Our businesses will observe appropriate measures to ensure we pay the correct amount of tax, and to prevent our colleagues, agents, contractors and agents from taking part in or facilitating tax evasion.

Interaction with customs authorities

Grafton takes its responsibilities to comply with laws and regulations very seriously and each of us is expected to comply with applicable legal requirements and prohibitions. While it's impossible for anyone to know all aspects of every applicable law, you should understand the major laws and regulations that apply to your work.

As an international business, our day-to-day activity is subject to various customs laws and regulations. These can be complex, and compliance requires significant expertise.

We must follow all customs laws when carrying out import and export transactions. All Grafton export and import activity must be carried out by trained colleagues, who are authorised to carry out this work. If you are in any way involved in sending or making available Grafton products, services, software or equipment from one country to another, work with your manager to be absolutely sure that the transaction stays well within the bounds of applicable laws. If you or your manager are not sure, please contact your business' head of commercial.



Open and proactive communication

Our approach to listening to, and communicating with, our stakeholders.

At Grafton we aim to be transparent, open and proactive in all communications with stakeholders and people connected to the Company. This must be achieved without disclosing sensitive information that could damage the Company’s competitive position.

Listening

We want to hear the views of all colleagues, from all parts of the business. This is why we have channels in place to enable colleagues’ views everywhere to be heard by the Board of Directors.

Each company will have a representative on a country-wide colleague forum which meets with Group senior management quarterly. Please speak with your representative and they can raise your point in that forum.

Q

I have an idea about how we can improve the way we work in our branch. Who can I approach about it?

A

We want to hear any improvement suggestions or concerns that colleagues have. Please raise them first with your line manager. If you don’t feel comfortable speaking to your line manager you can contact their manager, up to the CEO of your business or your HR department.

Financial reporting

As a publicly listed company, Grafton is required to observe strict accounting principles and standards. We must also maintain appropriate internal controls processes and keep records to ensure that all our accounting and financial reporting complies with legal, regulatory and listing requirements.

We are committed to transparency in our financial reporting. Our policy of full, fair and accurate disclosure ensures the market receives timely, comprehensive and clear information on an impartial basis.

Public comment regarding corporate strategy, financial performance, acquisitions, disposals, and prospects to external parties can only be made by an authorised Grafton spokesperson.

Putting the Code into practice

Roles and responsibilities

The Grafton Board of Directors have approved this Code. Our management team, under the direction of the Chief Executive, is responsible for making sure the Code is implemented across the Group.

Under our decentralised management structure, day-to-day operational responsibilities belong to the individual business units within the Grafton Group. The senior management team within each business unit is therefore responsible for ensuring compliance with this Code, by setting up the necessary communication channels, processes and local policies and guidance.

Ultimately, it is the responsibility of each Grafton colleague to understand and follow this Code.

How to raise concerns

Everyone within Grafton Group is encouraged – and expected – to report any breaches or incidents of non-compliance, with the assurance there will be no recrimination or other negative consequences for anyone acting in good faith.

If you suspect this Code has been breached, please report the matter to your manager (or their manager or chief executive of your business unit).

Alternatively, you can contact our confidential reporting service [SpeakUp](#): via the website [SpeakUp >>](#)

Or by calling

- UK **08000224118**
- Ireland **1800800636**
- Netherlands **08000222473**
- Spain **900752088**
- Finland **0800392912**

(Please use **code 128845** when calling.)

Or if you prefer by emailing the Non-Executive Chair of Grafton's Audit Committee
auditcommitteechair@graftonplc.com



Contact

If you have any questions regarding this Code, please contact your immediate manager or your local HR department.



Other relevant Group policies

The following Group policies provide further details on our ethical practices:

- SpeakUp
- Equality, Equity, Diversity and Inclusion
- Health and Safety
- Substance Abuse
- Environmental
- Information Security Policy
- IT Acceptable Use
- Data Protection
- Social Media
- CCTV Policy
- Anti-Bribery and Corruption
- Competition Law Compliance
- Anti-Money Laundering
- Anti-Fraud and Theft

These are available on your Business Unit Intranet or from your local HR team





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