



Supplier Code of Ethics and Conduct



This Supplier Code of Ethics and Conduct of the Société des alcools du Québec (hereinafter the “Code”) applies to all suppliers of the Société des alcools du Québec (hereinafter the “SAQ”). The term “supplier” refers to any organization, including its representative, shareholders, affiliated companies, directors, employees, authorized agents and subcontractors, if applicable, that supply goods or services to the SAQ. The term also includes any bidder that hopes to do business with the SAQ.

The Code sets out the SAQ’s expectations regarding the suppliers with which it has a business relationship. Suppliers are responsible for ensuring compliance with the Code by their subcontractors, authorized agents and other business partners.

Business relations include any and all verbal or written exchanges between the SAQ and its suppliers and any potential suppliers, whether contractual or not.

This Code applies in addition to any applicable laws and regulations. Accordingly, in all their activities, suppliers shall comply with the laws and regulations in force in Canada and Quebec, including all applicable rules of international law, whenever such rules are not incompatible with the laws of the supplier’s country, except for the standards enshrined in the Universal Declaration of Human Rights, which remain applicable. When the jurisdiction of Quebec or Canada applies, the supplier shall comply with all applicable statutes of Quebec and Canada. Suppliers are encouraged to go beyond mere compliance with the law and to apply globally recognized standards and conventions to promote ethics and meet their societal responsibility and environmental commitments while also complying with the highest standards of human rights.

This Code is an integral part of the contractual documents binding SAQ suppliers.

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ETHICS AT THE HEART OF THE BUSINESS RELATIONSHIP

Ethics is the cornerstone of this code. It defines the basis of all business and employee conduct. It extends beyond the application of statutes and regulations and relies on a natural sense of justice and on the SAQ’s values as described on its website. This means that in their business relations with the SAQ, suppliers shall act in accordance with [the SAQ’s values](#) and respect human rights and the environment. Accordingly, supplier shall act with professionalism, integrity and honesty, at all times aiming to preserve the SAQ’s integrity and reputation.

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RULES OF CONDUCT

Conflict of interest

When such a conflict or situation is discovered, the SAQ shall be notified immediately of any conflict of interest or of any situation that might give rise to a conflict of interest affecting the impartiality of the SAQ employees involved in the business relationship.

Collusion and corruption

Any act or participation in an act of collusion, any conspiracy, agreement or arrangement to fix prices with other suppliers or intended to reduce competition and any arrangement that might prevent the normal conduct of business between the SAQ and its suppliers, including any form of passive or active corruption, extortion, bribery, personal gain, bid-rigging, influence-peddling, use of confidential information, mismanagement and falsification are proscribed and prohibited. The SAQ expects suppliers to apply these same standards throughout their company.

Participating in the activities of a criminal organization

Suppliers undertake not to be associated with or to participate, directly or indirectly, in the activities of a criminal organization. Such activities include, without being limited to, money laundering, trafficking of illegal substances and laundering of products of crime. Furthermore, suppliers shall work against corruption in all its forms, including extortion and bribery.

Obstruction

Any act or omission aimed at preventing or impeding the SAQ from performing checks regarding possible breaches of the Code is proscribed and prohibited.

False or misleading statements

Also prohibited are any false, deceitful or misleading statements made in the course of relations between the parties, including in requests for payment, requests for qualification, tendering or any other similar process.

Gifts, donations and invitations

SAQ employees are prohibited from receiving any goods, favours, services, benefits, invitations or gifts that could be construed as a potential source of conflict of interest. Gifts, meals, trips and favours, regardless of their nature or the context, shall not be offered by suppliers. In addition, suppliers shall abstain from answering any solicitations from SAQ employees seeking donations and/or contributions to external or third-party organizations.

Inspire program

The SAQ Inspire program is a program reserved for individuals and may not be used by suppliers except when making purchases for personal use. Suppliers undertake to comply with all [terms and conditions](#) of the Inspire program.

Business relations

Suppliers shall be honest, professional and fair in their business dealings with the SAQ, especially with regard to the procurement process, in which they must provide an accurate indication of their ability to meet all their contractual obligations.

Hiring of SAQ employees

Suppliers shall avoid any action that could jeopardize the ability of current or former employees to meet their legal or contractual obligations to the SAQ, including compliance with the SAQ Code of Ethics and Conduct for Employees that survive following termination of their employment.

Human rights

Suppliers shall endeavour to treat their personnel in a fair and equitable manner regardless of gender, race, colour, origin, political or other opinions, sexual orientation, religion or any other widely recognized basis for discrimination. They shall create a working environment free of all forms of harassment, intimidation and abuse and comply with the applicable human rights legislation and in international instruments, in particular the Universal Declaration of Human Rights.

Suppliers shall support and respect internationally declared human rights protections and ensure that their companies are not complicit in human rights violations.

Labour relations

Suppliers shall respect worker rights, including the freedom of association and right to collective representation and bargaining based on internationally accepted standards as defined in the conventions of the International Labour Organization (ILO), including but not limited to those regarding child labour. To this end, the SAQ expects its suppliers to:

- avoid using forced or compulsory labour in any form;
- avoid using child labour and exploiting minors;
- recognize the freedom of association and right to collective bargaining;
- eliminate employment and occupation discrimination; and
- pay workers enough to allow them to meet their basic needs, notwithstanding any applicable wage legislation standards.

As more specifically concerns the use of forced labour and child labour, the SAQ is subject to the Fighting Against Forced Labour and Child Labour in Supply Chains Act and is required to submit an annual report to the federal Minister of Public Safety and Emergency Preparedness regarding, among other things, the measures taken to prevent and reduce the risk of forced labour and child labour being used in its supply chain. The SAQ has also put in place a procedure for handling allegations of a forced labour and/or child labour situation in its supply chain that makes the direct suppliers accountable for any alleged situation. Under the procedure, the SAQ may, after examining the situation, take action against the supplier concerned or issue penalties proportional to the seriousness of the case in question.

Occupational health and safety

Suppliers shall apply occupational health and safety standards that comply with the laws and regulations in effect and provide healthy and safe working conditions for all their employees. Suppliers shall also take appropriate measures to prevent work-related injuries and accidents.

Environment and sustainable development

Suppliers shall comply with all applicable environmental laws, regulations and standards and shall seek to reduce the impact of their activities and products on the environment. They shall promote the adoption of measures to prevent pollution and conserve and make the most efficient use of the natural resources required for their activities and to encourage the development and dissemination of environment-friendly technologies. Moreover, suppliers undertake to abide by the spirit of the SAQ’s [Responsible Procurement Policy](#).

Respect

Suppliers shall treat SAQ customers, employees and partners with courtesy and fairness in all interactions, regardless of the form the interactions may take.

Intellectual property

Suppliers shall respect the SAQ’s intellectual property, whether registered or not. Suppliers may not, without the SAQ’s written consent, reproduce, copy, publish, transmit, communicate or use in any way the material, information and/or trademarks or any other intellectual property of the SAQ.

Confidentiality

In accordance with best practices and SAQ policy, suppliers shall protect the confidential SAQ information they hold or have access to. Confidentiality applies to any information that is not of a public nature and relates to the SAQ, its customers or its employees.

Except for the purpose of carrying out their duties, suppliers shall not use such confidential information and shall not disclose or share such information with a third party without the SAQ’s prior consent. These obligations shall apply for the entire duration of the business relationship and remain in effect after termination of the contractual commitments or until the information becomes public.

Advertising

Suppliers shall not use any commercial advertising that could be interpreted as coming from the SAQ.

Furthermore, suppliers shall comply with all advertising regulations and standards applicable to them, including but not limited to those regarding consumer protection. For content that is accessible online, suppliers shall comply with the conditions of use on the platform on which the content is published, and the chosen platform shall not cause injury to the SAQ and shall comply with the laws of the country in which the advertising is accessible.

In addition, in their commercial advertising, suppliers shall comply with all SAQ [graphics standards](#) whenever required. "Commercial advertising" here means any commercial message aimed at the general public or a target audience that promotes the goods or services of the supplier. This requirement applies to all means of advertising, including signs and billboards, and to all print, electronic and other media.

SAQ suppliers' procedures relating to the hygiene, handling, preparation, packaging and distribution of goods, products and beverage alcohol shall comply with or exceed industry standards. All suppliers, whether of beverage alcohol or general merchandise and services, shall also comply with or exceed industry standards regarding product and service safety, including those established by regulatory authorities and relevant consumer associations.

The safety of suppliers' products shall also be protected by proper measures at all stages of production, packaging, warehousing and distribution in order to prevent any alteration or contamination of the products.

Suppliers shall promptly inform the SAQ of any situation that comes to their attention regarding the safety of the products sold and services rendered to the SAQ, whether or not such products and services have been delivered.

All beverage alcohol and general merchandise sold by suppliers shall be safe for consumption and usable for the intended purpose by SAQ customers. Suppliers shall have the appropriate processes in place to detect potentially harmful products and to carry out a voluntary or mandatory product recall, in compliance with the statutes and practices applicable in their respective industry. These processes shall, among other things, guarantee clear and prompt communication of the names of any products potentially harmful to consumers or to the SAQ and immediate withdrawal of the products concerned.

Suppliers shall comply with all SAQ guides and standards regarding beverage alcohol as well as those of all relevant regulatory authorities.

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ENFORCEMENT

Suppliers' governance and undertakings

Each SAQ supplier is responsible for ensuring that the standards and principles of this Code are complied with and thus that there are management controls for compliance implemented in their company. Suppliers are also responsible for taking all necessary action to correct any breach.

Accordingly, the SAQ expects its suppliers to provide all employees concerned with a copy of this Code. Suppliers should also put in place best management practices to ensure they are able to comply with the Code and with the laws and regulations applicable to their production sites and places of business. For example, the SAQ calls on its suppliers to prepare and periodically update a list of applicable laws and regulations, provide training to their key employees on its content, in particular the fines and other applicable consequences in the event of a violation, and also set up a mechanism for reporting and following up on any breaches that may occur. The SAQ also calls on its suppliers to provide a copy of this Code to all their subcontractors, including authorized agents and other business partners.

SAQ authorities

Depending on the type of supplier, the requesting department at the SAQ is responsible for ensuring this Code is applied.

This Code may be amended by the SAQ at its sole discretion to ensure it reflects the SAQ's principles and values.

Audit

The SAQ reserves the right to verify, through audits, whether its suppliers and their subcontractors are in compliance with the Code. Such audits will be conducted using self-assessment by suppliers and their subcontractors. The SAQ or an external resource designated by the SAQ may also perform audits, at the supplier's expense, to determine compliance with this Code, including conducting site visits and consulting the relevant records of the suppliers and subcontractors. At any time, suppliers and their subcontractors shall grant the SAQ and its representatives reasonable and prompt access to their site and the relevant records.

Sanctions

Any failure to comply with this Code may result in sanctions by the SAQ. Such sanctions may, at the SAQ's discretion, range from a simple warning or a notification to the supplier to correct the failure to measures up to and including disqualification, prohibition from participating in the tendering process, rejection of any or all of the supplier's tenders, conditional awarding of the contract or cancellation and termination of the contract for default.

Reporting

To report any concern or potential or actual violation of this Code:

- Internal Audit Department (SAQ):
514 254-6000, ext. 5253
- Whistle-blower hotline (confidentiality assured):
1 877 888-6891
- Online: www.saq.ligneconfidentielle.com
Email: interne.audit@saq.qc.ca

Additional information

This Code does not cover every situation that suppliers may face in their business dealings with the SAQ. However, that does not exempt them from complying with the spirit of the Code and the SAQ's values.

In this document, the generic masculine is used without discriminatory intent and solely to facilitate reading.

The French-language version of the SAQ Supplier Code of Ethics and Conduct is the sole official version and takes precedence over the version translated into English.

References

- [Code of Ethics and Conduct for Employees \(SAQ\)](#)
- [Politique générale de la sécurité de l'information \(SAQ\) – French only](#)
- [Beverage alcohol management guides and standards \(SAQ\)](#)
- [Responsible Procurement Policy \(SAQ\)](#)
- [Integrity in Public Contracts Act](#)
- [Universal Declaration of Human Rights](#)
- [International Labour Organization \(ILO\) Conventions](#)
- [ILO Declaration on Fundamental Principles and Rights at Work](#)
- [United Nations Convention Against Corruption](#)
- [OECD Guidelines for Multinational Enterprises](#)
- [Transparency International, the global coalition against corruption](#)



Société des alcools du Québec,
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