

EXTERION MEDIA SUPPLIER COMPLIANCE POLICY

Exterion Media (as defined below) strives to maintain throughout its operations a work environment that reflects the highest standards of business ethics and workplace behaviour, and is committed to legal compliance and ethical business practices in all of its operations in Europe. “**Exterion Media**” means any or all of Exterion Media (UK) Limited, Exterion Media Metro Services (UK) Ltd, Exterion Media (Ireland) Limited, Exterion Media (Netherlands) BV, Exterion Media (France) S.A., Exterion Media Spain S.A. and each of their businesses, divisions, holding companies, subsidiaries, and group undertakings.

In the furtherance of these standards, Exterion Media expects all of its suppliers, contractors and others, with whom Exterion Media conducts business (collectively referred to as “**Suppliers**”) to comply with all applicable laws and regulations in the places in which they do business, and to maintain the highest degree of ethics in every aspect of their business with Exterion Media. This policy sets forth Exterion Media’s expectation of its Suppliers. Exterion Media is firm in its resolve to do business only with those suppliers who share in its commitment to integrity.

Exterion Media’s Suppliers should be familiar with Exterion Media’s Anti-Bribery Policy (“**ABC Policy**”). Hard copies of the ABC Policy are available on demand.

Exterion Media recognises that there are different legal and cultural environments in which Exterion Media operates throughout Europe. Regardless, this Policy sets forth the minimum requirements that Suppliers must meet to do business with Exterion Media. In order to comply with these requirements, Suppliers must communicate the principles of this Policy throughout their supply chain.

Exterion Media reserves the right to monitor compliance with this Policy and to ensure that it is being respected throughout its Supply Chain. Exterion Media reserves the right to request documentation, conduct audits, review and approve corrective action plans and verify implementation of corrective action, on at least an annual basis. Adoption of, and adherence to, this Policy by a supplier is a prerequisite for Exterion Media in its selection of new suppliers. To monitor this,

Exterion Media expects strict **COMPLIANCE** with the requirements of:

- all applicable anti-corruption and anti-bribery laws, including in all cases the United Kingdom Bribery Act 2010 and the United States Foreign Corrupt Practices Act, the Organization for Economic Cooperation and Development Convention on Combatting Bribery of Foreign Public Officials in International Business Transactions, and EU and US sanctions laws and orders;
- all applicable laws regarding political contributions and payments;
- statutory and contractual requirements to maintain accurate financial reporting systems and records relating to each supplier’s dealings with Exterion Media;
- all applicable laws regarding employment including those prohibiting discrimination, harassment or victimisation of workers;
- all applicable laws, regulations and standards regarding public procurement;
- all applicable laws, regulations and standards regarding privacy, data and information security;

- all applicable laws regarding imports and exports of technology and other goods;
- all applicable laws regarding slavery, servitude, child and/or forced or compulsory labour and human trafficking, including the UK Modern Slavery Act 2015, and expects its suppliers to have instituted and maintained appropriate policies and procedures to ensure that the same are not taking place in their own businesses or supply chains;
- all applicable laws, regulations and standards regarding fair and ethical employment practices including those relating to wages; hours; overtime and benefits; and health, safety and the environment;
- all rules, codes, standards, agreements and procedures notified to the Supplier which are required to be complied with by Exterion Media and its suppliers at any property, or in relation to any asset or infrastructure for which Exterion Media provides advertising or advertising services; and
- any ethical sourcing or fair labour principles notified to the Supplier which the purchaser of Exterion Media's services requires to be complied with by Exterion Media and its Suppliers.

Exterion Media's policy **PROHIBITS** all of the following conduct by any Supplier or any contractor to any Supplier of Exterion Media or by their employees, agents, directors or consultants:

- direct or indirect improper payments or offers of payment or benefits in kind to or from:
 - any domestic or foreign government official or employee;
 - their representatives, agents or family members;
 - any employee, officer, contractor or agent of Exterion Media or any customer of Exterion Media; or
 - any other person;
- the offering or giving of discounts, entertainment, meals, transportation, gifts or other favours or personal benefits to Exterion Media employees or any employee, officer, contractor or agent of any client of Exterion Media (other than as expressly provided in the ABC Policy) or the receipt by any employee, agent, officer, director or contractor of any improper payment, kickback or other improper benefit;
- entering into a business arrangement with employees of either Exterion Media or of its clients;
- anti-competitive business practices and non-adherence to applicable local and international antitrust laws;
- use of Exterion Media's name, assets (including intellectual property), facilities or services without written authorization or for any improper purpose;
- disclosure of confidential or proprietary information to any third party (including the press) without prior written authorization;

- discrimination in the work environment; and
- acts of sexual, physical, verbal, psychological or any other form of harassment, abuse or discrimination in work environment.

To the extent the Supplier is a supplier to Exterior Media (UK) Limited or Exterior Media Metro Services (UK) Limited, the Supplier will:

- ensure that its employees are paid an hourly wage (or equivalent of an hourly wage) at least the hourly London Living Wage (defined below); and
- provide to Exterior Media such information concerning the London Living Wage as Exterior Media may reasonably require from time to time.

“London Living Wage” is the then current London Living Wage as calculated by the Centre for Research in Social Policy (or any replacement thereof) and as published by the Living Wage Foundation.

Suppliers are expected to assist Exterior Media in enforcing this Policy by communicating its principles to their employees and suppliers or contractors and by notifying to Exterior Media any breaches of this Policy.

If it is found that a Supplier has committed one or more violations of this policy, Exterior Media will take appropriate action, taking into account any mitigants such as timely notification, evidence of its regular communication etc. Such action may range from working with the Supplier to ensure that steps are taken to correct breaches and prevent their recurrence, to cancelling the affected contract, terminating the relationship with such Supplier, commencing legal action against such Supplier or other actions as warranted.

For any questions regarding Exterior Media’s Supplier Compliance Policy, please contact a member of Exterior Media’s Legal Department.

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