

INFORMATION FOR  
SUPPLIERS



# OCRC SUPPLIER CODE OF CONDUCT





## INTRODUCTION

The Ontario Cannabis Retail Corporation, doing business as Ontario Cannabis Store (hereafter “OCS”), has a mission to enable a vibrant marketplace through great customer experiences – rooted in selection, service, and quality. As a provincial Crown agency, it also has a mandate to deliver value to Ontarians.

The OCS has taken a leading stance in championing the legal framework and socially responsible cannabis industry. In connection with these efforts, the OCS is committed to driving and supporting meaningful change in its business, for its partners, and ultimately for the consumers and the communities in which they live.

Integrity, honesty, and transparency are central to the way in which the OCS operates, and the same is expected of the people, companies and other entities that provide goods, services, and/or deliverables to the OCS (“Suppliers”).

This Supplier Code of Business Conduct (hereafter, “Supplier Code”) sets out the OCS’s expectations of every Supplier, including Suppliers of goods for sale and goods & services not for sale who wish to establish and maintain a business relationship with the OCS. The OCS requires its Suppliers to act in an ethical manner, align with the OCS’s core values and comply with the letter, spirit, and intent of the Supplier Code.

This Supplier Code is to be read in addition to the Supplier’s obligations as set out in any policy or agreement with the OCS. Where there is an agreement in place with the OCS and a Supplier, and there is any inconsistency with this Supplier Code, the agreement’s terms will govern. The OCS also expects the Supplier Code to apply in addition to applicable legislation and regulations. Beyond simply complying with local laws, the OCS believes that its Suppliers should endeavour to meet the global standards and conventions referenced in this Supplier Code to enhance ethical, social, and environmental conduct.

This Supplier Code applies to all OCS Suppliers, including their directors, owners, employees, agents, partners and subcontractors, who provide goods and/or services to the OCS. For greater certainty, the actions of a Supplier’s directors, owners, employees, agents, partners, and subcontractors will constitute actions of the Supplier in the context of this Supplier Code.





## COMPLIANCE WITH APPLICABLE LAWS

OCS expects Supplier partners to understand and comply with the laws and regulations that are applicable to their location(s) and operations as well as the contractual obligations to the OCS, including compliance with all applicable policies, procedures, and standards. If a Supplier becomes aware of any activities that are not in compliance with applicable laws and regulations, it is incumbent upon the Supplier to report such activities to the OCS immediately. Suppliers are prohibited from misrepresenting their relevant past experiences and qualifications in relation to any solicitation process.

## ETHICAL CONDUCT AND BEHAVIOUR

The OCS requires its Supplier partners to maintain high standards of courtesy, professionalism, ethics, and, honesty in all of their interactions with customers, stakeholders, Suppliers, employees, governments, and the community. This includes, but is not limited to, treating OCS staff with dignity, respect and integrity at all times. The following is a non-exhaustive list of behaviours that will not be tolerated: physical violence, verbal abuse, use of profanity, harassment, intimidation, and/or threatening behaviour or remarks, malicious or harmful statements about others or the OCS, and unauthorized disclosure of confidential information. OCS requires Suppliers to align their actions, decisions, and behaviour with ethical business practices including compliance with applicable anti-bribery, anti-corruption, and anti-money laundering laws and regulations in the jurisdictions in which OCS and the Supplier operate.

OCS takes a zero-tolerance approach to bribery, corruption, and money-laundering. Suppliers must not offer, pay, receive or solicit bribes, kickbacks, payments or gifts of any kind to obtain a favourable business outcome.

OCS expects all Suppliers to act with integrity and transparency, strictly adhering to antitrust and competition laws. Any form of collaboration or agreement by and between Suppliers that colludes, restricts, competition, fixes prices, allocates markets, or otherwise undermines fair and open competition will not be tolerated by OCS.

Any violation of these principles may lead to termination of the Supplier relationship and potential legal consequences. OCS encourages all Suppliers to report any concerns related to collusion to the OCS Compliance Department for prompt investigation and resolution.

OCS is dedicated to maintaining ethical business practices and fair dealings. We expect our Suppliers to uphold these standards in their interactions with our organization.







## CONFLICT OF INTEREST AND GIFTS

Suppliers have a duty and obligation to declare any close relationships with individuals at OCS that may present an actual or perceived conflict of interest at the time of engagement and any time during an active OCS engagement to the Enterprise Vendor Relationship Management (“EVRM”) group. Declarations can be sent via email to: [OCSVendorManagement@ocs.ca](mailto:OCSVendorManagement@ocs.ca).

Suppliers must not give gifts or entertainment that could or could be perceived to be an attempt to influence OCS decision making in any way. Any gifts given to OCS employees must also meet the following criteria:

- Not cash or a cash equivalent (e.g., physical gift cards, electronic gift cards, cheque, money order, etc.);
- Is consistent with customary business practices; and
- Is nominal or reasonable in value (i.e. less than \$50 CAD).





## LABOUR AND EMPLOYMENT STANDARDS

OCS expects Suppliers to respect the fundamental human rights of all workers and align their operational practices with the International Labour Standards (including those applicable to migrant workers) maintained by the International Labour Organization.

In accordance with these standards, Suppliers:

- Will not employ any person aged below the applicable legal minimum employment age.
- Will not use forced, coerced, involuntary or child labour.
- Will ensure working hours do not exceed legal limits.
- Will ensure employees are provided with the necessities to perform work in a healthy and safe environment.
- Will recognize employees' rights to freedom of association and collective bargaining.
- At a minimum, pay its workforce the legal minimum wage and overtime wage for hours worked.
- Will ensure its workforce is paid on a regular basis.

Additionally, OCS's Suppliers and contractors will ensure that their employees, contractors and Suppliers are treated fairly with dignity and respect in accordance with international standards. This includes:

- Not subjecting workers to any form of verbal, physical or sexual abuse or harassment or intimidation in the workplace.
- Not engage in discriminatory hiring or treatment of workers based on race, colour, age, gender, social background, sexual orientation, ethnicity, national origin, disability, pregnancy or any other personal characteristic prohibited by law or regulation.
- Supplier will only employ or engage workers who have a legal right to work in the country in which they are employed or to be engaged.

Suppliers are required to uphold the same employment standards and practices in their interactions with OCS employees.







## CONFIDENTIALITY, PRIVACY AND INFORMATION SECURITY

Suppliers must demonstrate respect for privacy and security throughout their operations and be demonstrably accountable (including with respect to any person or entity with which they share) in respect of confidential and personal information entrusted by the OCS. Suppliers are expected to comply with all contractual, regulatory and legal confidentiality, privacy, and information security requirements.

## OCS PROPERTY

OCS Suppliers are expected to take reasonable technological, administrative and physical measures to safeguard OCS property, including OCS proprietary, confidential, and restricted information, facilities, equipment, funds, communication networks, and information systems and material in its possession or under its control. This also applies to access controls such as passwords, identification keys, cards and hand-held user authentication devices.

## ENVIRONMENTAL AND SOCIAL GOVERNANCE

OCS is committed to working collaboratively with its Suppliers to promote environmental sustainability and reduce our collective footprint. We encourage our Suppliers to actively engage in sustainable practices and contribute to our shared environmental goals. The OCS expects that environmental protection is a priority for all Suppliers.

Suppliers are encouraged to work towards minimizing negative impact on the environment by establishing and adopting policies and procedures that help ensure the sustainability of natural resources and to reduce greenhouse gases generated by its operations.

The OCS recognizes diversity amongst its Suppliers and champions a fair and equitable selection process that reflects the diversity of Ontario. The OCS encourages the celebration of diversity, the value of promoting a vibrant Supplier community and encourages economic development and opportunity for racialized groups, including Indigenous Peoples, and/or women-run organizations to participate in its competitive bid processes. Suppliers are encouraged to identify, adopt and integrate diverse vendors into its processes so that its own supply base represents the make-up of Ontario.





## DIVERSITY, EQUITY AND INCLUSION

OCS values Diversity, Equity, and Inclusion for driving innovation, creativity, and sustainable business practices. Our Supplier Code of Conduct emphasizes our dedication to fostering a diverse and inclusive supply chain. We require our Suppliers to share this commitment and actively create environments that respect and value individuals regardless of race, ethnicity, gender, sexual orientation, disability, or any other characteristic.

Suppliers must actively pursue and implement policies that promote equal opportunities, fair treatment, and the elimination of discrimination in its workforce. This includes ensuring that hiring, promotion, and compensation decisions are made without bias, and that all employees have access to a workplace free from harassment and prejudice. Moreover, OCS encourages its Suppliers to engage in responsible and inclusive sourcing practices. This involves actively seeking Suppliers that share the commitment to diversity and promoting fairness in their own supply chains.

The OCS believes that by embracing diversity and inclusion at every level of its supply chain, it can collectively contribute to building a more equitable provincial business community. Non-compliance with these principles may result in a reassessment of the Supplier relationship, as the OCS strives to uphold the values of Diversity, Equity, and Inclusion in all aspects of its business.







## SUPPLIER RESPONSIBILITIES:

In addition to adhering to this Supplier Code, Suppliers are required to keep documentation to verify compliance with the Supplier Code. Suppliers shall provide requested documentation to OCS upon written request.

In addition, Suppliers are responsible for:

- Reviewing, understanding and educating its employees and subcontractors regarding the OCS Supplier Code.
- Reporting violations of the Supplier Code or requests that might constitute violations.
- Cooperating with investigations and audits conducted by or on behalf of the OCS.

If OCS receives notice or becomes aware of any violation of the Supplier Code, OCS has the right to conduct an investigation. OCS may pause Supplier services and/or goods (and any associated payments) during an investigation. Egregious violations of the Supplier Code may warrant immediate response from the OCS, in its sole discretion.

OCS may verify the compliance with the Supplier Code at any time. Verification by OCS may be conducted by way of an audit by OCS (or a third party designated by OCS) who may visit the Supplier's facilities. Suppliers are required to submit to such audits and be transparent about its operations.

OCS personnel (or a third party designated by the OCS) may also visit Supplier facilities to monitor progress of any improvement programs in place. Any additional expense incurred by the OCS as a result of such audit, including hiring a third party, will be at the expense of the Supplier.







## SANCTIONS

Based on the results of any investigation or audit, OCS may apply sanctions where a Supplier fails to comply with the Supplier Code, including:

- Requiring corrective action.
- Requiring documentation to confirm corrective actions have been completed.
- Issuing a formal warning.
- Increasing frequency of Supplier audits.
- Suspension or termination of its relationship with the Supplier, in accordance with the applicable agreement.
- Possible disqualification from participating in future business opportunities with OCS.

The OCS will report any suspected illegal activity to the relevant authorities, as appropriate. The OCS acknowledges that some non-conformances to the Supplier Code may take time or additional support or justification options to resolve. In such cases, the OCS will work with Suppliers within a reasonable time frame to allow the Supplier to implement effective procedures or controls.

If the Supplier fails to take immediate steps to correct the non-conformance, the OCS may terminate its relationship with the Supplier.

## OBLIGATION TO REPORT

Any non-compliance with this Supplier Code or unethical conduct must be reported to [OCSVendorManagement@ocs.ca](mailto:OCSVendorManagement@ocs.ca).

OCS Suppliers are expected to refrain from retaliating against any person(s) that files a formal report or complaint, in good faith, relating to the Supplier, including with respect to a violation of the Supplier Code with the Supplier internally (such as a Whistleblower), with OCS, or with any government agency.

## AMENDMENTS

OCS reserves the right to amend or update this Supplier Code at its discretion. Suppliers are expected to stay informed of any changes and comply with the most current version of the Supplier Code.



