

A large circular graphic composed of two overlapping semi-circles. The top semi-circle has a reddish-orange tint and shows a blurred crowd of people walking. The bottom semi-circle is white and also shows a blurred crowd of people walking. The overall effect is one of motion and a large group of people.

# Modern slavery and human trafficking statement 2019/2020

**The Power of Less<sup>®</sup>**



# Contents

<b>1</b>	<b>Introduction.....</b>	<b>3</b>
<b>2</b>	<b>Governance .....</b>	<b>4</b>
<b>3</b>	<b>Our organisation and modern slavery risk.....</b>	<b>5</b>
3.1	Organisation structure.....	5
3.2	Policies.....	6
3.2.1	Speak Up! Policy.....	6
3.2.2	Code of Conduct .....	6
3.2.3	Management Standards .....	6
3.3	Compliance Committee .....	6
3.4	Risk assessment and management in our operations .....	6
3.5	Due diligence processes .....	7
3.5.1	Supplier Ethical Data Exchange (“Sedex”) assessments of our own sites .....	7
3.6	Training on modern slavery and trafficking.....	7
<b>4</b>	<b>Our supply chains and modern slavery risk.....</b>	<b>8</b>
4.1	Supply chain structure.....	8
4.2	Policies.....	8
4.2.1	Supplier Standards.....	9
4.2.2	Contractual Controls.....	9
4.3	Due diligence processes for our supply chain .....	9
4.4	Supplier categorisation and risk management.....	9
4.4.1	Supplier On-Boarding Process .....	9
4.4.2	Sustainability Target.....	9
4.4.3	Supplier Risk Reduction.....	9
4.4.4	Improving the sustainability performance of our suppliers.....	10
4.4.5	Supplier Audits .....	10
4.4.6	Recycling Division.....	10
<b>5</b>	<b>Impact of Covid-19.....</b>	<b>11</b>
<b>6</b>	<b>Key performance indicators to measure effectiveness of steps being taken.....</b>	<b>12</b>



# 1. Introduction

DS Smith Plc (together with our subsidiaries and affiliates) (“**DS Smith**”) is a leading multi-national provider of sustainable corrugated packaging in Europe and the United States of America (USA), supported by paper and recycling operations. Today, DS Smith operates in a core 34 countries, employing approximately 30,000 people, with our Total Marketing Support (“**TMS**”) business covering an additional 17 countries employing c.180 office-based employees. We serve customers across a range of industries including e-commerce, fast-moving consumer goods (FMCG), pharmaceutical, retail and industrials. With manufacturing operations across Europe and the USA, and sourcing, consultancy and sales and marketing presence across six continents, we are able to provide products and services to our customers both locally and on a global level.

For the year ended 30 April 2020 our revenue was £6,043 million. At DS Smith we are fully committed to complying with the principles of good corporate governance and understand the importance of being trusted by our stakeholders, suppliers and customers to operate in an ethical manner and following the highest standards. DS Smith continues to comply with The U.K. Corporate Governance Code 2018.

DS Smith is committed to the highest governance standards in the way we engage with each other, our customers, shareholders, suppliers and other stakeholders. Our reputation is founded on our commitment to and achievement of these high standards. We are committed to acting ethically and with integrity in all our business dealings and seek to implement and enforce effective systems and controls to ensure modern slavery is not occurring within our own businesses or those of our suppliers. We are pleased to report that for the year ended 30 April 2020, no instances of modern slavery were identified within our business or supply chain.

DS Smith aims to build an environment of trust, transparency and accountability which is essential for fostering long-term

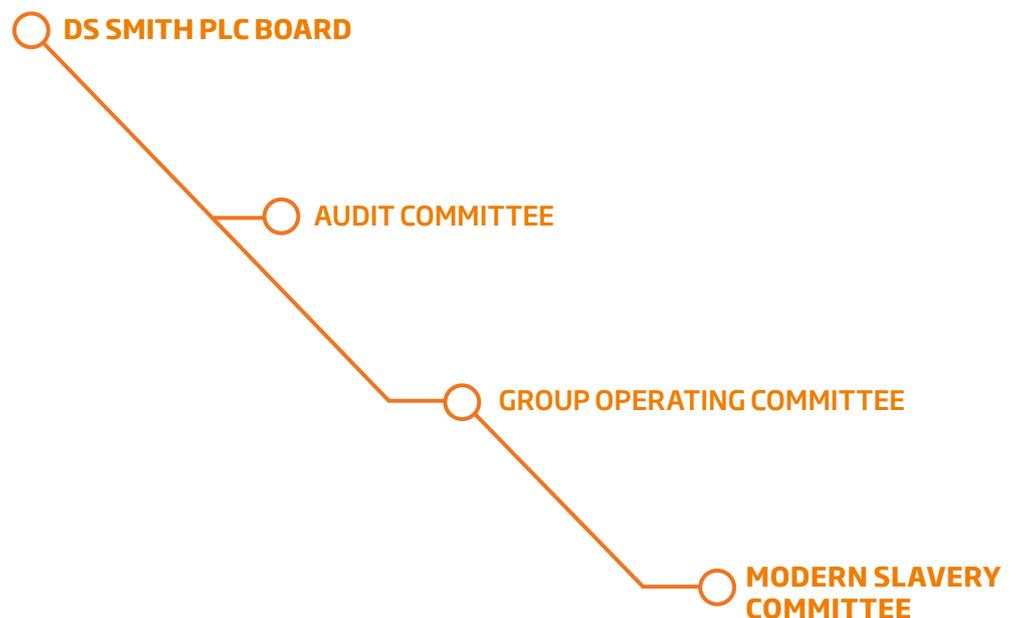
business integrity. DS Smith’s relationships are built in a socially responsible manner and we are committed to opposing modern slavery and preventing it by whatever means necessary. We demand the same attitude and commitment of all who work for us or with us. As a group, we have a zero-tolerance approach to modern slavery. DS Smith has identified that much of the modern slavery risk it faces sits within its supply chain and associated processes and accordingly has focussed much of its efforts in this area. Whilst we have also implemented specific policies and procedures for preventing modern slavery more generally as explained under Section 3 of this statement, Section 4 of this statement provides further information on the processes we have implemented to address modern slavery risks in our supply chain operations.

In this statement, we set out the processes we have established across the group, together with the steps taken since our last modern slavery statement for the year ended 30 April 2019, to ensure that modern slavery and human trafficking are not occurring within our operations or our supply chain and summarise some of the steps we plan to take during the current year ending 30 April 2021.

## 2. Governance

To effectively address modern slavery issues facing DS Smith, a modern slavery steering group (the “**Modern Slavery Committee**”) was established in 2016. The Modern Slavery Committee is made up of a multi-disciplinary team from different departments within the group and is chaired by the Group General Counsel and Company Secretary, Iain Simm. The Modern Slavery Committee reports to our Group Operating Committee (“**GOC**”), chaired by the Group’s Chief Executive Officer, Miles Roberts.

The Modern Slavery Committee meets on a quarterly basis and provides a forum for representatives across the business to input on the group’s policies and procedures relating to modern slavery, discussing areas of potential risk, mapping out improvements to be made across DS Smith to prevent instances of modern slavery occurring and embed the ethos of preventing modern slavery.



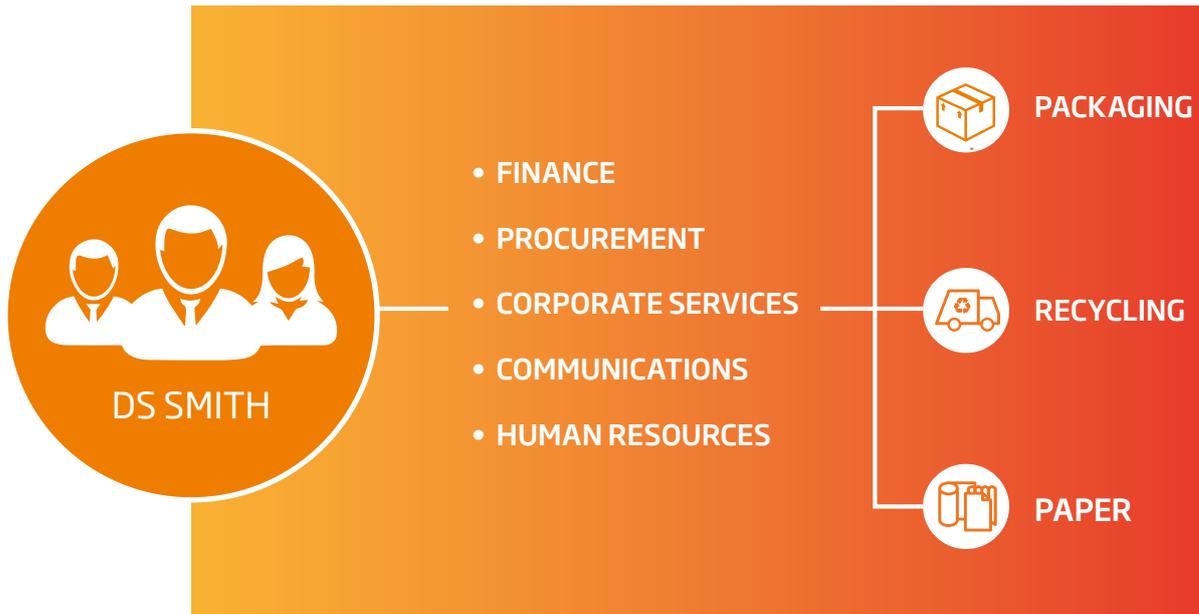
DS Smith subscribes to the following international standards and guidelines:

- United Nations Global Compact
- United Nations Declaration of Human Rights and the Convention on the Rights of the Child
- International Labour Organisation (“ILO”) Eight Fundamental Conventions
- Organisation for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises
- United Nations Sustainable Development Goals

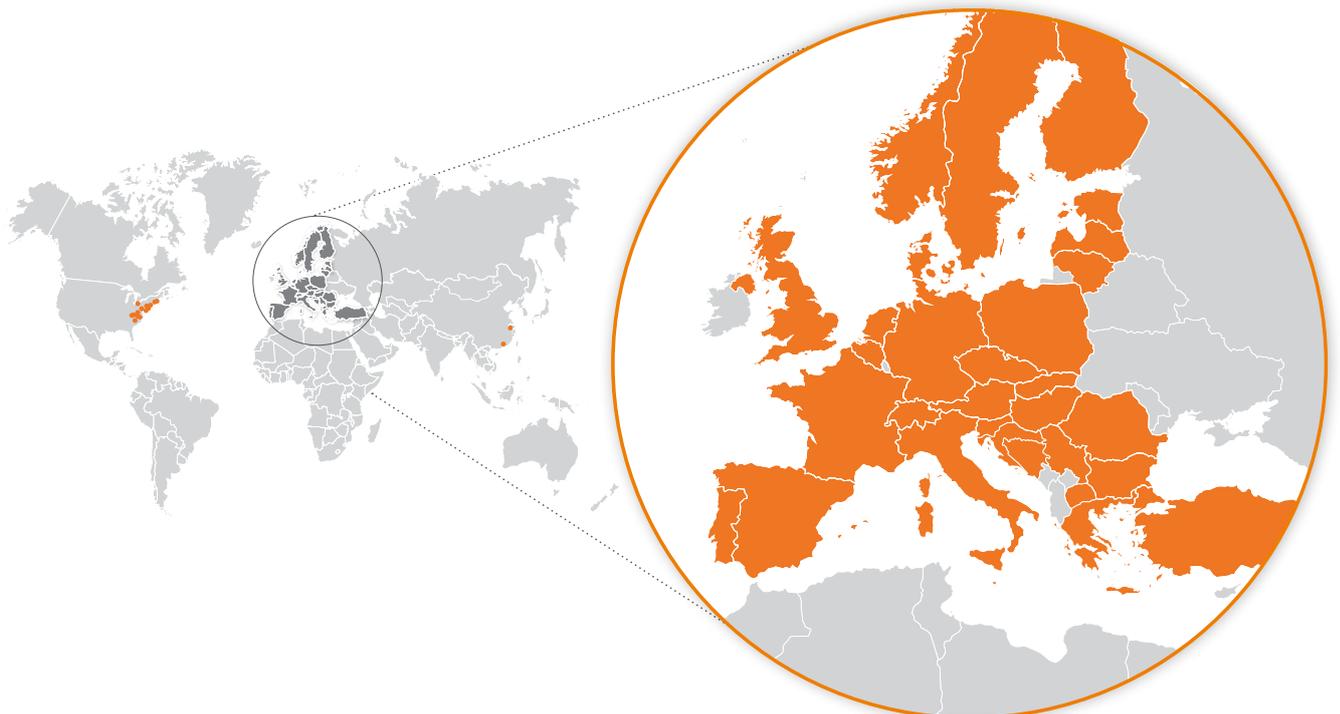
# 3. Our organisation and modern slavery risk

## 3.1 Organisation structure

The Group is organised as follows:



More information about the Group and our locations can be found on our [website](#)



## 3.2 Policies

Key to our zero-tolerance approach to modern slavery is ensuring that the Group has robust policies in place relevant to the prevention of modern slavery. In relation to our own operations these policies include our Anti-Slavery and Human Trafficking Policy, "Speak Up!" Policy and our Code of Conduct. These policies are available on our [website](#) and are primarily aimed at our employees, but DS Smith expects equivalent standards of conduct from all persons acting on its behalf such as suppliers and partners. Each policy has been reviewed and formally approved by the Board of Directors of DS Smith Plc (the "Board").

Employees are regularly made aware of our policies, as mentioned below, and our policies are communicated to newly acquired businesses as part of our formal integration process.

### 3.2.1 Speak Up! Policy

The "Speak Up!" Policy provides guidance on how employee concerns, such as those relating to modern slavery, can be communicated to the Group on a confidential basis and without fear of retaliation. Any concerns about suspected incidents of modern slavery may be reported by web, e-mail, postal service or telephone via the independent "Speak Up!" hotline. Any reports received through "Speak Up!" are considered by the Audit Committee as part of their regular reviews of internal controls. During the past year, 33 reports were received and investigated via "Speak Up!" and none related to modern slavery.

Whilst we are encouraged by the "Speak Up!" usage, we recognise that more can be done to raise awareness of whistleblowing procedures within the Group. During the current financial year, the whistleblowing policy is due to be updated and the communication methods used to inform the Group about whistleblowing procedures are due to be refreshed.

### 3.2.2 Code of Conduct

Our Code of Conduct Policy sets out in detail DS Smith's commitment to the highest ethical standards and the behaviour that is expected of our employees and business partners. DS Smith respects fundamental human rights and is committed to the principles set out in the United Nations Universal Declaration of Human Rights, including the effective elimination of compulsory labour and child labour.

As part of the group's ongoing legal and compliance efforts, and to ensure that our employees are familiar with DS Smith policies and procedures, we have continued

with our previously announced initiative whereby every six months employees in managerial or customer/supplier facing roles must confirm their awareness and compliance (and where applicable, the awareness and compliance of their direct reports) with group policies.

### 3.2.3 Management Standards

DS Smith has implemented management standards which set out the performance standards expected of all managers within the company ("Management Standards"). Management Standards are a series of defined activities which every manager in DS Smith is strongly encouraged to incorporate into the way they operate in the business. The Management Standards are periodically reviewed to ensure the guidance remains relevant and helpful for managers as the business evolves. Since the previous modern slavery statement, they have been simplified and the supporting guidance refreshed. Contributing to good governance in DS Smith through compliance and effective risk management is the responsibility of all employees. We aim to ensure that all DS Smith employees comply with legal, regulatory and organisational requirements, including requirements relating to modern slavery. Compliance is a core foundation for all of the refreshed Management Standards to ensure that employees fully understand their responsibilities and neither DS Smith nor its employees breach applicable rules or regulations.

## 3.3 Compliance Committee

Over the past 18 months we have formed a Compliance Committee, chaired by the Group General Counsel and Company Secretary, which includes representatives from each division, internal audit and key functions within the group. The Compliance Committee reports to the GOC and the Audit Committee. The remit of this committee is the consideration of risk and compliance, associated procedures and management or mitigation, where appropriate, of those risks facing DS Smith and our supply chain, including the risk of modern slavery.

## 3.4 Risk assessment and management in our operations

As we committed to in our last statement, we have developed a process, in consultation with internal stakeholders including the Group Risk function, for identifying modern slavery risk in our own business.

Using the assessment of geographical

vulnerability to modern slavery from The Global Slavery Index (Walk Free Foundation) we identified the most vulnerable countries where DS Smith has manufacturing operations. The sites within those countries were then prioritised from highest to lowest risk according to their Supplier Ethical Data Exchange (“**Sedex**”) risk score and answers to the 12 questions in the Sedex Self-Assessment Questionnaire (“**SAQ**”) which relate to the ILO definition of modern slavery (see 3.4 below). Sites with no historical third-party ethical audits and/or a high number of SAQ-related concerns are promoted to highest priority. Going forward, the Modern Slavery Committee aims to review the highest risk sites on a quarterly basis until further investigation and decision making on actions is taken, including the possibility of a mandatory third-party ethical audit. During the year ending 31 April 2021, a new and improved SAQ has been circulated to each eligible site to complete.

## 3.5 Due diligence processes

### 3.5.1 Supplier Ethical Data Exchange (“**Sedex**”) assessments of our own sites

Sedex is one of the world’s largest organisations helping companies manage responsible sourcing in their supply chain. They have more than 50,000 members in over 150 countries and operate a collaborative online platform that enables members to collect and share information and map risk in their supply chain. This is done in two ways:

1. Self-Assessment Questionnaire (“**SAQ**”) covering health and safety, labour standards, environment and business ethics.
2. Members Ethical Trade Audit (“**SMETA**”), one of the most widely used ethical audit formats in the world which assesses conformance with a site’s SAQ answers and the Ethical Trade Initiative (“**ETI**”).

Collectively, this allows customers to manage their ethical and social performance and build trust with their suppliers, helping to protect people, the environment and businesses.

DS Smith is an AB Member of Sedex and it has continued to be an important platform for our relationships with customers in 2019/20. We pay an annual fee and retain one group account which contains umbrella accounts for each of our divisions and all the manufacturing sites within them.

### Using Sedex for assessment and risk in our operations

We strive to maintain registration on Sedex for 100% of our European sites and ensure sites complete the SAQ to disclose to our customers when requested.

Although this alone does not prevent modern slavery, it prompts sites to consider these issues in-depth and report on them. The platform allows our customers and other stakeholders to look beyond our group policies, into site-level implementation of ethical business, labour, environment and health and safety activities.

### Using Sedex ethical audits for verification and driving standards

One third of our manufacturing sites verify their answers through Sedex’s SMETA 4-pillar audits. These audits are conducted by a third-party auditor and assess compliance with the ETI, which is based on ILO standards and conventions. The audits also assess local knowledge and implementation of DS Smith policies. These audits are a well-established procedure, used across multiple industries as a preventative measure for modern slavery, labour and ethical business violations. Any non-conformances identified during site ethical audits are now being tracked, reported internally to our HR Directors, and methods to drive higher ethical and labour standards into our own operations will be further explored.

## 3.6 Training on modern slavery and trafficking

Managers at all levels are responsible for ensuring that they and those reporting to them understand and comply with policies relating to modern slavery and are provided with appropriate training on modern slavery in the context of their specific roles.

To further strengthen our compliance training, Group Legal have developed and rolled out a modern slavery e-learning course in conjunction with an external law firm, Lewis Silkin. This training is mandatory for relevant employees. The training is required on joining the business and is refreshed every 2 years. Employees have to pass a test as part of the training. This course was initially rolled out in March 2019 and it is being relaunched on a new compliance training platform in 2020, with all relevant employees being asked to complete the training again.

## 4. Our supply chains and modern slavery risk



### 4.1 Supply chain structure

As a global business with a large and complex supply chain, DS Smith suppliers originate from many countries across the world. Whilst we focus on using suppliers locally where we can, we source some products from locations where we don't operate.

Most of our suppliers serving our main packaging business operate in Europe and the USA. In a small part of our display business managed by TMS, supporting some key customer accounts, we work with suppliers in South America, Asia, Middle East and Africa. TMS has recently made it mandatory for all suppliers to be registered with either EcoVadis or Sedex by the end of 2020. High risk suppliers will also be required to have SMETA audits.

EcoVadis assessments provide us with an evidence-based sustainability scorecard for our suppliers, checking environmental performance, labour and human rights, ethics and sustainable procurement.

Conducting appropriate risk assessments is central to our supply chain management. This process is handled by the Group, divisional teams and where appropriate, business procurement teams, with the recently transformed Group Procurement function ("**One Procurement**") taking overall

responsibility for oversight of the specific risks associated with modern slavery. This procurement transformation is the result of a project in late 2019 which identified areas where greater controls on purchasing needed to be in place. DS Smith now works with an improved One Procurement function with everyone working to a single set of objectives and measures enabling stronger governance and risk management.

We continue to incorporate human rights risks as a core part of our on-going supplier assessment when considering cost, availability and sustainability of our key materials and equipment purchases. For the year ended 30 April 2020, no instances of modern slavery were identified within our business or supply chain.

### 4.2 Policies

Our Anti-Slavery and Human Trafficking Policy covers both our own operations and our supply chains. This policy reinforces our commitment to act ethically and with integrity in all our business dealings and to implement and enforce effective systems and controls to ensure modern slavery is not taking place anywhere within our business or supply chain. Central to our work in our supply chains have been our Global Supplier Standards ("**GSS**") and Global Supplier Requirements ("**GSR**").

### 4.2.1 Supplier Standards

We have been engaging with our suppliers through our GSS and GSR. These documents state the minimum requirements and standards that we expect from our suppliers regarding ethical business practices, social and environmental management. The requirements set forth in the GSS are based on the ETI Base Code and ILO standards. Suppliers are also required to establish systems to monitor and eliminate forced or compulsory labour from their supply chain. Moving forward we will standardise our supplier compliance documents into one document, the GSS, which will cover all the fundamental standards we expect our suppliers to comply with.

### 4.2.2 Contractual Controls

DS Smith's supply contract templates include a specific anti-slavery and human trafficking clause. This clause requires suppliers of DS Smith to confirm that they comply with the U.K. Modern Slavery Act 2015 or its equivalent under the applicable law (the "Act"), which imposes an obligation on our suppliers to ensure that members of the suppliers' supply chains also comply with the Act and permits DS Smith to audit the operations of a supplier, to ensure full compliance with applicable anti-slavery and human trafficking laws.

## 4.3 Due diligence processes for our supply chain

DS Smith has a wide-ranging supply chain that supports our global operations. In line with the ever-changing regulatory landscape, organisations are being challenged to operate in a more transparent fashion and are expected to disclose more information than ever before. DS Smith is driving greater disclosure from our suppliers to better understand our supply chain and manage risks related to modern slavery.

Responsibility for managing our supply chain sits primarily with our One Procurement function and over the past year One Procurement has made strides to ensure we strengthen our supplier due diligence efforts.

## 4.4 Supplier categorisation and risk management

Our supplier classification exercise has helped us to categorise suppliers, ensuring robust strategies can be delivered for

any suppliers categorised as critical or strategic. Strategic suppliers are defined as those with long term relationships, mutual dependencies and a high level of spend. Our critical suppliers are defined as those sourcing from a high-risk country or those supplying a product with a high sustainability risk.

From June 2020 we will use the EcoVadis risk profiling system to identify critical suppliers. This tool enables us to identify suppliers, countries and categories that potentially pose the highest risk within our supply chain and address the risk appropriately.

Furthermore, we will be working with Dun & Bradstreet to monitor the financial performance of our key suppliers which can help us risk assess our supply base and take any necessary action.

One Procurement are also focusing their attention on more in-depth evaluation of the group's supply base, conducting assessments and reviews of our strategic and critical suppliers. These suppliers are going through a rigorous rating system via EcoVadis. Suppliers are expected to meet DS Smith's minimum scoring thresholds for overall performance, with attention focused on labour and human rights.

### 4.4.1 Supplier On-Boarding Process

The One Procurement function has standardised processes and procedures for the on-boarding of suppliers across DS Smith. All prospective suppliers are required to successfully complete this on-boarding process by agreeing to comply with the GSS during their relationship with DS Smith.

### 4.4.2 Sustainability Target

We are working to ensure that 100% of our suppliers are compliant with our sustainability standards by 2025. This ensures that the entire DS Smith supply base has agreed to work with our standards. Those identified as high risk or strategic will be subjected to a more robust process, which enables us to have confidence in the business practice of all suppliers we work with.

### 4.4.3 Supplier Risk Reduction

We are working to optimise our supplier base and to reduce the complexity and risk within our supply chain. Since its launch in 2018 over 24,000 suppliers have been made unavailable to purchase from as part of the drive to have fewer suppliers with less corresponding modern slavery risk.

#### 4.4.4 Improving the sustainability performance of our suppliers

Through DS Smith's partnership with EcoVadis for over twelve months and through our categorisation process, we have asked all strategic and critical suppliers to be assessed by EcoVadis. We have seen an excellent uptake on this programme, with very good performance from our suppliers. DS Smith set a challenging threshold for all suppliers to score above 40 and where suppliers did not quite reach our threshold, we held meetings with suppliers to agree on improvements to be implemented by them before entering into a relationship with DS Smith. All strategic and critical suppliers scoring below our threshold have started to initiate corrective actions, whilst a few of our strategic suppliers have improved performance since we engaged with them on EcoVadis. We have introduced a supplier engagement programme to discuss and improve supplier performance on EcoVadis paying close attention to the labour and human rights section of the assessment. As part of that programme we met with a strategic chemical supplier to review their EcoVadis score, discuss sustainability standards and review continuous improvement plans. The influence of DS Smith led our strategic chemical supplier to a gold standard on EcoVadis.

#### 4.4.5 Supplier Audits

Suppliers that score below our threshold or decline to be assessed will go through an escalation process up to our Chief Procurement Officer and may be subjected to an audit and potentially removed from our supply base.

#### 4.4.6 Recycling Division

As an area of the business that is particularly at risk of modern slavery issues, in sourcing materials from the market place, the Recycling division ensure that they deal with reputable and fully compliant suppliers and all suppliers are subject to scrutiny during the onboarding process. This ensures that not only are they fully compliant with current legislation, but that they also comply with DS Smith policies on Modern Slavery and Anti Bribery and Corruption. Every effort is made to ensure that the supply chain remains clean and that fibre is sourced from reliable and traceable sources.



## 5. Impact of Covid-19

DS Smith recognises that the Covid-19 pandemic may exacerbate the risk to already vulnerable workers because of a combination of heightened health, safety and economic risks which creates the potential for increased exploitation, human trafficking and modern slavery. Certain workers, particularly those who are affected by poverty, inequality and lack of proper work opportunities, including migrants, may have issues accessing health care or sick leave; they may not be provided with adequate Personal Protective Equipment (PPE) or social distancing measures in the workplace; they may not be able to be tested or fear being tested in case this leads to them not being allowed to work and earn a living; they may be stranded abroad and not able to support themselves; or they may not be able to self-isolate because of staff accommodation and the financial burden of not being able to work.

The Group has provided clear and strict guidance for all of our own operations during the pandemic to ensure human and labour rights are maintained and government rules are followed at all times. We have ensured that all workers have been able to return home if working abroad; that the correct PPE has been made available and is being correctly utilised; that our workforce have been able to support their families; and health and safety has remained our number one priority at all times within our operations or where employees have had to work remotely. We continue to work with, and pay, our suppliers to avoid the potential for increasing any modern slavery risk in our supply chain during this difficult time.



## 6. Key performance indicators to measure effectiveness of steps being taken

Where we said we would focus in 2019/20	What we achieved	KPIs and progress	Focus for 2020/21
<p>Continue to drive completion of EcoVadis assessments for critical and strategic suppliers until 100% complete by April 2020.</p> <p>Those scoring below threshold or declining to be assessed will have face to face ethical audit.</p> <p>We will also be widening our definition of critical suppliers and include more suppliers within our EcoVadis assessment.</p>	<p>We have continued to roll out our sustainability assessments. Those suppliers yet to complete the assessment are currently in progress.</p> <p>Agreements in place with EcoVadis IQ and Dun &amp; Bradstreet to identify the biggest risks within our supply chain. We have agreed to work with EcoVadis on a new tool to identify the risk in our supply chain, which will help identify critical suppliers.</p>	<p>76% strategic and critical suppliers confirmed as complying with our ethical and sustainability standards through EcoVadis assessment.</p> <p>A small number of suppliers (9) scored below our threshold of 40 and as part of our compliance process, these suppliers were notified of the areas in which they must address within 12 months. We have seen that corrective actions have been undertaken by all 9 of these suppliers.</p>	<ol style="list-style-type: none"> <li>1. Continue to drive completion of EcoVadis assessments for critical and strategic suppliers until 100% complete by April 2021. We will use EcoVadis IQ to identify high risk suppliers within our supply chain by risk profiling our suppliers.</li> <li>2. We will also use Dun &amp; Bradstreet to check the financial health of our new suppliers and many existing suppliers, to identify any financial risk within our supply chain.</li> <li>3. High-risk suppliers that have been identified via EcoVadis IQ will be segmented and those that pose the greatest risk will go through the EcoVadis assessments, and suppliers will then follow our normal 'off-boarding' process if they fail our compliance checks.</li> </ol>
<p>Establish an annual analysis of all SEDEX SAQs and SMETA audit reports to identify areas where the Group can improve its business practices in its own operations.</p>	<p>We are rolling out the revised SEDEX self-assessment questionnaire to all sites.</p> <p>In order to drive better performance in ethical business practices, we have also established a new performance measure to track the number of non-conformances in ethical audits and are driving performance improvements through our HR community.</p>	<p>93% sites completed SEDEX Self-Assessment Questionnaire.</p> <p>Whilst the data is available to show a positive trend in non-conformances for SMETA audits on a three-year rolling basis, this performance measure has not yet been formally adopted in procedures.</p>	<p>Embed new performance measures into governance and reporting procedures, to drive accountability for SMETA outcomes into HR and Operations communities.</p>
<p>Improving the completion rate for modern slavery e-learning course.</p>	<p>We continue to require key employees to complete the modern slavery e-training course. We have recently relaunched the training on a new platform.</p>	<p>Our e-learning platform enables real time tracking of training completion.</p>	<p>Achieve an 80% completion rate for the e-learning course on modern slavery.</p>



This statement is made pursuant to section 54(1) of the U.K. Modern Slavery Act 2015 and constitutes our Group's Slavery and Human Trafficking Statement for the year ended 30 April 2020 and has been approved by the Board of Directors of DS Smith Plc.

**Miles Roberts**

Group Chief Executive  
September 2020