

A woman with brown hair, smiling warmly, wearing a red and green high-visibility work jacket. She is in a warehouse or industrial setting with metal shelving and equipment in the background.

Modern Slavery Statement 2024

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Modern Slavery Statement 2024

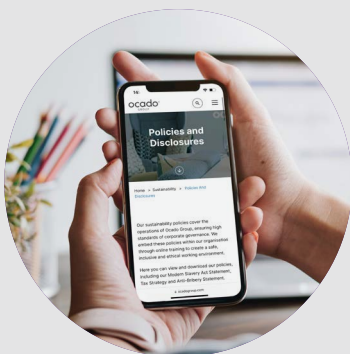
This report by Ocado Group plc and its wholly-owned subsidiaries, Ocado Central Services Limited, Ocado Innovation Limited, Ocado Operating Limited, Ocado Solutions Limited and Ocado Solutions Canada Inc., has been published pursuant to Section 54 of the Modern Slavery Act 2015 (the “UK Act”) and Section 11(1) of the Fighting Against Forced Labour and Child Labour in Supply Chains Act (the “Canadian Act”) for the financial year 4 December 2023 to 1 December 2024. This is a joint report pursuant to 11 (2) (b) of the Canadian Act made on behalf of Ocado Group plc and its subsidiaries mentioned above (collectively, “Ocado Group”, “Group”, “we”, “us” or “our”).



Our commitment

We are committed to respecting the internationally recognised human rights encapsulated in the Universal Declaration of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work. Throughout our operations, we seek to mitigate the infringement of human rights and commit to addressing any adverse impacts we identify as prescribed by the UN Guiding Principles on Business and Human Rights (UNGP). We support the elimination of all forms of forced or compulsory labour and support the protection of labour rights that promote safe and secure working environments for all workers. We take all allegations of human rights abuse seriously and will not knowingly tolerate such practices in our operations or our value chains.

To report incidents of suspected misconduct, such as dangerous, fraudulent, illegal or unethical conduct taking place within Ocado Group's organisation we have a Speak Up service. This confidential service is operated by independent third party specialist, Navex Global. Speak Up allows anyone to report a concern online or by phone, at any time of the day or night throughout the year.



➤ Call the relevant number listed in our publicly available [Whistleblowing Policy](#).



➤ Online at www.ocado.ethicspoint.com

1. Our structure, activities and supply chains

1.1 Structure and activities

We are a global company leveraging cutting-edge technology solutions in automation, robotics, machine learning and Artificial Intelligence for online grocery and non-grocery distribution. Our workforce, including agency and contingent workers, consists of 22,200+ people across our technology and logistics operations. We have a strong retail heritage with Ocado Retail Limited (ORL)*, a joint venture between Ocado Group plc and Marks & Spencer plc.

Our organisation is divided into a number of subsidiaries** that makeup the Ocado Group. We are headquartered in Hatfield, United Kingdom (UK), and have operations in Australia, Bulgaria, Canada, France, Greece, Japan, Poland, Singapore, South Korea, Spain, Sweden and the United States of America.

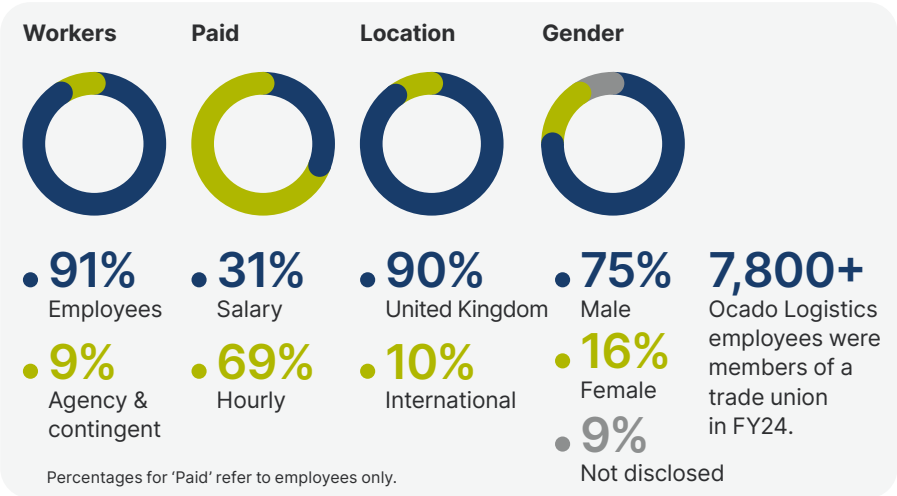
* ORL publishes their own modern slavery act statement which can be found on their website www.ocadoretail.com.
** For the full list of subsidiaries please read our FY24 annual report.

Technology Solutions is our global technology division which innovates and transforms operations across online grocery through the Ocado Smart Platform (OSP), and non-grocery and logistics industries through Ocado Intelligent Automation (OIA). It represents the activities of Ocado Innovation Ltd and Ocado Solutions Ltd and its subsidiaries.

OSP: Our e-commerce, fulfilment, and logistics platform, provided as a managed service designed for the unique demands of online grocery. Where relevant, this includes the construction of automated Customer Fulfilment Centres (CFCs).

OIA: Responsible for selling and importing our automation solutions helping non-grocery businesses transform their operations and supply chains.

Ocado Logistics is our third-party warehousing, logistics and fulfilment division, exclusively operating within the UK for retailers, Wm Morrison Supermarkets Ltd and Ocado Retail Ltd. It represents the activities of Ocado Operating Ltd.



Ocado Group Reporting Entity	Principal Activities
United Kingdom	
Ocado Central Services Limited company number: 9047023	provides central and head office services to the members of the Ocado Group, including finance, legal and HR services.
Ocado Innovation Limited company number: 8813912	responsible for research and developing our software and robotics platform business, offering the Ocado Smart Platform (OSP).
Ocado Operating Limited company number: 9047186	provides third-party logistics and other services to Wm Morrison Supermarkets Ltd and Ocado Retail Ltd (a joint venture between Ocado Group plc and Marks & Spencer plc).
Ocado Solutions Limited company number: 4204963	responsible for offering OSP to retail partners. Local Ocado Solutions entities, such as Ocado Solutions Canada Inc., situated in the respective countries of the solutions partners provide the OSP service locally.
Canada	
Ocado Solutions Canada Inc. company number: 3320697	a wholly-owned subsidiary of Ocado Solutions Limited registered in Canada

1.2 Supply chain

As a global technology and solutions developer we source from a wide and complex supply chain with multiple tiers of suppliers from around the world, in FY24 this included more than 20+ countries. Our supply chain includes contract manufacturers who operate their own facilities that contribute to our products, and suppliers who provide outsourced goods and services that support our operations, including logistics providers.

We segment our supply chain into four key areas; Technology Operations, Logistics, IT, and Indirect. Our Technology Operations supply chain includes our technology product

manufacturing suppliers, who play a vital role in us delivering our patent-protected automated solutions. Our Responsible Sourcing and Sustainability (RSS) team manages the due diligence on suppliers of these goods and services with a spend of over £250k. We are taking a risk based approach, prioritising mapping our critical suppliers and identifying high risk manufacturing facilities which require additional due diligence.

Map of our technology product manufacturing supply chain in 2024

Key

● Tier 1 Suppliers

● High risk supplier manufacturing facilities



2. Our governance, policies and due diligence processes

2.1 Governance

The Board has oversight of the processes, procedures and the governance framework in place for responsible business. It is responsible for reviewing and approving our sustainability disclosures, including our modern slavery statements. In addition, the Board along with its Committees receive regular reports on our wider compliance programme, including on the use of our whistleblowing service, how issues were managed and any mitigating actions.

Our Sustainability Committee defines and oversees the sustainability business strategy and ensures it is successfully implemented. The Committee is chaired by our Group General Counsel with additional sponsorship by our Chief Financial Officer. It comprises leaders from across the business who are key to our operations and meets quarterly in a decision-making capacity. The Committee is supported by cross-functional working groups, collaborating with business area leaders, to drive key priorities forward, including responsible sourcing.



2.2 Policies



Code of Conduct

Outlines the ethical principles guiding our actions. It encapsulates our mission, values and policies for our employees and emphasises the importance of complying with our minimum standards and expectations.



Procurement Policy

Sets out the principles that need to be considered when buying goods or services on behalf of Ocado. This ensures that we have consistency and integrity when carrying out procurement activities and that adequate financial, ethical and regulatory compliance considerations are applied when selecting suppliers we partner with.



Supplier Code of Conduct

Establishes a framework that outlines the standards and principles suppliers are expected to uphold in their business operations and interactions when working on behalf of Ocado.



Anti-bribery Policy

This policy and our public-facing Anti-Bribery Statement reiterate our zero-tolerance approach to bribery and outlines the standards we expect of those associated with us. The policy also details how to report and record gifts and hospitality and is supported with practical guidance.



Human Rights Policy

Sets out our commitment to upholding human rights and the requirements we expect from those working for us or on our behalf. This includes the prohibition of all forced and child labour; the right to freedom of association and collective bargaining; and that working hours, wages and deductions comply with national laws. We updated the policy this year with involvement from key internal stakeholders and a third party, Ardea International.



Whistleblowing Policy

This policy and our whistleblowing programme, known internally as Speak Up, facilitates reporting of suspected wrongdoing without fear of retaliation. The service is operated by independent third-party specialist, Navex Global. It allows employees and third parties to confidentially report concerns by phone or online channels 24/7.

Our policies have been translated into local languages in countries where we operate.

 Our policies can be found at <https://www.ocadogroup.com/sustainability/policies-and-disclosures>.

2. Our governance, policies and due diligence processes continued

2.3 Our due diligence processes

2.3.1 General procurement practices

Our general procurement practices are outlined by our procurement policy. We require all new suppliers to complete a standard pre-qualification questionnaire to ensure that financial, ethical and regulatory compliance considerations are applied when selecting suppliers. This includes signing a Supplier Compliance Statement, designed to verify if the supplier has adequate policies and procedures, including relating to compliance with modern slavery legislation. Our Regulatory and Compliance team conducts regular desktop audits to ensure onboarded suppliers are meeting our minimum qualifying and due diligence requirements.

In addition to this we require our construction suppliers to provide evidence that they manage the right-to-work eligibility of their contractual employees, including subcontractors, in each country as part of our General Instructions for Contractors. Furthermore, that their workers receive health & safety training relevant to their work; and that their workers hold valid construction competency cards, such as the Construction Skills Certification Scheme in the UK. This provides confidence that workers on our sites are safeguarded during their recruitment.

2.3.2 Responsible recruitment

Our in-house recruitment processes have appropriate applicant tracking systems and procedures in place to undertake right-to-work and impostor check due diligence, in line with requirements outlined by the UK Home Office. Every job application, including seasonal work, is directly applied for through the same official process. We directly recruit and employ 91% of our workforce, including the majority of hourly paid workers in our Ocado Logistics warehouse and distribution operations. However, when necessary, we do use agency workers to support our operations; in 2024 this represented approximately 9% of our workforce.



We continue to be members of the **MindForward Alliance's Leadership Pledge**, a public commitment to build mentally healthy workplaces in a measurable and sustainable way. To support our pledge, we have implemented an employee assistance programme, providing both proactive and reactive wellbeing support to our workers, including counselling. Furthermore, we have developed an internal network of mental wellbeing champions to enable peer to peer support across both our Logistics and Technology Solutions divisions.

No. of Employee Assistance Programme Cases in FY24

233

No. of Mental Wellbeing Champions in FY24

143

2.3.3 Responsible Sourcing Programme

In line with the UNGP and Organisation for Economic Co-operation and Development (OECD) guidelines for responsible business conduct, we prioritise our due diligence efforts with suppliers who exhibit high inherent risk factors. Our enhanced due diligence is directed at our technology product manufacturing supply chain and is managed by our RSS team who have implemented standards and procedures for a responsible sourcing screening process. This screening process provides us with an understanding of the human rights risks a new supplier may represent, allowing us to manage mitigation and remediation actions ahead of commencing work with these suppliers.

During the financial year we have taken steps to further embed this process into the technology product manufacturing procurement governance structure, strengthening the controls we have in place to identify modern slavery risks in the supply chain. We have now integrated the screening process into our supplier onboarding system, ensuring that in-scope suppliers are identified and making due diligence a mandatory step. This year, several suppliers onboarded through this process were identified as high risk and three potential suppliers were rejected for being unable to meet our responsible sourcing requirements.

Within the scope of this programme we have categorised 12 existing suppliers as business critical, being both strategically important to our business operations and typically representing the largest expenditure. Each of these suppliers have undergone our responsible sourcing screening process, met our auditing requirements and collaborated with us on our technology product manufacturing supply chain mapping project, which is discussed further in this statement.

3. Our risk assessment and management

We recognise that our operations rely on industry sectors that have an inherent modern slavery risk, these include:

Ocado Logistics

Warehousing & Distribution

Our Logistics operations recruits thousands of workers in the UK to fulfil the personal shopper and delivery fleet driver roles that are vital to delivering our services.

Ocado Technology Solutions

Construction

The bespoke Customer Fulfilment Centres (CFCs) which house our OSP technology offered to international clients requires us to work closely with global partners in the construction industry.

Manufacturing (Electronics)

Our technology product manufacturing supply chain relies on a complex and global network of suppliers to source, manufacture and transport our products to clients around the world.

These industries often rely on temporary, seasonal and migrant workers who may have language barriers or be at risk of exploitation through practices like illegal recruitment fees, underpayments, withheld wages, excessive or forced overtime, substandard accommodation and transport being provided by potential third party exploiters.

3.1 Social assessment of own operations

During the reporting year our Ocado Logistics CFC based at Purfleet in the UK underwent an independent human rights and modern slavery assessment. This process involved worker and management interviews, policy and documentation review and a site tour. Interview candidates were randomly chosen and represented both permanent and agency workers. All of the

workers stated that they had control over their own passports and bank accounts and none of them were found to have paid recruitment fees. The overall assessment was positive, however it did identify several areas for improvement, such as the need for regular checks on worker records to rule out possible duplications.

3.2 Double materiality

During this financial year we conducted a double materiality assessment to identify impact and financial materialities for our business. These issues included Forced Labour, Working Conditions, and Workers in our Value Chain, and cover several related issues directly or indirectly associated with forced

labour and human trafficking, including; fair remuneration, worker representation and supply chain due diligence. For further information about this assessment please see the relevant section of our FY24 annual report.

Material Social Issues

Forced Labour

Our ability to identify and mitigate any links to forced or child labour in our both our own operations and along the value chain.

Working Conditions

Our impact on topics such as fair remuneration, work-life balance, worker representation and right to freedom of association.

Workers in our Value Chain

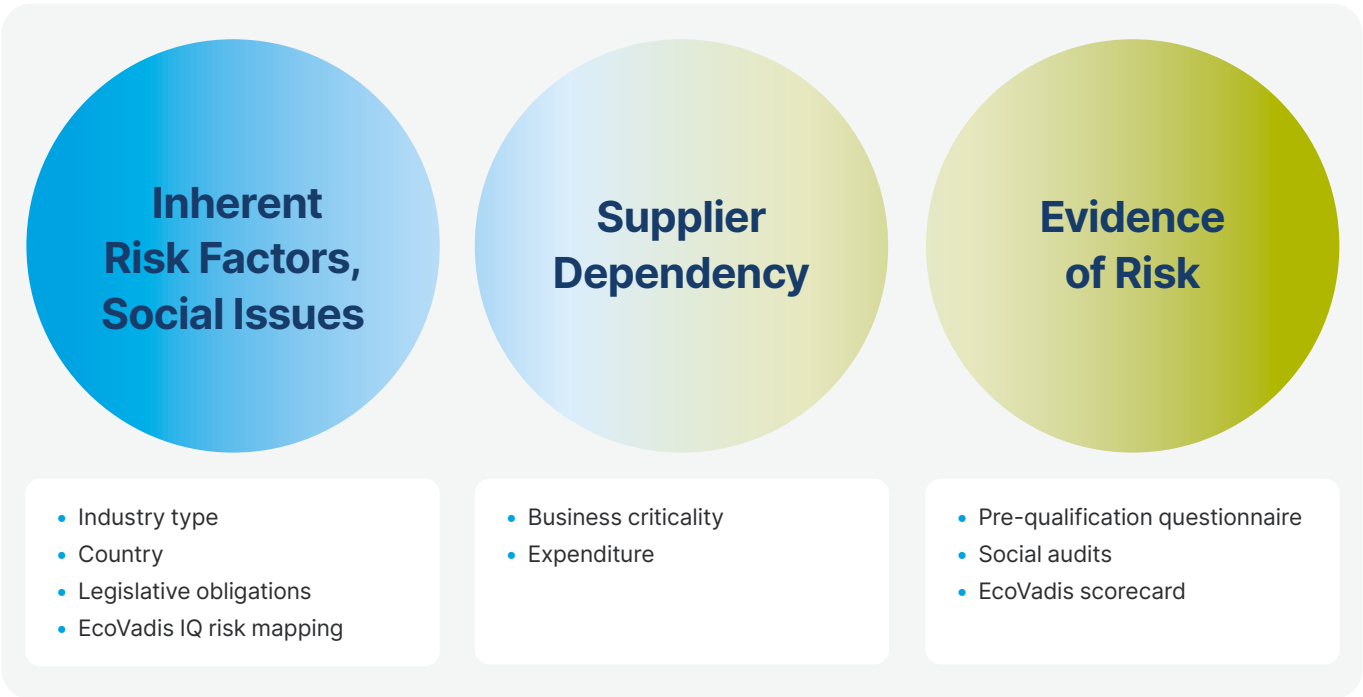
Our ability to evaluate if labour standards and human rights are being upheld by suppliers, through contracting and due diligence.

3. Our risk assessment and management continued

3.3 Risk Profiles

This year, to formalise our assessment and management of risks in our technology product manufacturing supply chain, we have created risk profiles for our business critical suppliers. Any supplier that is identified as high risk is obligated to carry out an annual social audit and commit to regular meetings to ensure

the closure of any critical non-compliances or breaches of zero tolerance issues. For lower risk suppliers who require less monitoring we conduct quarterly meetings to discuss any continuous improvement projects.



3.4 EcoVadis

We are using the widely recognised EcoVadis evaluation tool to assess the sustainability performance of our technology product manufacturing supply chain and monitor the inherent risks of our suppliers. This tool increases our ability to assess a supplier’s internal controls on human rights, ethics and supply chain management and helps us to identify potential risks and areas of improvement across the supply chain. We are using this information to better inform our future due diligence & mitigation actions.

We have continued to actively engage with our strategic suppliers, monitoring their EcoVadis evaluations and conducting regular meetings with them to discuss results and areas of improvement in a collaborative manner. We have taken steps to directly engage those suppliers that receive low scores in the sections of Labour & Human Rights and Sustainable Procurement to encourage future improvements across these two areas.

3.5 Mapping beyond Tier 1

We are using SupplyShift, a Sphera sustainability tool, to engage suppliers in a mapping and transparency project, giving us greater visibility of our technology product manufacturing supply chain beyond direct tier 1 suppliers. Our business critical suppliers have been invited to participate in this project. The process involves each supplier completing an assessment of three questions pertaining to location, facility type, and materials supplied. Our tier 1 suppliers are tasked with cascading the assessment onto their suppliers, and

to continue this process until the material source suppliers are captured.

In 2024 eleven of our business critical suppliers had been added to SupplyShift, giving us access to their inherent risk factors. We have also increased our visibility of tier 2 suppliers, with 194 having been added to SupplyShift by year end. We have identified 26 with high inherent risk factors and have started due diligence actions in collaboration with our tier 1 suppliers. By year end, 46% of identified high risk tier 2 suppliers had begun due diligence actions.

SupplyShift Status	Business Critical tier 1 suppliers	Tier 2 suppliers
Submitted Assessment	11	101

3.6 Social audits

Our Responsible Sourcing Programme's strategy and social auditing protocol requires an annual cycle for supplier facilities identified as high risk. These audits must be carried out by an approved independent third-party organisation and be unannounced or semi-announced with a four-week window. We accept 4-Pillar SMETA, Amfori BSCI, SA8000, and Responsible Business Alliance (RBA) audits. We have continued to strengthen our internal controls and practices in this area and have created materials designed to guide our supplier's internal teams through this process.

During the year 10 supplier manufacturing facilities representing more than 12,000 workers based across China, India, and Mexico were identified as high risk. They have subsequently undergone social audits leading to several critical non-compliances being identified during five of these audits. These issues included extremely high working hours, lack of rest days, absence of worker representation, unpaid overtime premiums and wage deductions, potential indicators of forced labour. We are no longer engaging with three of these suppliers and are working with the remaining suppliers to close out any open critical non-compliances before restarting business with them.



Case study

India

An initial social audit of a new supplier manufacturing site in India revealed some critical breaches of the Ethical Trade Initiative (ETI) base code and local law.

What did we find? Security guards at the supplier site were working 12 hour shifts 6 days a week, significantly exceeding what is allowed by ETI base code and Indian labour law, and were being paid basic hourly wages with no overtime premium.

What happened next? We worked with the supplier to agree on a clear and measurable Corrective Action Plan (CAP) to resolve the issue. Our Responsible Sourcing & Sustainability Team supported them with guidance and documentation review. The supplier was responsive and remediation progressed immediately.

Where are they now? Subject to discussions with site management and a follow up audit, the supplier factory agreed to work collaboratively with us to close out these non-compliances.



Case study

China

A follow-up audit of an existing supplier in China revealed no progress made against potential indicators of forced labour detected during a previous assessment.

What did we find? During FY23, issues including excessive working hours, insufficient rest periods, unlawful days of advanced notice required during the probation period, excessive wage deductions for late arrival, early departure or absenteeism, and withheld entitlements to statutory holidays or paid leave were detected during an initial on-site social audit performed by the factory.

What happened next? We engaged with the supplier, aiming to support them in remediating these issues. However, the follow-up audit completed of the supplier factory during FY24 revealed no progress had been made against the previously detected issues.

Where are they now? Unfortunately, the supplier factory refused to work with us to review and develop a new CAP. We decided to terminate the trading relationship due to our commercial inability to influence their actions and willingness to improve working conditions at their site.

4. Measures we have taken to remediate any forced labour or child labour

4.1 Remediation

During this financial year we had no confirmed reports of forced labour and human trafficking within our operations, we did however investigate one potential incident involving an employee, who resigned before we could conclude our initial investigation; we subsequently reported our concerns to the relevant UK helpline. When indicators of forced labour were identified in our supply chain we engaged with our suppliers to ensure that these were mitigated in a responsible manner.

4.2 Remediation of loss of income to the most vulnerable families that results from any measure taken to eliminate the use of forced labour or child labour in its activities and supply chains

During the reporting year we have not identified, nor reported, instances of loss of income to vulnerable families that resulted from measures taken to eliminate the use of forced labour or child labour in our operations and supply chains.

5. Employee training

5.1 Onboarding

As new people join our business we introduce the values, culture and principles that we live by, and help establish our standards of conduct, as outlined by our Code of Conduct. We monitor our progress in this area on a continuous basis and to assess our people's wellbeing use an array of feedback mechanisms.

5.2 Awareness campaigns

Modern slavery awareness and whistleblowing materials are communicated to our workforce throughout the year through the use of posters, newsletters, slack announcements, and on-site digital displays located in communal areas. Speak Up posters, detailing how to make a report, are permanently displayed at all of our locations.

5.3 Modern slavery training

In FY24, we launched a refreshed Ocado Code training which is mandatory for all salaried employees to complete. It includes modules on modern slavery, bribery, fraud and data protection. This training is designed to explain modern slavery terminology, provide case studies, what signs to look out for and how to report any concerns. A final assessment and minimum score of 70% is required to pass the training. In 2024, 70% of salaried employees had successfully completed the course.

This year, we have also provided specialist in-person training sessions on the topics of forced labour indicators and our responsible sourcing strategy to our technology product manufacturing procurement colleagues.



6. How we assess our effectiveness

6.1 Monitoring our progress

We regularly review the performance and effective implementation of our governance, policies, and responsible sourcing programme. Our governance committees and operational working forums provide our Audit Committee with periodic updates on risk areas such as sustainability, health and safety, fraud, and whistleblowing. The Board reviews biannual compliance reports, including statistics on compliance

and Ocado Code training completion, use of compliance tools, and whistleblowing reports received through the Speak Up hotline or management channels.

We continue to work towards greater monitoring and reporting on key metrics, including the number of suppliers in scope of our Responsible Sourcing Programme, their inherent risks and social audit findings.

Ocado Technology Product Manufacturing Supply-Chain KPIs

Based on suppliers in scope of our responsible sourcing programme

Programme Category	KPI	FY24 Results		2030 Target
Screening process	Signed Supplier Code of Conduct	No of suppliers 41	Percentage of spend 55%	Percentage of spend 100%
	Suppliers fully screened	38	48%	–
	Direct suppliers identified as 'high risk'	14	22%	–
EcoVadis	Suppliers sharing a valid EcoVadis scorecard	34	49%	–
	Suppliers with a Bronze Medal or higher	17	31%	80%
Social audits	High risk suppliers completed social audit	7	6%*	–
	High risk suppliers completed social audit with no open critical non conformances	3	5%*	–
SupplyShift	Direct business critical suppliers mapped	11	–	–
	Tier 2 suppliers mapped	101	–	–
	Tier 2 suppliers identified as 'high risk'	26	–	–

* of high risk spend.

6.2 Supplier Sustainability Scorecards

This year we have implemented Sustainability Scorecards for our suppliers in our technology product manufacturing supply chain, with scores ranging from Exceeding Expectation (A) to Unresponsive (F). The aim of these scorecards are to track and acknowledge the supplier's progress against our responsible sourcing requirements and to inform quarterly business review meetings about key actions by identifying issues and areas of improvement.

The scorecard is divided into three main sections with suppliers being assigned a grade according to their performance. These grades are refreshed quarterly and tracked for outstanding actions and any progress made, and has proven effective in cases where lack of progress has required internal escalation.

Since implementation, 42% of business critical suppliers have made improvements against their baseline scores, improving their scorecard by a grade or more. In 2025 we plan to further embed scorecard metrics and discussion of human rights due diligence issues into executive levels meetings; to give the business visibility of the risk that low performing suppliers present and to reinforce our efforts in managing the risk.

6.3 External collaboration and engagement

We are active members of Business for Social Responsibility (BSR). In 2024, they continued to be a partner for industry collaboration and learning and have continued to provide tailored support on our Responsible Sourcing Programme's strategy. Our membership gives us the ability to collaborate with industry peers on shared challenges through working group forums. This year we have engaged in meaningful collaboration, leveraging their expertise on business and human rights and on topics such as double materiality, the living wage and risk matrices, which continue to drive progress in our responsible sourcing programme. We recognise that we cannot tackle these issues alone, and have used our joint quarterly meetings to actively horizon scan for upcoming human rights due diligence and supply chain regulatory requirements to ensure that our processes remain compliant and forward-thinking.

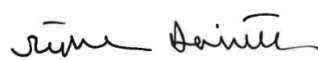
Furthermore, we monitor and engage with third party benchmarks to continually assess our ability to meet the expectations of our external stakeholders when reporting on the issues of modern slavery, labour and human rights, and sustainability. This year we have made an improvement against our 2023 CCLA Modern Slavery UK Benchmark score, which assesses the largest UK-listed companies on the degree to which they: (1) conform with the requirements of Section 54 of the Modern Slavery Act 2015, (2) disclose information outlined in the Home Office Guidance on modern slavery, and (3) report on finding, fixing and preventing modern slavery. In their 2024 report we moved from Tier 3: Meeting Basic Expectations to Tier 2: Evolving Good Practice. Going forward, we are committed to greater transparency when reporting on these issues and to improving our benchmarking scores in each future year.

Approval

This Report has been approved according to section 11(4)(b) of the Canadian Act by the Board of directors of Ocado Group plc, Ocado Solutions Limited and Ocado Solutions Canada Inc.

Attestation

In accordance with the requirements of the Canadian Act, and in particular section 11 thereof, I attest that I have reviewed the information contained in the report for the entity or entities listed above. Based on my knowledge, and having exercised reasonable diligence, I attest that the information in the report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.



Stephen Daintith
Chief Financial Officer
Ocado Group plc
26 February 2025

I have authority to bind Ocado Group plc, Ocado Central Services Limited, Ocado Innovation Limited, Ocado Operating Limited, Ocado Solutions Limited and Ocado Solutions Canada Inc.





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