

# Supplier Code of Conduct

This Supplier Code of Conduct (“Code”) articulates Banneker Supply Chain Solutions’ (“Banneker”) expectations of the conduct of suppliers and business partners doing business with Banneker (“suppliers”). This Code is based on our corporate values for responsible and sustainable products and service operations and aligns with the ten principles of the United Nations Global Compact. Suppliers shall understand and act consistent with Banneker’s approach to integrity, responsible sourcing, and supply chain management. Banneker expects suppliers will cascade similar expectations through their own supply chains.

Banneker endeavors to do business with suppliers that meet our standards and behave consistently with, and positively reflect, Banneker’s values throughout the supply chain. Banneker expects that suppliers will satisfy contractual requirements, comply with laws, regulations, Banneker policies and this Code.

## HUMAN RIGHTS

Banneker expects all suppliers to have processes in place to prevent, mitigate, and take effective measures to remediate adverse human rights impacts.

### Freely Chosen Employment

Suppliers and their employment agencies will not use slave, forced prisoner, bonded, indentured, or any other form of forced or involuntary labor. Suppliers will also not engage, directly or indirectly, in human trafficking. Suppliers will provide all workers with a written employment agreement or notification that contains a description of terms and conditions of employment as part of the hiring process, and foreign migrant workers will receive the employment agreement prior to the worker departing from their country of origin with no substitution or change(s) upon arrival in the receiving country except as required to meet local law. Employees must be free to terminate their employment without penalty.

### Freedom of Movement

Suppliers and their employment agencies will not impose restrictions on entering or exiting company-provided facilities including, if applicable, workers’ dormitories or living quarters, except when lawful and necessary for safety or security purposes. Suppliers will refrain from restricting workers’ movement through the retention of bank payment cards or similar arrangements for accessing wages. Suppliers will also refrain from requiring workers to use company-provided accommodation. Suppliers and their employment agencies will not destroy, withhold, or conceal identity or immigration documents, such as government-issued identification, passports, or work permits.

### Child Labor

Suppliers and their employment agencies will not use child labor. Banneker has a zero-tolerance policy regarding the use of child labor. Suppliers will implement an appropriate mechanism to verify that the age of workers and workers recruited comply local, national, and international laws and will provide substantiation of this verification upon request. If a supplier discovers child labor in the supply chain, they will cease employment of the child/children and take reasonable measures to enroll the child/children in a remediation/education program. Suppliers will not use workers under the age of 18 (“young workers”) to perform work that is likely to jeopardize their health or safety. If suppliers find young workers involved in work that is likely to jeopardize their health or safety, will take reasonable measures to immediately remove the young workers from the situation and provide alternative work that is age appropriate.

### Working Hours

Suppliers will comply with local laws and collective bargaining agreements (where applicable) regarding working hours. Working hours must not exceed the maximum set by local law.

## **Wages and Benefits**

Suppliers and their employment agencies will pay wages and provide benefits and compensation to workers that comply with all applicable wage laws and regulations, including those relating to minimum wages, overtime hours, medical leave, and legally mandated benefits. Suppliers will refrain from making any deductions from wages as a disciplinary measure or imposing any financial burdens on workers related to recruitment costs. For each pay period, suppliers will provide workers with a timely and understandable written wage statement that includes sufficient information to verify accurate compensation for work performed. Workers shall receive equal pay for equal work, including paying a fair wage that meets or exceeds legal minimum standards. All use of temporary, dispatch and outsourced labor shall be within the limits of the local law. In the absence of local law, the wage rate for student workers, interns, and apprentices should be at least a similar wage rate as other entry-level workers performing equal or similar tasks. Workers must be paid directly, in a timely fashion, and in recognized currency. Suppliers will keep records of worker hours and wage documentation in accordance with local law.

## **Humane Treatment**

Suppliers will not engage in harsh or inhumane treatment including violence, gender-based violence, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying, public shaming, or verbal abuse of workers; nor is there to be the threat of any such treatment. Suppliers will clearly define and communicate to workers the disciplinary policies and procedures in place for any violations of these requirements.

## **Recruitment Practices**

Suppliers will not require workers to pay suppliers' agents' or sub-agents' recruitment fees or other related fees for their employment. Suppliers will provide full reimbursement to any job seeker and worker required to pay any such fees or related costs. If necessary for a supplier to use a labor broker, the supplier will only use brokers that employ ethical recruitment practices, comply with applicable laws, and do not withhold identity documents.

## **Non-Discrimination/Non-Harassment**

Suppliers will be committed to a workplace free of harassment and unlawful discrimination. Suppliers will not engage in discrimination, harassment, intimidation, violence, or other adverse actions to employees based on race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information, marital status or any other basis prohibited by law including in hiring and employment practices such as wages, promotions, rewards, and access to training.

## **Freedom of Association**

Suppliers will comply with and respect all applicable laws and [ILO core conventions](#) related to the rights of workers to form and join trade unions of their own choosing, to bargain collectively, to engage in peaceful assembly, as well as respect the right of workers to refrain from such activities. Suppliers will avoid any form of threats, intimidation, physical or legal attacks against stakeholders, including union members and union representatives, exercising their legal rights to freedom of expression, association, and peaceful assembly.

## **Vulnerable Groups**

Suppliers will commit to protect the rights of vulnerable groups within their businesses and supply chains, particularly the rights of women, Indigenous peoples, children, and migrant workers. Suppliers will develop and implement internal measures to provide equal pay and opportunities throughout all levels of employment. Suppliers will also implement measures to address health and safety concerns that are particularly prevalent among women workers, including, but not limited to, preventing sexual harassment, offering physical security, and providing reasonable accommodation for nursing mothers.

## **Human Rights Defenders**

Human rights defenders are individuals or groups who act to promote and protect human rights and fundamental freedoms through peaceful means. Suppliers will commit to neither tolerate nor contribute to threats, intimidation, or

attacks against human rights defenders in relation to their operations to create safe and enabling environments for civic engagement and human rights at local, national, or international levels.

### **Diversity, Equity, and Inclusion**

Banneker encourages suppliers to develop and promote inclusive cultures where they value and celebrate diversity, and everyone can contribute fully and reach their full potential. Suppliers should encourage diversity in all levels of their workforce and leadership, including boards of directors.

## **HEALTH & SAFETY**

Suppliers will provide clean, healthy, and safe working environments for their personnel that meet or exceed legal standards. Suppliers will have safety procedures for their employees and tracking tools that drive to a goal of zero workplace safety incidents. Supplier employees will have the right to refuse work and report any conditions that do not meet these criteria. Suppliers will also effectively manage the health and safety of contractors performing work on supplier's premises.

### **Occupational Safety**

Suppliers will identify, assess, and mitigate worker potential for exposure to all health and safety hazards including eliminating the hazard, substituting processes or materials, controlling through proper design, implementing engineering and administrative controls, preventative maintenance, and safe work procedures (including lockout/tagout). Suppliers will provide ongoing occupational health and safety training, including prior to the beginning of work. Suppliers shall clearly post health and safety related information in the facility or in a location identifiable and accessible by workers. Suppliers will provide workers with appropriate, well-maintained, personal protective equipment (PPE) and associated training. Suppliers will also provide communication and training to their workforce regarding the risks to them associated with these hazards.

### **Emergency Preparedness**

Suppliers will work to actively identify and assess potential emergency situations and events and minimize their impact by implementing emergency plans and response procedures including emergency reporting, employee notification and evacuation procedures, worker training, and drills. Suppliers will execute emergency drills at least annually or as required by local law. Emergency plans should include appropriate fire detection and suppression equipment, clear and unobstructed egress, adequate exit facilities, contact information for emergency responders, and recovery plans.

### **Physically Demanding Work**

Suppliers will identify, evaluate, and control worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing, and highly repetitive or forceful assembly tasks.

### **Machine Safeguarding**

Suppliers will evaluate production and other machinery for safety hazards and provide (and properly maintain) physical guards, safeguarding devices, and barriers where machinery presents an injury hazard to workers.

### **Sanitation, Food, and Housing**

Suppliers will take reasonable measures to provide workers with ready access to clean toilet facilities, potable water, and sanitary eating facilities. Suppliers should ensure any provided worker dormitories or living quarters are clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, adequate lighting and heat and ventilation, and individually secured accommodations for storing personal and valuable items.

### **Occupational Injury and Illness**

Suppliers will have procedures and systems to prevent, investigate, root cause, manage, track, and report occupational injury and illness, including provisions to encourage worker reporting, classify and record injury and illness cases,

provide necessary medical treatment, investigate cases, and implement corrective actions to eliminate their causes, and facilitate the return of workers to work.

### **Product/Service Safety**

Suppliers and contractors will promptly communicate any safety concerns related to Banneker vehicles. Suppliers and contractors working on behalf of Banneker can submit safety concerns or suggestions at any time through the [finance@banneker.com](mailto:finance@banneker.com) email address.

## **ENVIRONMENT**

### **Responsible Stewardship**

Suppliers will continually strive to protect the communities and environment that surrounds them. Suppliers will also continually strive to conserve natural resources including water, fossil fuels, minerals, and virgin forest products by practices such as modifying production, maintenance and facility processes, materials substitution, re-use, conservation, recycling, or other means. Suppliers should promote circularity and closed loop systems by supporting the use of sustainable, renewable natural resources while reducing emissions, pollution, and waste.

### **Environmental Permits and Reporting**

Suppliers will follow applicable local, national, and international environmental laws. Suppliers will obtain and keep current all required environmental permits, approvals, and registrations, follow their operational and reporting requirements, and will provide said documentation to Banneker upon request. Banneker encourages all suppliers to be bold and go beyond compliance obligations to integrate additional environmentally sustainable practices throughout the company.

### **Pollution Prevention**

Suppliers will minimize or eliminate emissions and discharges of pollutants and generation of waste at the source or by practices such as adding pollution control equipment, modifying production, maintenance, and facility processes, or by other means. Suppliers will routinely monitor and disclose, appropriately control, minimize, and strive to eliminate contributing to pollution, as required by and in accordance with applicable law. Suppliers should assess cumulative impacts of pollution sources at their facilities.

### **Greenhouse Gas & Other Air Emissions**

Suppliers will continually strive to reduce greenhouse gas emissions. Suppliers will follow applicable local, national, and international air pollution control laws. Suppliers will characterize, routinely monitor, control, and treat emissions of air pollutants as required by law. As required, suppliers will monitor the performance of air emission control systems for effectiveness.

### **Hazardous Substances**

Suppliers will identify, label, store, and manage chemicals, waste, and other materials posing a hazard to human health or the environment and will use safe handling, movement, storage, use, recycling or reuse, and disposal in compliance with Banneker requirements and international, national, and local laws. Suppliers will look for ways to reduce the use of hazardous materials and substances of concern within products and their manufacturing processes.

### **Materials Restrictions**

Suppliers will adhere to all applicable laws, regulations and Banneker requirements regarding restrictions and prohibitions of specific substances in products and manufacturing including labeling and disposal. If requested, suppliers will provide information or reports of the composition of all substances or materials supplied to Banneker.

### **Solid Waste**

Suppliers will implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle solid waste (non-hazardous).

## Water Management

As applicable, suppliers will implement a water management program that documents, characterizes, and monitors water sources, use, and discharge; seeks opportunities to conserve water; and controls channels of contamination. Suppliers must characterize, monitor, control, and treat wastewater as required prior to discharge or disposal. Suppliers will conduct routine monitoring of their wastewater treatment and containment systems for optimal performance and to meet regulatory compliance. Suppliers should effectively reuse and recycle water. Suppliers should prevent unpermitted discharges and mitigate the potential impacts of such discharges and from flooding caused by rainwater run-off.

## Animal Welfare

Suppliers will respect the welfare of animals and provide humane treatment in line with the five animal freedoms formalized by the [World Organization for Animal Health \(OIE\)](#) concerning animal welfare which include: freedom from hunger, thirst and malnutrition; freedom from fear and distress; freedom from physical and thermal discomfort; freedom from pain, injury and disease; and freedom to express normal patterns of behavior. Banneker does not conduct or commission the use of animals in tests for research purposes or in the development of any goods or services purchased, either directly or indirectly. Suppliers will not supply any raw materials, components, parts, or assemblies to Banneker that involve testing on animals in its research or development.

## Continuous Improvement

Suppliers will take measures to increase innovation and efficiency throughout their companies and reduce their costs, carbon footprint, energy use, water use, material use, wastes, and other emissions. Suppliers should have a sustainable procurement policy in place to communicate sustainability expectations through the supply chain. Suppliers will set sustainability goals, accurately track results, and report on progress.

## RESPONSIBLE SOURCING

### Due Diligence

Suppliers will implement a policy committing to the responsible sourcing of all minerals and materials in accordance with the [OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas](#), including its current supplements on tin, tantalum, tungsten and gold (3TG). Suppliers will also engage with sub-tier suppliers to conduct due diligence by providing reporting templates or other information upon request.

### Land Rights

Suppliers will respect the communities in which they are based and serve. Suppliers will respect the land rights of individuals, Indigenous people, and local communities in accordance with local laws, the ILO Indigenous and Tribal Peoples Convention (No. 169), and the United Nations Declaration on the Rights of Indigenous People. Suppliers will respect the rights of local communities to decent living conditions, education, employment, social activities, and the right to Free, Prior, and Informed Consent (FPIC) to developments that affect them and the lands on which they live, with consideration for the presence of vulnerable groups. Suppliers should also protect ecosystems, especially key biodiversity areas, impacted by their operations, and avoid illegal deforestation in accordance with international biodiversity regulations, including the IUCN Resolutions and Recommendations on biodiversity. Suppliers should routinely monitor and control their impact on soil quality to prevent soil erosion, nutrient degradation, subsidence, and contamination. Suppliers should routinely monitor and control the levels of industrial noise to avoid noise pollution.

## BUSINESS INTEGRITY

### Anti-Corruption/Anti-Bribery

Suppliers will not tolerate corruption, bribery, money laundering, embezzlement, extortion, or fraud in any form. This includes giving or receiving anything of value, including money, gifts, or unlawful incentives to improperly influence negotiations or any other dealings with governments and government officials, customers, or any other third parties. Suppliers will implement monitoring, record keeping, and enforcement procedures to comply with anti-corruption laws.

## **Disclosure of Information**

Suppliers will accurately disclose information regarding their labor, health and safety, environmental practices, business activities, structure, financial situation, and performance in accordance with applicable regulations. Suppliers will perform all business dealings transparently and accurately as reflected in the supplier's business books and records. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

## **Intellectual Property**

Suppliers will respect intellectual property rights and must transfer technology and knowledge in a manner that protects intellectual property rights and safeguards customer and supplier information.

## **Counterfeit Parts**

Suppliers will never utilize counterfeit components in any product supplied to Banneker. Suppliers will also minimize the risk of introducing diverted parts and materials into deliverable products and adhere to relevant technical regulations in the product design process.

## **Privacy**

Suppliers will protect the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers, and employees. Suppliers will comply with privacy and information security laws and regulatory requirements when collecting, storing, processing, transmitting, and sharing personal information.

## **Export Controls and Economic Sanctions**

Suppliers will comply with all applicable restrictions on the export, re-export, release or other transfer of goods, software, services, and technology; all applicable economic sanctions restrictions involving certain territories, entities, and individuals (to include conducting appropriate 3<sup>rd</sup> party due diligence); and other trade-related laws and regulations.

## **Ethical Behavior**

Suppliers will uphold the highest standards of integrity in all business interactions, including standards of fair business, advertising, and competition. Suppliers will avoid conflicts of interest and operate honestly and ethically throughout the supply chain and in accordance with applicable law, including those laws pertaining to anti-competitive business practices, respect for and protection of intellectual property, company and personal data, and export controls and economic sanctions. Suppliers will require that their employees avoid and disclose situations where their financial or other interests' conflict with job responsibilities, or situations giving any appearance of impropriety.

## **Grievance Mechanisms and Non-Retaliation**

Suppliers will provide a clearly communicated grievance mechanism, in local languages, for workers to utilize to report integrity concerns, human rights concerns, safety issues, and misconduct without fear of reprisal. Subject to any restrictions imposed by law, suppliers will provide workers with a safe, confidential, and anonymous environment to provide grievance and feedback and will protect whistleblower confidentiality. Suppliers will also have a process in place for subcontractors and the community associated with the supplier's operations to raise concerns. Suppliers will prohibit all forms of retaliation against those who raise concerns in good faith. Suppliers will also appropriately investigate reports and take corrective action, if needed. Suppliers will cascade these expectations through their own supply chain.

## **Reporting Concerns to Banneker**

Subject to any restriction posed by law, suppliers will promptly inform Banneker of any concern related to issues governed by this Code and collaborate with Banneker in subsequent investigations. Banneker policy prohibits retaliation against any person reporting such a concern. To report a concern or misconduct affecting Banneker, suppliers, their employees, and their contractors, can send an email to [finance@banneker.com](mailto:finance@banneker.com). Individuals can remain anonymous, as permitted by law, and may submit a report 24 hours a day, 7 days a week by email.

## **Addressing Impacts**

When discovering potential adverse impacts, suppliers will investigate, and where appropriate, will engage with potentially affected stakeholders and/or their representatives with the aim of identifying mutually agreeable solutions or remedies and providing for or cooperating in their remediation through legitimate processes. Suppliers will cascade this expectation through their own supply chains.

## MANAGEMENT SYSTEMS

Suppliers will develop and implement an appropriate internal management system to comply with applicable law and the content of this Code. Suppliers will be able to demonstrate compliance with this Code upon Banneker's request and will take any action to correct any noncompliance. If requested, suppliers will complete questionnaires or participate in on-site assessments or audits. The management system should contain the following elements:

### Leadership Commitment

Suppliers will clearly identify senior executives and company representatives responsible for ensuring implementation of the management system and associated programs. Senior management should review the status of the management systems on a regular basis.

### Stakeholder Engagement

Suppliers will continuously improve their sustainability and stakeholder engagement progress. Banneker also encourages suppliers to collaborate closely with local communities to implement projects and strategies that improve the community and those who live there.

### Risk Assessment and Management

Suppliers will have processes and strategies in place to identify and control business risk, legal compliance, environmental, health and safety, and labor practices and ethics risks associated with the supplier's operations. Suppliers should determine the relative significance for each risk and implement appropriate procedural and physical controls to control the identified risks and meet regulatory compliance. Suppliers will continually monitor and enforce these standards in their operations and supply chain including subcontractors.

### Improvement Objectives

Suppliers should conduct a periodic self-assessment, preferably administered through a third party, regarding conformity to legal and regulatory requirements, the content of this Code, and customer contractual requirements related to social and environmental responsibility. Suppliers will also have a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations, and reviews.

### Training

Suppliers will have programs for new and ongoing training of managers and workers to implement their policies, procedures, and improvement objectives and to meet applicable legal and regulatory requirements and comply with this Code and Banneker's policies.

### Communication and Documentation

Suppliers will have a process for communicating clear and accurate information about their policies, practices, expectations, and performance to workers, suppliers, and customers. Suppliers will also create and maintain documents and records to meet regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

### Supplier Responsibility

Suppliers will have a process to communicate these Code requirements through their supply chain and to require suppliers to adopt management systems and practices for compliance with this Code or requirements materially consistent with this Code. Upon request, suppliers will provide evidence of efforts to cascade this Code or requirements materially consistent with this Code through their supply chains.