

# Supplier Code of Conduct

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# 1 Introduction

## 1.1. Purpose and Objective

Regnology Group is dedicated to conducting business responsibly by integrating fair and ethical practices that respect people and the environment. We believe this approach best serves both society and our company. Our business is built on the trust of customers, shareholders, Employees, and other stakeholders in our performance and integrity.

To protect this trust, Regnology aims to contract with business partners who share our corporate values and conduct business ethically and sustainably. Regnology integrates eco-friendly and socially responsible criteria into the purchasing and supplier selection process. Sustainability is a core value, and we expect our Suppliers to adhere to the same standards and extend these expectations throughout their own supply chains.

The Supplier Code of Conduct was approved by Regnology's management team and came into effect in December 2020.

## 1.2. Definitions

**Employees** refers to all individuals, including selected consultants and contractors, as applicable, who are under terms of employment, work contracts, or apprenticeships with Regnology.

**Regnology** refers to Regnology Group GmbH and its subsidiaries, as well as any entity that Regnology Group GmbH owns, directly or indirectly, or has the power to direct or cause the direction of the management and policies of the other entity, whether through the ownership of voting shares, by contract or otherwise.

**Supplier** refers to any third party, firm or individual that provides a product or service to Regnology or assists us otherwise, including its owners or individuals representing them.

## 1.3. Scope

The Supplier Code of Conduct is applicable to all our Suppliers. Identified Suppliers may be asked to complete assigned trainings, including, but not limited to this Supplier Code of Conduct and compliance trainings, within a specified timeframe.

## 1.4. Principle

We are fully aware of our responsibilities as good corporate citizens and have summarized our business principles in our internal Code of Conduct available on our website. This Supplier Code of Conduct reflects these principles and establishes the minimum standards that Regnology expects its Suppliers to meet.

In addition to specific procurement guidelines and general or contractual terms, we require our Suppliers to adhere to this Supplier Code of Conduct, even if it sets higher standards than required by applicable local laws.

If compliance with any provision of the Supplier Code of Conduct would result in a legal or regulatory violation, Suppliers must follow the law. Otherwise, failure to comply with our expectations will prompt a reassessment of the business relationship and may result in its termination.

## 1.5. Subordination

This Supplier Code of Conduct is subordinated to all applicable laws and regulations.

# 2 Requirements and Key Principles

Suppliers shall conduct their business in an ethical manner and act with integrity. The following principles and requirements are in place to manage our relationships with our Suppliers and our understanding of serving our customers.

## 2.1. Legal and Ethical Standards

As a minimum, the Supplier shall comply with all applicable laws and regulations, specifically those relevant to their activities with Regnology. In addition, Regnology expects Suppliers to use their best efforts to adhere to certain international standards, including the Ten Principles of the United Nations Global Compact, the United Nations Universal Declaration of Human Rights and the standards of the International Labor Organization as well as all international standards on the combatting of corruption and bribery, money laundering and other financial improprieties.

Suppliers must hold and maintain any required registrations and licenses relevant to the service or product provided to Regnology prior to initiating any business activities. They must also ensure these are renewed and kept current as required.

### 2.1.1. Respect for People, Human Rights and Working Conditions

Regnology believes that Employees are the most valuable asset a company can have. We expect our Suppliers to ensure a safe and healthy workplace environment, which fosters respect and inclusiveness for their employees' well-being.

### 2.1.2. Human Rights Obligations

The Supplier shall conduct business by applying the principles regarding human rights as listed in the UN Guiding Principles on Business and Human Rights and the UN Global Compact.

### 2.1.3. Safe and Healthy Work Environment

Regnology expects Suppliers to provide their employees with a safe and healthy workplace that complies with international standards and national laws. From Suppliers from whom we procure products, we also expect reasonable efforts to enforce international standards throughout their own supply chains, in particular in countries with inadequate or absent national laws. In these cases, Suppliers should regularly assess the working environment and provide Regnology with relevant documentation and information upon request. Workers should be adequately trained on health and safety issues.

### 2.1.4. Non-Discrimination

Regnology encourages an inclusive and supportive working environment free from harassment and intimidation, where all employees are valued and empowered to succeed, and be supported with their career development throughout their working lives and enhancing their skills and development. The Supplier is required to ensure that the personal dignity, privacy, and personal rights of every individual are respected.

All Regnology's Suppliers must commit to creating and promoting a fair work environment throughout their supply chains. They must abide by all applicable local laws and respect international human right standards.

The Supplier shall not discriminate or tolerate discrimination, including without limitation based on characteristics such as race, colour, gender identity, age, family status and marital status, religion, disability, national origin, sexual orientation, trade union affiliation or other legally protected status. This shall be ensured across all employment practices, including those relating to recruitment, promotion, training, remuneration and benefits.

#### 2.1.5. Child and Forced Labor

Regnology prohibits the use of involuntary, bonded, forced or child labour, as well as any form of modern slavery. Suppliers must comply with internationally recognized standards such as the guidelines of UNICEF, and of the International Labor Organization, as well as local legislation. Supplier must offer appropriate remuneration and comply with relevant national minimum wage legislation or standards. The employment of workers below the age of 18 years shall only occur in non-hazardous work and when young workers are above a country's legal age for employment, or the age established for completing compulsory education.

We absolutely condemn any inhuman or discriminatory treatment or threat thereof, including physical harm, sexual harassment, abuse, or any physical disciplinary measures.

#### 2.1.6. Freedom of Association

Regnology expects its Suppliers to respect and uphold their employees' freedom of association involving trade unions or similar external representative organizations, the right to collective bargaining in accordance with applicable laws and regulations, as well as the right for employees to elect to join or not join a trade union or other representative body.

## 2.2. Ethics and Business Integrity

#### 2.2.1. Bribery and Corruption

Regnology does not tolerate bribery or corruption in any form and expects its Suppliers to uphold the highest standards of business ethics, to respect local laws and regulations and not to engage in any form of corruption, bribery, fraud, facilitation payments, or extortion. Suppliers are required to comply at any time with the principles of all applicable international and national anti-bribery and anti-corruption laws and in particular with all EU laws and regulation in that field as well as the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.

#### 2.2.2. Business Gifts and Entertainment

The provision of business courtesies can be misinterpreted or suggest the appearance of an improper exchange. Suppliers should use discretion and care to ensure that any business courtesy (i.e., gifts, meals, or entertainment) offered to or received by any Regnology Employee is in the ordinary and proper course of business and could not reasonably be construed as a bribe or improper inducement.

### 2.2.3. Prevention of Money Laundering, Terrorist Financing, Sanctions breaches or Illegal Activities

Regnology will not tolerate its Suppliers engaging in, supporting, or condoning any activity which infringes or circumvents applicable laws against money laundering or terror financing, applicable sanctions, applicable export controls or which otherwise could be interpreted as illegal activity in any location. Regnology prohibits the trade with any Supplier of services or products which (a) is located in any territory subject to comprehensive economic sanctions (or acting on behalf of persons or entities located in such territories), or (b) appears on the lists of restricted or prohibited persons maintained by the United Nations, the United States, the United Kingdom and the European Union (collectively, rather than through individual member states) or any other country involved in the business relationship between us and the Supplier. The Supplier will keep - and provide to Regnology upon request – accurate records of all matters related to the Supplier's business with Regnology and shall not engage in any form of money laundering and shall never knowingly accept funds acquired through illicit means.

### 2.2.4. Fair Competition

Regnology strictly prohibits anti-competitive agreements or conduct, including, amongst others, fixing prices, restricting the supply of goods or services, bid rigging and market sharing. We require our Suppliers to be committed to free and fair competition and to abide by relevant competition laws and regulations. Antitrust or competition laws vary from country to country, but generally, such laws prohibit agreements or actions that unreasonably restrain trade, are deceptive or misleading, or unreasonably reduce competition.

### 2.2.5. Conflict of Interest

The Supplier will avoid any interaction with a Regnology Employee or representative that may conflict, or appear to conflict (e.g., personal relationships or financial interests), with that Employee's duty to act in Regnology's best interests. Any actual or perceived conflict of interest between the Supplier and Regnology or for a specific Regnology customer project (such as family relationships) must be disclosed to [compliance@regnology.net](mailto:compliance@regnology.net).

## 2.3. Environment, Social and Governance (ESG)

Regnology's Supplier selection and referencing of its Suppliers considers ESG-related criteria to ensure sustainable practices and support of Suppliers who share these values.

Suppliers are expected to operate in compliance with all applicable environmental protection laws and regulations. They should conduct their operations throughout their supply chain in a manner that protects the environment by making reasonable efforts to meet industry best practices and standards with respect to the reduction of energy use, greenhouse gas emissions, waste, and water consumption. Suppliers must also mitigate and manage potential impacts to community health, safety, and security, such as accidents, impacts on natural resources or wildlife, and exposure to pollution.

We do not tolerate any behaviour that negatively impacts conservation efforts, or any Supplier who has obtained licenses or registrations through illicit means, including corrupt practices. We encourage our Suppliers to actively participate in local corporate social and environmental activities or community programs and promote environmentally friendly transportation options for their employees, such as public transport, car sharing, cycling, group shuttles, etc.

We prefer Suppliers who actively support the goals and principles of the Paris Agreement and can provide adequate documentation, such as progress reports in the context of the UN Global Compact.

## 2.4. Privacy and Data Protection and Confidentiality

Regnology is committed to protecting confidential and personal information entrusted to us. Suppliers must implement technical and organization measures to ensure adequate protection, strictly limit access, delete data when required, and safeguard the data and information belonging to Regnology and any third parties, such as Regnology's customers. This includes any information created, received, or learned by Suppliers while engaged by Regnology.

To meet any trade secret requirements, Suppliers must always apply the relevant classification level for data and information, along with the related security measures provided by Regnology during the engagement.

More generally Suppliers are expected to comply with all applicable laws and regulations governing the protection, use and disclosure of Regnology proprietary, confidential, and personal information, such as the General Data Protection Regulation (GDPR).

## 2.5. Company Representation

Only individuals expressly appointed by management and granted authority through applicable law or relevant powers of attorney have the right to represent any Regnology company.

To protect Regnology's reputation and avoid contractual liability, all representations regarding Regnology's products, services and solutions must be current, accurate and clear, and not misleading or false. We recognize the value of social media as a valuable tool for enhancing communication and promoting Regnology and its values.

Keep in mind that we promote a safe, professional, and appropriate online conduct. Any unacceptable behaviour online, including social media, will be addressed just as we would handle other form of misconduct, so always remain vigilant.

Suppliers are prohibited from disclosing any non-public information relating to Regnology or its business activities to the media including social media, without the prior approval of the Chief Marketing Officer. Any enquiries and requests from the media must be forwarded to the Chief Marketing Officer.

## 2.6. Seeking Help – Reporting Concerns

Employees of Suppliers should contact their own legal/compliance department to resolve internal ethics and compliance concerns. In case this concern might also affect Regnology as the contract partner of the Supplier, Regnology's Compliance department must be informed immediately by the Supplier.

In case employees of Suppliers believe they have experienced, observed, or are otherwise concerned about possible instances of non-compliant conduct by a Regnology Employee, customer, supplier, or other business partner, they are encouraged to use our confidential helpline "Regnology TrustLine", designed to provide a secure and anonymous environment for raising such concerns. Regnology TrustLine can be accessed via: <https://report.whistleb.com/de/regnology>.

Should a concern lead to an allegation requiring investigation, Regnology will assign an appropriate expert to ensure that a full and fair investigation is completed as promptly as possible. Investigations

are overseen by its Compliance department. Regnology does not tolerate retaliation against anyone who, in good faith, reports a potential violation or cooperates with an internal investigation.

## 3 Compliance and Review

Our goal is to work collaboratively with our Suppliers. We expect Suppliers to maintain accurate and appropriate records to demonstrate compliance with applicable laws, regulations and this Supplier Code of Conduct. Suppliers must inform us of any situation that causes, or could cause, them to operate in violation of this Supplier Code of Conduct, particularly in relation to the provision of services or products for Regnology, via [compliance@regnology.net](mailto:compliance@regnology.net).

During the selection process, the Supplier may be asked to provide supporting documentation and confirmation on how compliance with this Supplier Code of Conduct is ensured. At a minimum, we expect all our Suppliers to self-monitor compliance with these principles and provide Regnology with reasonable written audit rights to evaluate their compliance with these standards.

The Supplier shall cooperate, and shall ensure that its subcontractors cooperate, make available and give access to all information required to conduct the assessment and assist with all reasonable compliance efforts, as deemed necessary. Upon such requests, we will notify the Supplier in writing, outlining the scope and timeline, giving reasonable notice.

If the results reveal that the Supplier is in breach of any material principle of this Supplier Code of Conduct and does not make reasonable efforts in remediating the finding, Regnology may consider reevaluating its relationship with the Supplier.