

# Supplier Code of Conduct

April 2025

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# 1. Introduction

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The Verian Group of companies, which includes Project Pearl Holdco Limited and all of its affiliates (the "Company") takes its legal obligations extremely seriously and endeavours to achieve the highest ethical standards. We expect every supplier (including subcontractors) on whatever basis they are contracted and no matter what is being supplied, where the supplier is located or where the supply takes place, to adhere to the same ethical principles and to support us as we do the same. This Code of Conduct (the "Code") sets out the standards we expect from you.

**NOTE:** All suppliers are expected to read and understand this Code.

**NOTE:** This Code forms part of your contract with us. If you have any questions about the Code please ask your Company contact.

# 2. Health, Safety and the Environment

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We expect you to ensure that you meet the required standards of health and safety protection for your workforce and that you comply with all applicable laws and regulations relating to workforce health and safety.

You must provide a safe working environment for your employees and ensure that they are adequately trained in matters of health and safety.

You must comply with all applicable environmental laws and regulations, including any appropriate reporting requirements. If you are in breach of such laws and/or regulations, you must inform us as soon as possible in writing.

If you supply products that contain minerals or other materials that can be obtained from conflict-affected regions then you must ensure that you comply with all applicable laws and regulations relating to the sourcing of such minerals or materials and inform us immediately if you suspect that you may be in breach of the same.

# 3. Human Rights

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You must comply with all applicable human rights and labour laws and regulations. You will not use forced, compelled, coerced, bonded, compulsory, trafficked, slave or any other form of involuntary labour, and you will not charge your employees to obtain or to retain their employment nor make any deductions for their pay that would be in breach of local laws and/or regulations.

If your employees are entitled to bargain collectively you will respect this right as well as their right to unionise according to the relevant local law.

You will not discriminate against your employees or any of them, nor will you tolerate in your workplace any discrimination based on sex, sexual preference, colour, race, age, religion, disability, country of origin or nationality or on any other protected characteristic.

You will ensure that all employees are aware of your disciplinary policies and that these are provided to your employees in writing at the start of their employment (and at regular intervals during its course) or that these are made easily and readily available to all employees.

You will ensure that your employees are only made to work the legally required working hours of the country in which they are located and that they are provided with proper and reasonable rest breaks, overtime and vacation.

You will pay your employees on time and in accordance with their local minimum wage legislation.

You must not employ children under the legal age of employment in the country in which you are located and, where that legal age is lower than 16 years of age, you shall not employ anyone younger than 16 years old, and only in compliance with local laws and regulations.

You will follow all applicable laws and regulations regarding working time and working conditions.

## 4. Anti-corruption/Financial Records

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You will comply with all applicable national and international anti-corruption laws and regulations. You will not (either directly or indirectly) attempt to, or actually illegally induce, or allow yourself to be illegally induced to influence an illegal act or secure an improper advantage to obtain or retain business. You will not make (either directly or indirectly) any facilitation payments.

You will keep your financial records in accordance with relevant local accounting standards and local laws and regulations and in such a state that they can be used to ensure that no breach of applicable anti-corruption laws is or has taken place.

## 5. Conflict of Interest

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You will inform the Company as soon as you become aware of a “conflict of interest”. A “conflict of interest” is any activity that is inconsistent with, or opposed to, the Company’s best interests or that gives the appearance of impropriety or divided loyalty. You/your employees/suppliers and sub-contractors must not place yourselves in a situation within which you could derive or be perceived to derive personal benefit from actions of decisions made in your official capacity. This also applies to any perceived or actual benefit. If the conflict could create doubt about the objectivity of our business relationship then it must be reported to us in writing. Whilst, in certain circumstances, the conflict may not be problematic it is important that we are made aware of it so that we may investigate if necessary.

## 6. Confidential Information

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If we supply you with confidential information you will make appropriate efforts to ensure its security and not release it into the public domain unless it is already there through no actions of yours/your employees/agents or sub-contractors.

## 7. Data Privacy

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You will comply with all applicable data protection laws and regulations, whether that data is being collected, recorded, hosted, processed, transmitted, used or erased.

## 8. Export Controls

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You will comply with all applicable export control, sanctions and customs laws and regulations, all money laundering laws and regulations and all competition and anti-trust laws and regulations.

## 9. Suppliers/Sub-contractors

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You will ensure that all of your suppliers and/or sub-contractors comply with this Code and that you inform the Company as soon as you become aware of its infringement.

## 10. Social & Environmental Protection

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The Company is committed to addressing and helping to tackle the challenge of environmental degradation. We must consider the environmental impact of the services we deliver and consider ways in which we can minimise these impacts such as through reducing consumption, waste minimisation, energy efficiency, technology and through procurement which takes into account the environmental impact of

products and services and supports the purchase of sustainable products. You are expected to assist with this commitment.

We may on occasion ask suppliers to provide appropriate sustainability information in order that we can fulfil our legal and regulatory requirements. In such instances, you will provide all reasonable assistance.

## 11. Embarrassment

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You should ensure that you, your employees, suppliers and sub-contractors do not place yourselves in a position which might cause embarrassment to the Company.

## 12. Public Statements

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You, your employees, suppliers and sub-contractors should not make any public statements regarding the Company, its employees or any business or potential business you may have with it. This includes any statements on social media.

## 13. Cost Efficiencies

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You, your employees, suppliers and sub-contractors will seek out appropriate business efficiencies through both operational and technological change. Where such efficiencies are found, the benefit will be passed to the Company, via pricing and any other appropriate competitive advantage.

## 14. Contracts

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All the terms and conditions of agreements entered into with the Company must be formally documented in writing.

## 15. Questions

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If you have any questions about this Code of Conduct, please contact your Company representative.

This Code will be reviewed and updated periodically to reflect any changes in company practices or legal requirements.

## 16. Exceptions

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Any exceptions to this Code of Conduct must be approved by the **Global COO** (unless reasonably necessary to ensure the safety of an employee).

## 17. Who is Responsible for this Code?

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The Executive Board has overall responsibility for ensuring this Code complies with Verian's legal and ethical obligations, and that all those under its control comply with this Code.

The **Global COO** has primary and day-to-day responsibility for implementing this Code, and for monitoring its use and effectiveness and dealing with any queries on its interpretation. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this Code and are given adequate and regular training on it.

The **Legal Department** is responsible for reviewing this policy at a minimum on an annual basis.

## 18. Monitoring and Review

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Verian monitors the effectiveness and reviews the implementation of this Code, regularly considering its suitability, adequacy and effectiveness. This monitoring and review forms part of Verian's internal control systems.

The Executive Board is updated on this topic from time-to time and provided with ad hoc updates when necessary.