



BlackSwan Technologies Supplier Code of Conduct

1. Revision History

BLACKSWAN TECHNOLOGIES Supplier Code of Conduct	Original Effective Date	May 4, 2020
	Revision Effective Date	
	Revision No.	1
	Applies to	All BST Suppliers and 3 rd Party vendors per local law
	Author: Elinoar Sofer	

To stay true to our beliefs and standards, we will review and enhance the way we engage with our suppliers to encourage the continual improvement of the way we, and our supplier base, address and manage important issues. Our expectations and minimum standards within the enclosed policy are the product of not only the increasing regulatory environment globally with respect to particular issues, but also the increasing expectations of our clients and the wider community.

At BlackSwan Technologies we value our supplier relationships and are committed to working with, and supporting, our suppliers to achieve mutual objectives. A supplier's performance and adherence to high business standards is an important and integral part of our value chain. BlackSwan Technologies promotes and expects the application of high legal, ethical, environmental and employee-related standards within our own business and among our suppliers.

Our commitment to integrity and professionalism is set forth in our Code of Conduct, which provides a clear set of standards for all of our business conduct. We believe that deviations from, or violations of, the Code of Conduct are unacceptable, and that our clients or suppliers should feel able to raise issues without any fear of retaliation or discrimination.

This Supplier Code of Conduct sets forth the minimum standards of business conduct that we expect from all of our suppliers.

2. Compliance with Laws

Suppliers shall comply fully with all laws and regulations applicable to them.

3. Environmental Sustainability

BlackSwan expects its suppliers to demonstrate a clear understanding of the environmental risks, impacts and responsibilities associated with the products and services they provide:

- 3.1. Suppliers should have in place an effective environmental policy, statement or program to mitigate environmental risks, the implementation of which should be evident throughout all levels of the company.

- 3.2. Suppliers should have processes in place to ensure that their operations conform to all applicable environmental legislation. All required environmental permits, approvals and registrations are to be obtained, maintained and complied with in accordance with the conditions and requirements defined therein.
- 3.3. Environmental performance should be measured, monitored and reviewed regularly. The supplier should endeavour to make continuous improvements in environmental performance through practicable measures and employ leading practices where possible.
- 3.4. Suppliers should make practical efforts to minimize the use of energy, water and raw materials. Where possible, these should be renewable or sustainably sourced.
- 3.5. Emissions to air that are likely to cause pollution or contribute to climate change should be monitored, controlled and minimized where possible.
- 3.6. Suppliers shall make practical efforts to eliminate or reduce levels of generated waste and should reuse and recycle waste materials wherever possible. The handling, storage, movement, treatment and disposal of all waste must be carried out in accordance with applicable regulations and in an environmentally responsible manner.
- 3.7. Suppliers should consider the environmental credentials and performance of vendors within their own supply chain and require them to operate to a minimum set of standards.
- 3.8. Products and services provided to BlackSwan should include options that offer reduced environmental impact by utilizing environmentally sound technologies, processes and sustainable materials, etc.

4. Human Rights

Policies should be in place to confirm the supplier's commitment to:

- 4.1. Freedom from forced labor, bonded labor and human trafficking:
 - All employment shall be freely chosen by the worker. Workers shall be free to leave their employment at any time (subject to reasonable and paid notice periods) and shall not be subject to any coercion or restriction through, for example, the holding of original copies of employee passports, identity documents or monetary deposits.
 - There shall not be any use of bonded labor. Work must be undertaken for fair compensation and must not be undertaken to repay a debt incurred (i.e., as a result of deceptive recruiting practices).
- 4.2. Recruitment agencies: Where recruitment agencies/brokers are used by the supplier, appropriate due diligence and ongoing management must be undertaken to ensure that risks of worker exploitation, such as debt bondage, are effectively mitigated.

- 4.3. Child labor: Suppliers should adhere to local laws relating to the minimum working age and not engage in the employment of child labor, directly or indirectly. According to the International Labour Organization (ILO) minimum age convention (C138) of 1973, child labor refers to any work performed by children under the age of 12, non-light work done by children aged 12—14 and hazardous work done by children aged 15—17. Suppliers should also ensure that working hours for those of school age are not exceeding the maximum hours on a school day. In cases where child labor is found, programs should be in place to support the child into education.
- 4.4. Wages and benefits: At a minimum, the legal minimum wage standard must be adhered to across the entire workforce, employees should receive clear information on their wages, and unfair deductions from wages as a disciplinary measure are not permitted.
- 4.5. Working hours: Working hours must be limited according to national or local law, including breaks. Overtime should be voluntary, should not replace regular employment and must be fairly compensated.
- 4.6. Freedom of association, collective bargaining or parallel means: Employees have the right to join or form a trade union without facing discrimination or intimidation. Where freedom of association and collective bargaining is restricted under law, employees should have the right to develop parallel means.
- 4.7. Health and safety and working conditions: A safe and hygienic working environment should be provided with an awareness of any industry-specific hazards. Relevant training should be provided to employees.
- 4.8. Regular employment: All employees should be provided with a written employment contract setting out their terms and conditions in accordance with the local relevant legal jurisdiction. We expect all employment and the termination of employment to be carried out in a fair manner.
- 4.9. No harsh or inhumane treatment: Abuse, threat of abuse, and sexual or other harassment or intimidation should be prohibited by suppliers. Suppliers shall make available to all workers within their operations and supply chain a mechanism for which grievances relating to labor practices can be anonymously raised, without fear of retribution. Suppliers shall investigate and take appropriate action to remedy all grievances raised.
- 4.10. Subcontracting: Where authorized subcontracting is used to support the execution of services for BlackSwan, the supplier shall confirm that the subcontractor meets the minimum expectations set out in this document through the following controls:
 - Supplier shall take necessary steps to obtain and maintain visibility over labor rights risks within the operations and supply chains of subcontractors.
 - Supplier shall attain the right to audit over subcontractor operations.
 - Records of audits undertaken of subcontractors shall be available on request.
 - Supplier shall have written agreements in place with subcontractors to ensure that any further subcontracting by the subcontractor company (a) is authorized and (b) meets the standards set out in this document.



- 4.11. Right to audit: Suppliers shall attain the right to audit over their suppliers to assess the working conditions and extent to which workers' labor rights are being upheld. Records of audits undertaken of the suppliers' supply chain shall be available on request.
- 4.12. Incident response: Suppliers shall take the following actions, at a minimum, when an incident of forced labor, bonded labor, human trafficking or child labor is identified:
 - Disclosing the incident/high risk to relevant authorities
 - Disclosing the incident/high risk to BlackSwan

5. Diversity and Inclusiveness

Our sourcing decisions, contracts and management of supplier relationships will reflect and promote the principles of the BlackSwan Equal Opportunity policy in that they will seek to ensure that suppliers do not victimize, harass or discriminate against any employee or party to the contract due to their sex, gender identity/expression, marital or civil partnership status, race, ethnicity or national origin, disability, religion, sexual orientation, age or part-time status. Suppliers will be required to meet the requirements of any applicable discrimination legislation. Our suppliers will be treated fairly and equally during the tendering and purchasing process, with decisions made on the basis of clear selection criteria:

- 5.1. BlackSwan expects suppliers to have a policy that explicitly bans discrimination/bullying and harassment based on sexual orientation, race, gender or gender identity/expression. In addition, suppliers are also encouraged to have evidence of diversity and inclusiveness training that is inclusive of sexual orientation and gender identity/expression.

6. Ethics

The highest standard of integrity is expected in all of our business dealings. Any and all forms of corruption, extortion, bribery (including facilitation payments), and embezzlement are strictly prohibited and may result in immediate termination and legal action:

- 6.1. Suppliers will not offer or provide money or anything of value to any person if the circumstances indicate that it is probable that all or part of the money or other thing of value is being given to another individual or entity to influence official action or to obtain a business advantage.
- 6.2. Suppliers shall not share or exchange any prices, costs or other competitive information, or undertaking of any collusive conduct with any other third party to BlackSwan with respect to any proposed, pending or current BlackSwan Procurement.
- 6.3. Suppliers will use only subcontractors or other third parties who comply with all applicable laws and regulations, and who adhere to the same (minimum) standards set forth in this guide.



7. Monitoring

BlackSwan may conduct annual compliance surveys to confirm compliance with this Supplier Code of Conduct. However, BlackSwan expects that suppliers will actively audit and monitor their day-to-day management processes with respect to the BlackSwan Code of Conduct and provide evidence to BlackSwan upon request.