



## SUPPLIER CODE OF CONDUCT<sup>1</sup>

This Supplier Code of Conduct demonstrates the high standards of professional conduct Exro Technologies Inc. (“Exro”) is committed to maintaining. As we continue to develop relationships with our goods and services suppliers, we all must operate in a manner that is respectful, transparent, and cooperative. Thus, Exro strives to ensure the suppliers we work with share our commitment to these standards and that our end-user customers receive a product that reflects our core values.

Each supplier is expected to comply with the local, provincial, state, and federal laws, rules, and regulations (collectively, “Laws”) now or subsequently adopted that pertain to their conduct as a supplier of Exro and any additional Laws that apply to their specific industry or the jurisdictions where they operate.

We expect our suppliers to evaluate, review, and continually improve their systems, processes, and communications regularly to ensure operations are consistent with this Code of Conduct, to communicate their expectations of compliance to their personnel, and train them accordingly.

### I. Respect of Intellectual Property Rights

Suppliers must respect all third-party industrial and intellectual property rights, including patents, trademarks, copyrights, database rights, and trade secrets while producing their goods and services. Suppliers must be attentive to any IP claims raised by third parties and promptly address any issues as they arise. Our suppliers must take all necessary measures to protect against IP infringement or misappropriation, such as seeking legal advice (e.g., freedom-to-operate opinions) and avoiding any unlicensed usage of software.

### II. Misuse and Safeguard of Information

Suppliers shall ensure that personal data is processed in compliance with applicable Laws and subject to an adequate system to ensure appropriate protection against unauthorized or unlawful processing, loss, alteration, misuse, disclosure, or other transmission.

Exro holds valuable and sensitive information within our technology. Thus, suppliers shall have in place adequate safeguards to protect Exro’s confidential information and IP rights to prevent misuse, mishandling, counterfeiting, cyber-attacks, theft, or improper disclosure under applicable laws and contractual obligations to Exro.

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<sup>1</sup> All supplier contracts shall include a clause that: “[Supplier] shall act in a manner consistent with the *Exro Supplier Code of Conduct* (available at <https://www.exro.com>) or similar principles, and the Code of Conduct and similar principles shall be communicated to, and complied with by, its personnel.”

### **III. Quality of Products**

Exro is committed to supplying quality products. We expect suppliers to strive for continuous improvement in their processes and products. Suppliers should select vendors who also adhere to the highest quality standards. Suppliers should actively seek out new ways to increase efficiency and reduce their impact on the environment.

### **IV. Honesty and Fairness**

We hold ourselves to be truthful and fair as we strive to give our customers the best and safest products possible. Thus, Exro expects our suppliers to give us accurate information about the performance, efficacy, safety, and reliability of their own products and services. We also expect our suppliers to comply with all applicable antitrust and competition Laws and not engage in any anticompetitive business practices.

### **V. Gifts and Favors**

Suppliers shall not directly or indirectly engage in, endorse, or tolerate any form of bribery or corruption. At Exro, we will not accept gifts as a means of doing business. Suppliers must not attempt to bribe Exro personnel to win business to supply us with their goods or services. As a company, we understand boundaries and will ensure they are not crossed.

### **VI. Conflicts of Interest**

Suppliers shall at all times uphold the highest level of integrity in all business interactions. Suppliers shall conduct business in a way that avoids situations where private, personal, financial, or other external interests conflict with their professional and contractual responsibilities.

### **VII. Health and Safety**

Suppliers must respect the human rights of their personnel by providing a safe and healthy work environment and complying with all applicable health, safety, and environmental Laws. Suppliers must conduct their activities in a manner that respects the environment and prevents pollution and other environmental damage.

Suppliers must follow all applicable laws regarding working hours and overtime pay. Suppliers shall conduct operations in ways that limit overtime to levels that ensure humane and productive working conditions.

### **VIII. Working Hours**

Suppliers are to understand local Laws relevant to their personnel's wages, overtime pay, and maximum working hours and abide by them. Suppliers must comply with requirements relating to paid time off, annual leave, sick leave, or parental leave, as required by applicable Laws.

### **IX. Respect in the Workplace**

Suppliers are to provide fair employment with equal opportunities for all. Thus, suppliers are to adopt a zero-tolerance policy with regard to any form of discrimination, bullying, intimidation, verbal abuse, physical abuse, coercion, inappropriate behavior or gestures, stalking, unwanted physical contact or advances, offensive and suggestive jokes, emails, or communication, and other forms of in the workplace.

**X. Fair Employment and Child/Forced Labor**

Exro expects its suppliers to provide fair employment opportunities and abide by the employment Laws. Exro does not condone children working in the workplace. We do not do business with suppliers who use child labor, forced labor, or any other kind of exploitation or abuse.