Title: Code of Conduct for Suppliers
Document Number: PRC-POL-002

407 ETR Code of Conduct for Suppliers

Policy Statement & Scope

The purpose of this document is to communicate the 407 ETR Code of Conduct for Suppliers (the "**Code**") of 407 International Inc. and each of its affiliates (collectively, "**407 ETR**"). It has been developed to express 407 ETR's commitment to ethical standards of business conduct and behaviour, and to only do business with Suppliers who share this commitment.

This Code applies to suppliers, vendors, and service providers (collectively "**Suppliers**") that provide goods and services to 407 ETR. Suppliers must share this Code with their contractors, agents, sub-contractors and sub-agents, who are engaged to assist with providing goods or services for 407 ETR.

Acknowledging, respecting, and adhering to this Code is a minimum requirement for our Suppliers. Each Supplier is required to certify their awareness and compliance with the standards of conduct outlined in the Code. Suppliers are required to either (i) attest to the Supplier's agreement to and compliance with the requirements of the 407 ETR Code of Conduct for Suppliers; or (ii) attest that the Supplier's own Code of Conduct and/or policies and procedures contain standards of conduct substantially equivalent or exceeding that of the 407 ETR Code of Conduct for Suppliers.

407 ETR may terminate any contractual relationship with a Supplier that fails to comply with any of the standards of conduct described in this Code.

Introduction and General

This Code is intended to assist Suppliers of 407 ETR to understand their responsibilities and to conduct business in accordance with applicable laws and regulations in a manner that reflects standards of ethics and integrity expected of all Suppliers to 407 ETR.

The business and professional behaviour of 407 ETR's Suppliers must comply with the following basic principles and standards of conduct:

1. RESPECT FOR LEGALITY

(i) Compliance with Applicable Laws

Suppliers' activities must be carried out in compliance with all applicable laws and regulations relating to corruption, bribery, money laundering, tax evasion, competition law, human rights, health & safety, and environment.

(ii) Competition and Fair Practices

Suppliers must avoid any action that may constitute an unlawful practice of anti-competitive forms of business conduct, and undertake to ensure compliance with applicable competition laws. Suppliers must endeavour to deal fairly with customers, suppliers of products or services, competitors and staff. Suppliers must not obtain an unfair business advantage from anyone through manipulation, concealment or misuse of privileged information, misrepresentation of material facts or other unfair practices.

The online version of this document is official, printed versions are uncontrolled copies.

2. RESPECT FOR HUMAN RIGHTS AND DISCRIMINATION-FREE WORKPLACE

(i) Respecting Human Rights

407 ETR expects that their Suppliers respect and support the protection of human rights of their employees and others affected by their activities, including taking measures to prevent and address child labour, forced labor and human trafficking in their operations and supply chains..

(ii) Abolition of Child Labour and Forced Labour

Suppliers shall not use child labor, forced labour,or incorporate any product or service produced through child labour or forced labour into its business activities and shall ensure compliance with applicable laws regarding this matter.

(iii) No Violence, Harassment & Discrimination

Suppliers shall be committed to provide a workplace free of harassment, violence and unlawful discrimination. Suppliers shall not:

- Engage in discrimination based on race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, age, record of offences, marital status, same-sex partnership status, family status, disability, gender identity, or gender expression in hiring and employment practices such as promotions, rewards, and access to training.

- Subject their employees to any form of verbal, physical or sexual abuse or harassment or intimidation in the workplace.

3. INTEGRITY

(i) Business Integrity

All Suppliers and their employees must commit to ethical business practices and act with honesty, fairness, impartiality, respect and integrity. They shall not engage in, or give the appearance of being engaged in, or condone, any illegal act or improper conduct, or instruct or encourage another to do so.

(ii) Anti-Corruption, Anti-Bribery and Anti-Money Laundering Laws

The Supplier shall maintain a policy of "zero tolerance" of any practice that may be deemed to be corruption, either active or passive, in the relations between the Supplier and any person, and especially those held with public officials.

Unacceptable conduct includes, but is not limited to, non-compliance with anti-corruption laws and, in particular, directly or indirectly offering, promising, hiring or authorizing payments in cash or in kind to any 407 ETR employee, public official or any other person or entity, with the intention of illegally obtaining or maintaining business or other unjustified advantages or benefits based on the decisions of these employees, public officials or third parties in general.

The online version of this document is official, printed versions are uncontrolled copies.

Suppliers must also:

- Comply with all applicable anti-bribery, anti-corruption and anti-money laundering laws and regulations in the jurisdictions in which they operate.
- Comply with applicable anti-money laundering laws and conduct business only with ethically responsible business partners and receive funds only from legitimate sources.
- Take a zero-tolerance approach to bribery, corruption and money-laundering.
- Not offer, pay, receive or request bribes, kick-backs, payments (cash or any other form of payments), any type of favours or gifts, either directly or indirectly, to obtain an unjustified advantage.
- Not make any kind of facilitation or payments (cash or any other type of payments), no matter how small, to government officials.

(iii) Conflicts of Interest

In their relationship with 407 ETR's employees, Suppliers must not try to gain improper advantage or preferential treatment or improperly impact an 407 ETR's employee's ability to make sound, impartial and objective decisions on behalf of 407 ETR.

Suppliers should refrain from providing direct or indirect improper personal benefits to 407 ETR's employees, members of their families or persons with whom they share a close personal relationship. Some gifts and entertainment may be appropriate, provided they are not lavish in the circumstances and cannot reasonably be interpreted as an improper payment. For greater certainty, no gifts or entertainment are permitted during a 407 ETR procurement process.

(iv) Reporting Suspected Misconduct to 407 ETR

If a Supplier or a Supplier's employee believes that a transaction, relationship or other circumstance creates or may create a conflict of interest, or may be inconsistent with the standards of conduct described in the Code, this should be promptly reported to 407 ETR, directly or through 407 ETR's anonymous reporting channel, located at https://clearviewconnects.com

4. PROTECTION AND USE OF CORPORATE ASSETS AND INFORMATION

Suppliers shall protect the confidentiality, privacy, and security of 407 ETR's confidential, proprietary, and personal information in accordance with (and defined by) applicable data protection laws and agreements. In addition to any legal and contractual remedies available, 407 ETR reserves the right to assess and monitor Suppliers' practices relating to information security and privacy.

Suppliers shall not disclose 407 ETR's confidential, proprietary or personal information to any third party, unless first expressly permitted by the applicable agreement, to the extent required by law, or explicitly approved in writing by 407 ETR. Suppliers shall maintain appropriate policies and procedures to meet the foregoing requirements, and agree to immediately report any actual or suspected loss, unauthorized access or disclosure of such information to 407 ETR and provide all reasonable cooperation to limit any impact.

The online version of this document is official, printed versions are uncontrolled copies.

5. SUPPLIER ATTESTATION

On behalf of , I attest to (**SELECT AT LEAST ONE OF THE FOLLOWING STATEMENTS):**

☐ compliance by with the standards of conduct required by the Code.

☐ is subject to internal requirements, policies or procedures that are substantially equivalent to the standards of conduct required by the Code.

By: _____
Name:
Title:

I am authorized to bind the Supplier

The online version of this document is official, printed versions are uncontrolled copies.