

Supplier
Code of Conduct

Introduction

At Celonis, fair and ethical behavior in the conduct of our business is intrinsic to our values as a company. This includes compliance with all applicable laws and regulations. We also share a passion for, and belief in, being a conscientious corporate citizen committed to environmental, social, and economic sustainability, and diversity, equity, and inclusion. We are committed to paving the way toward a more sustainable future through our decisions, including the suppliers with whom we decide to engage.

This Supplier Code of Conduct („Supplier Code“) establishes standards to ensure that working conditions in Celonis' global supply chain are safe, that all employees are treated with respect and dignity and that business operations are economically, socially, and environmentally responsible.

This Supplier Code does not cover every issue that may arise, but sets out basic principles and policies to ensure Celonis' supplier relationships are in line with Celonis values and [Celonis' Code of Conduct and Ethics](#).

Scope

This Supplier Code is applicable to all suppliers and partners providing goods or services to Celonis, including but not limited to subcontractors. This Supplier Code requires suppliers to operate in full compliance with laws, rules and regulations of the countries in which they operate. In the event that any requirement of this Supplier Code is inconsistent with local law, the applicable law should take precedence. We expect our suppliers to not only fully comply with applicable laws, but also to adhere to internationally recognized environmental, social and corporate governance standards (ESG standards).

All suppliers covered by this Supplier Code must certify the Supplier Code has been read and understood. This certification commits each of our suppliers to compliance with the Supplier Code. We also expect our suppliers to use their best efforts to implement these standards with their suppliers and subcontractors.



Labor & Practice Standards

Suppliers are expected to operate their business in a manner that protects the safety and health of their employees while maintaining full compliance with applicable laws and regulations. Suppliers should provide an adequate job safety management system to report accidents, injuries and unsafe equipment, practices or conditions, and violent or threatening behavior.

Child labor (defined as any person under the legal working age requirement in the country, and if applicable in the locality, of operations) must not be used in any stage of the Supply Chain.

Forced, bonded, indentured labor or involuntary prison labor (including modern slavery and human trafficking) must not be tolerated. All work must be voluntary, and workers should be free to leave upon reasonable notice. Workers must not be required to hand over government-issued identification, passports or work permits to the Supplier or labor agent (e.g., company employing the worker who provides services) as a condition of employment.

There must not be any harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers, nor is there to be the threat of any such treatment.

Suppliers are responsible for creating a culture of respect within their organization. Companies are expected, to uphold a zero-tolerance policy for discrimination and harassment.

Suppliers should not engage in discrimination based on race / ethnicity, color, national origin, age, gender identity or expression, sexual orientation, disability, pregnancy, religion, political affiliation, or union membership, or others based on applicable local laws.

In addition, workers or potential workers should not be subjected to medical or genetic tests that could be used in a discriminatory way. Appropriate non-discrimination policies and standards must be in place, including a clear process for reporting discriminatory practices.

Compensation paid to workers should comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. Deductions from wages as a disciplinary measure should not be permitted.

Suppliers must observe any applicable work hours laws.

Business Ethics

Celonis is committed to winning business only on the merits of our product offerings and Celonis does not tolerate bribery or corruption in any form regardless of where we do business, and we expect the same from our suppliers. The highest standards of integrity are to be expected in all business interactions. Suppliers must prohibit any and all forms of corruption.

Suppliers must comply with relevant laws and regulations regarding money laundering, terrorism financing, bribery and corruption. Bribes or other means of obtaining undue or improper advantage (including kickbacks and inappropriate gifts and/or entertainment) with Celonis or any other company must not be offered or accepted. Standards of fair business, advertising and competition must be upheld. Monitoring and enforcement procedures should be implemented to ensure conformance.

Giving or receiving gifts or sharing meals, travel and entertainment (sometimes called “business courtesies”) must comply with anti-corruption laws in addition to local laws. These exchanges must not be used to gain unfair advantages. No exchanges should be made if they are intended to influence, or appear to influence, a business decision.

Suppliers must not offer these exchanges in connection with an agreement to do anything in return, particularly when involved in supplier selection. All gifts, meals, and entertainment must serve a legitimate business purpose, be reasonable and appropriate in the context of the business occasion, comply with all applicable law and both companies’ policies, and never reflect poorly on Celonis’ reputation. Business courtesies must not be a cash / cash equivalent, and they must not exceed modest limits or customary business practices, as established locally.

Suppliers must communicate potential conflicts of interest in advance, including any personal relationship between a Supplier and Celonis employee.

A “conflict of interest” arises when personal activities and relationships may interfere with the ability to act in Celonis’ best interest. Suppliers are required to comply with all applicable data protection and privacy laws in the jurisdictions in which they do business.

Trade Compliance

Suppliers must comply with trade compliance, export control and economic sanctions laws and regulations of the United States, the European Union and other applicable jurisdictions (“Trade Compliance Laws”). This includes, without limitation, export licensing requirements, end user, end-use, and end-destination restrictions, prohibitions on dealings with sanctioned individuals and entities, including but not limited to US, UK, and EU trade laws. Supplier agrees not to violate the Trade Compliance Laws with respect to sourcing, licensing or delivery of products to Celonis.

Environmental Policy

Celonis expects suppliers to observe respective applicable national environmental laws, regulations and standards and take proactive steps to conserve natural resources, reduce carbon emissions, minimize waste, promote recycling, reuse, and sustainable means of disposal, avoid the use of toxic and hazardous materials, and demonstrate energy saving awareness.

Suppliers should be sustainable and accountable in carrying out business practices that affect the environment.

Celonis will proactively communicate opportunities for changes to operations that could result in positive environmental impacts to the supply chain.

Celonis is committed to sourcing goods and services based on environmental sustainability. Celonis will consider environmental sustainability in our own procurement processes and promote best practice within our own supply chain. To the best of our ability we will disclose our key environmental data and targets at an organizational level to enable our stakeholders to understand our broader impact on the environment, and we expect our suppliers to do the same.

Celonis encourages tracking and documenting all relevant greenhouse gas emissions (both direct emissions from owned or controlled sources, and indirect emissions from the generation of purchased energy) at the **corporate, subsidiary, and supplier level**. Celonis will endeavor to look for cost-effective methods to improve energy efficiency and minimize energy consumption and greenhouse gas emissions.

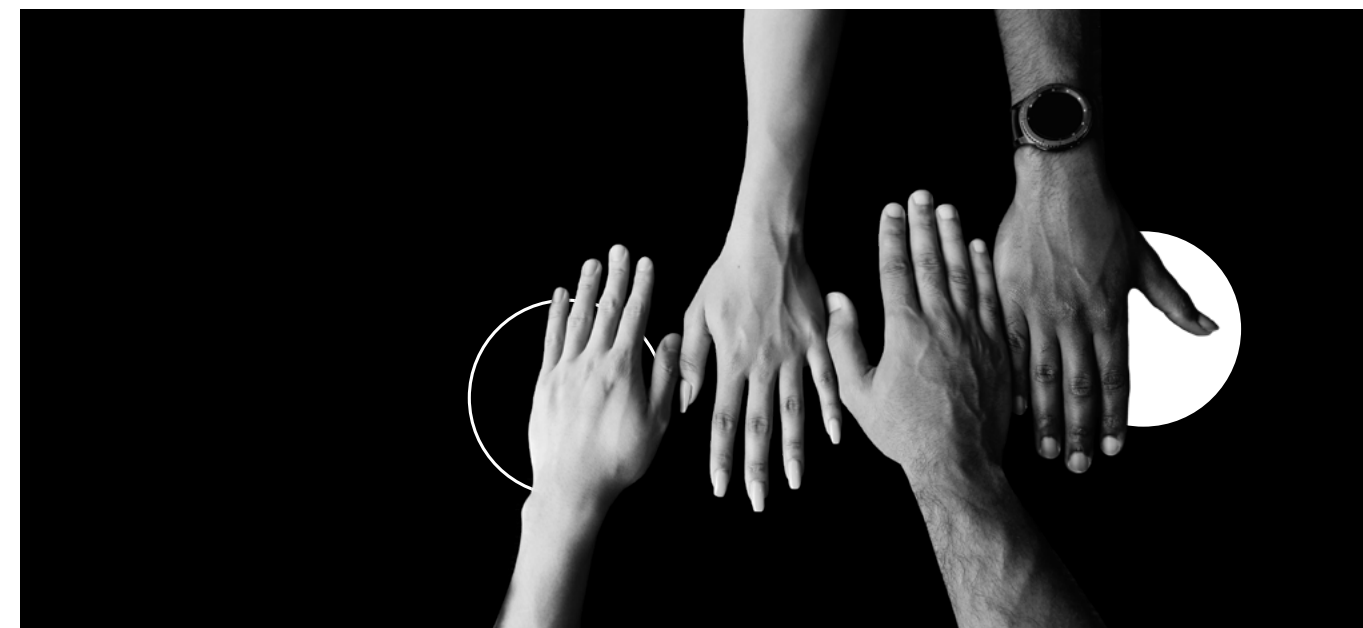
Supplier Diversity

Celonis is committed to strengthening the diversity of our supplier network. Celonis is also working towards establishing diversity, equity, and inclusion KPIs for our current suppliers and future Sourcing events (e.g., RFP, RFQ).

Celonis supports supplier diversity and encourages the use of diverse suppliers during the Sourcing and Procurement processes. Diverse suppliers can include businesses whose owners come from under-represented identities (e.g., Minority-owned, women owned, LGBTQ-owned, veteran owned (U.S. only), historically underutilized businesses, and Small Businesses). Celonis encourages suppliers to self-identify as diverse, if applicable, during Sourcing events or Supplier Onboarding.

Use of Inclusive Language

Suppliers should avoid use of non-inclusive terms in content within deliverables provided to Celonis, with sensitivity to terms such as: Master / Slave; Blacklist / Whitelist; Blackhat / Whitehat; Segregate / Segregation; Blackout; Man-hour; man day; Manpower; Rule of Thumb.



Non-Compliance and Corrective Action

Celonis will periodically monitor adherence to this Supplier Code utilizing ratings in preferred sustainability tools, supplier performance evaluations, and supplier self-assessments. The journey towards a more sustainable supply chain is seen as a partnership of continuous improvement. Recommended actions to drive environmental sustainability and supplier diversity are understood to be implemented over time and will not be held to the same Code expectations as a legal violation.

Clear violations to this Supplier Code may result in considerable impairment to the ongoing partnership with Celonis. Celonis reserves the right to review, suspend, or, under the appropriate circumstances, end contractual relationships with a noncompliant Supplier, as defined under the executed contractual agreement.

Reporting

Celonis has an established [Do The Right Thing Ethics Helpline](http://www.celonis.com/do-the-right-thing) available for anyone, including suppliers and their personnel, or any other internal or external stakeholder, to report concerns or issues they believe may violate Celonis' Code of Conduct and Ethics and/or the Supplier Code. Celonis will treat all reports seriously and confidentially to the extent possible. Investigations will be handled in a fair, objective, prompt, and thorough manner. Celonis will not tolerate retaliation against anyone acting in good faith to report a concern, provide information, or otherwise assist in an investigation or proceeding. Go to <http://www.celonis.com/do-the-right-thing> for various ways to use the helpline.

Thank you.



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