



## **Supplier Code of Conduct**

### **Introduction**

This Supplier Code of Conduct (the “Code”) describes our philosophy and certain minimum requirements to which all of our Suppliers must adhere throughout their operations and supply chain in doing business with us. This Code applies to all suppliers, including but not limited to consultants, independent contractors, agents, representatives, vendors, freight forwarders, logistics service providers, and service providers (referred to collectively as “Suppliers”). Failure to comply with this Code will jeopardize a Supplier’s business relationship with IP Infusion, Inc. (“IP Infusion” or “the Company”) and may be grounds for immediate termination of the business relationship.

### **Compliance with Laws and Expectations**

We expect Suppliers to conduct business responsibly and with integrity and mutual respect, and to uphold the highest standards of ethics and behavior in every aspect of their businesses, including relationships, practices, sourcing, and operations. As a result, Suppliers are required to operate in accordance with the following principles and requirements.

### **Labor & Human Rights**

All workers deserve a fair and ethical workplace. Workers must be treated with the utmost dignity and respect, and Suppliers will uphold the highest standards of human rights. Accordingly, all Suppliers are expected to adhere to the following labor standards:

1. Suppliers will not use child labor and will not engage in practices that exploit children. For purposes of this Code, a “child” is anyone who is less than 18 years of age.
2. Suppliers will only use voluntary labor and will not engage in any form of abusive or exploitive labor practices, including human trafficking or use any type of forced labor. All work must be voluntary, and workers will be free to leave work or terminate their employment at any time.
3. Suppliers must commit to a workplace free of harassment and unlawful discrimination. There must be no harsh or inhumane treatment including violence, gender-based violence, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying, public shaming, or verbal abuse of workers; nor is there to be the threat of any such treatment. Suppliers must not engage in discrimination or harassment based on race, color, age, gender, sexual orientation, gender identity or expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information or marital status in hiring and employment practices such as wages, promotions, rewards, and access to training.
4. Suppliers must provide wages that enable workers to meet at least their basic needs, will not be below the statutory minimum wage, and provide opportunities for workers to improve their skills and capabilities.
5. Suppliers must abide by legally mandated work hours and compensation for overtime hours in accordance with local labor laws.
6. Suppliers must respect the workers’ lawful freedom of association; recognition of all legal rights to organize and collectively bargain; and working with government and communities with whom we do business to improve the educational, cultural, economic, and social well-being in those communities.

### **Environmental, Health & Safety**

Suppliers are expected to provide and maintain a safe working environment that supports accident prevention and minimizes exposure to health risks as provided under applicable health and safety laws and regulations.

## **Business Integrity**

Honest dealing with customers and Suppliers is essential to sound business relationships. Decisions to retain Suppliers are based on objective criteria such as price, quality, and service capability, as well as the Supplier's reliability and integrity.

Suppliers will not engage in corruption, misrepresentation, extortion, embezzlement, kickbacks, bribery, or any other means of obtaining any undue or improper advantage. Giving or receiving any kickbacks, bribes, or similar payments of any sort is prohibited and will not be promised, offered, authorized, given, or accepted. This prohibition covers promising, offering, authorizing, giving, or accepting anything of value, either directly or indirectly through a third party, in order to obtain or retain business, direct business to any person, or otherwise gain an improper advantage. Suppliers will implement monitoring, record keeping, and enforcement procedures to ensure compliance with anti-corruption laws.

Suppliers are prohibited from engaging in any forms of unfair business and advertising practices. Standards of fair competition will be maintained.

All business dealings, structure, financial situation, and performance will be transparently performed and accurately reflected on Suppliers' business books and records in accordance with applicable laws and regulations, as well as prevailing industry business practices. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

## **Intellectual Property**

Intellectual property rights must be respected. Transfer of technology and know-how is to be done in a manner that protects intellectual property rights, and customer and supplier information must be safeguarded.

## **Fair Business, Advertising and Competition**

Standards of fair business, advertising, and competition must be upheld.

## **Exports, Imports and Trade Control**

Suppliers will not, directly or indirectly, purchase, supply, or transfer any products or technical information or services to the Company except in full compliance with all applicable governmental requirements, including but not limited to applicable economic sanctions and constraints administered by the U.S. Treasury Department and applicable export control measures, administered by the U.S. Department of Commerce and U.S. Department of State, any other U.S. government agencies.

## **Data Privacy**

Suppliers will protect the reasonable privacy expectations of personal information of everyone with whom the Supplier does business, including [the Company], other Suppliers, customers, consumers, and employees. Suppliers will comply with privacy and information security laws and regulatory requirements when personal or other regulated information is collected, stored, processed, transmitted, or shared.

## **Responsible Sourcing of Minerals**

Suppliers will adopt a policy and exercise due diligence on the source and chain of custody of the tantalum, tin, tungsten, gold, and cobalt in the products they manufacture to reasonably assure that they are sourced in a way consistent with the Organisation for Economic Co-operation and Development (OECD) Guidance for Responsible Supply Chains of Minerals from Conflict- Affected and High-Risk Areas or an equivalent and recognized due diligence framework.

## **Governance**

Suppliers will adopt or establish a management system with a scope that is related to the content of this Code. The management system shall be designed to ensure: (a) compliance with applicable laws, regulations and customer requirements related to the Supplier's operations and products; (b) conformance with this Code; and (c) identification and mitigation of operational risks related to this Code. It should also facilitate continual improvement. The management system must include the following elements:

- Legal and Customer Requirements: a process to identify, monitor and understand applicable laws, regulations, and customer requirements, including the requirements of this Code.
- Risk Assessment and Risk Management: a process to identify the legal compliance, environmental, health and safety, labor practice and ethics risks, including the risks of severe human rights and environmental impacts, associated with the Supplier's operations, including determining the relative significance for each risk and implementing appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.
- Training: programs for training managers and workers to implement Supplier's policies, procedures, and improvement objectives and to meet applicable legal and regulatory requirements.
- Monitoring and Auditing: periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of the Code, and customer contractual requirements related to social and environmental responsibility.
- Corrective Action Process: a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations, and reviews.
- Documentation and Records: a process to create and maintain documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.
- Supplier Responsibility: a process to communicate Code requirements to suppliers and to monitor supplier compliance to the Code.

### **Reporting Concerns**

We take all reports and questions seriously. We rely on Suppliers to report suspected misconduct and ask questions in connection with our business relationship via our Ethics Helpline at <https://app.goethena.com/raise-a-concern/8606188a> or to [compliance@jpinfusion.com](mailto:compliance@jpinfusion.com).

Concerns may be reported anonymously. IP Infusion expects that Suppliers will inform their personnel that they will not be subject to retaliation as a result of raising a concern in good faith. IP Infusion will investigate reported concerns and escalate to Suppliers to be managed and investigated, as appropriate. If a report does disclose the identity of an individual, we will use best efforts to keep the individual's identity confidential to the extent possible and consistent with local laws.