

Cirion Supplier Code of Conduct

Doing the right things

cirion



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Cirion's commitment to integrity

Cirion is firmly committed to doing business with integrity, consistent with our Corporate Values and in accordance with all applicable laws and regulations. We expect the same commitment from our Suppliers.

Scope

This Supplier Code applies to current and future suppliers of Cirion ("Cirion" or "company"), and all of Cirion's wholly-owned subsidiaries and affiliates. Cirion expects all agents, consultants, contractors, distributors, manufacturers, suppliers and other business partners, as well as their respective employees, agents, and representatives (collectively "Suppliers") with whom we do business to embrace and share our commitment to integrity and compliance with the law, and to follow the principles set forth within this Supplier Code.

As a company headquartered in the United States that provide or require services in geographies around the world, Cirion is subject to many different laws. While Cirion recognizes the different legal and cultural environments in which its Suppliers operate, we expect our Suppliers to comply with the fundamental principles described in this Supplier Code of Conduct, to always act with integrity, and to take reasonable steps to ensure compliance with applicable laws and regulations.

This Supplier Code of Conduct contains general requirements applicable to all Cirion Suppliers. Particular supplier contracts may have more specific provisions addressing some of these same issues. Nothing in this Code is meant to supersede any more specific provision in a particular contract, and to the extent there is any inconsistency between this Code and any applicable contractual provision, the provision will control unless inconsistent with applicable law.

Suppliers should take appropriate steps to ensure this Supplier Code of Conduct is communicated and understood by all of their employees, agents, subcontractors, and representatives doing business with or on behalf of Cirion.



Corporate Values

Cirion's Corporate Values – Do the right thing, Positive Attitude, Inspire Change, Excellence and Growth Mindset and Leadership and Diversity – represent our fundamental values and are integrated into every aspect of our business.

Conducting business

Accuracy of business records

Suppliers must record and report information accurately and honestly. All financial books, records and accounts relating to Cirion business must accurately reflect transactions, payments, and events, and must conform to generally accepted accounting principles, applicable internal controls or policies, and applicable laws. All business records must be accurate, complete, filed in a timely fashion, and must conform to all other requirements as defined by written contract. Accordingly, Suppliers will provide Cirion with accurate and complete billing information concerning all transactions with the Company.

Anti-corruption and anti-bribery

Cirion prohibits bribery, everywhere we do business, in both the public and private sectors.

Suppliers acting on behalf of Cirion must comply with all applicable anti-corruption laws including, without limitation, the Foreign Corrupt Practices Act ("FCPA"), the U.K. Bribery Act, Brazil's Law No. 12,846, Colombia's Law No. 1471 of 2011, Law No. 1778 of 2016, Law No. 2195 of 2022 and regulations of the competent authorities in Colombia, Argentina's Law No. 27.401 and Mexico's General Law of Administrative Responsibilities and the Federal Criminal Code (and its state correlates).

Cirion Suppliers are prohibited from offering or providing bribes to government officials or representatives of commercial or private entities, whether in cash or any other form and whether paid directly or indirectly through an intermediary. Suppliers are also prohibited from accepting bribes.

Government Officials and Public Employees.

Suppliers must not offer anything of value or make any improper payments to a government official for the purpose of obtaining or retaining business or to otherwise obtain an unfair advantage on behalf of Cirion. When companies are partially or wholly owned by a government entity, any representative of that company is considered a "government official."

When representing or performing work for Cirion, Suppliers are prohibited from providing any business courtesy or anything of value to any employee, official, agent or representative of any government, wherever located, without written pre-approval from Cirion's Legal & Compliance Department.

Suppliers are further prohibited from making facilitation payments while doing business with or on behalf of Cirion. Facilitation payments are any payments to government employees to expedite an administrative process or to perform a function that is normally performed as part of their job.



Exchange of business courtesies

Cirion expects its Suppliers to follow all applicable laws and Cirion policies regarding the exchange of business courtesies, such as meals, gifts, or entertainment, when working with or representing Cirion. Suppliers must never offer any courtesies with the intent to improperly influence any person's business judgment or that might create the appearance of undue influence. Suppliers should keep the following in mind:

- Ordinary business courtesies that are reasonable in value, infrequent and related to a legitimate business purpose are generally acceptable, but Suppliers must avoid offering Cirion employees travel, frequent meals, or expensive gifts or entertainment.
- Gifts of cash or cash equivalents, such as gift cards, are never allowed, whether to a Cirion employee or to a third-party recipient on behalf of Cirion.
- Suppliers should never offer a business courtesy to a Cirion employee involved in making or influencing a purchasing decision, such as a Request for Proposal or Request for Information.

Conflicts of interest

Cirion awards business on the basis of several objective factors, including but not limited to, product or service needs, cost, project management resources, experience, and performance record.

Suppliers must disclose to the Cirion Legal & Compliance Department any known family or close personal relationships with Cirion employees who have any influence over or involvement in Supplier's business dealings with Cirion or may otherwise create a conflict of interest.

Suppliers must not have any financial, employment, contracting, consulting or other business relationship with a Cirion employee, unless disclosed to and pre-approved in writing by the Cirion Legal & Compliance Department.

International business; sanctions and export compliance

When conducting international business transactions, Suppliers must comply with all applicable U.S. and non-U.S. laws, including anti-boycott requirements, customs and import regulations, anti-money laundering laws, prevention of terrorism financing and financing of the proliferation of weapon of mass destruction, sanctions laws, and controls on exports and re-exports of products, technology and software.

Suppliers must comply with export control and economic sanctions laws of the United States and other countries, where applicable, including the Export Administration Regulations, 15 C.F.R. Parts 730-744 and regulations implemented by the U.S. Department of Treasury Office of Foreign Assets Controls ("OFAC").

In providing products or services to Cirion, Supplier must not source from or otherwise engage in any activities involving a country subject to comprehensive economic sanctions, including, without limitation, Cuba, Iran, North Korea, Sudan, Syria or the Crimea region of the Ukraine.

Conflict minerals

Suppliers must take reasonable steps to ensure that any tantalum, tin, tungsten, and gold in products they manufacture or source do not directly or indirectly benefit armed groups that commit human rights abuses in or near the Democratic Republic of Congo.

Fair competition

Suppliers and Supplier employees and representatives who are engaged in or seek to obtain Cirion business must comply with all applicable laws and regulations regarding fair competition and antitrust, including laws applicable to marketing and pricing.

Suppliers must not misrepresent the products and services of Cirion or its competitors. They must also avoid agreements – formal or otherwise – with their competitors to restrain trade, such as agreements to fix prices, rig bids, divide territories or markets or otherwise limit the sale of our services or products.



Interaction with regulatory and other government agencies

Cirion expects Suppliers to be truthful in all communications with regulatory agency representatives and government officials relating to Cirion business. Suppliers must comply with all applicable laws and regulations, including but not limited to, laws and regulations regarding government ethics, contact with or employment of current or former government officials, lobbying, and the handling of confidential, classified and other sensitive government information. Suppliers must provide services and/or products that meet or exceed applicable government standards, including environmental, quality and safety standards.

Suppliers are prohibited from (1) contacting legislators, federal, state, national or other regulatory officials or their staffs; and (2) making political contributions on Cirion's behalf, without written pre-approval from an authorized representative of Cirion's Legal & Compliance Department.

Communication with the media

Cirion has designated spokespersons authorized to communicate with the media and the investment community on behalf of Cirion. Suppliers must obtain express written pre-approval from Cirion's Marketing & Communications Department prior to (1) any communication with the media on behalf of or regarding Cirion, and/or (2) using Cirion's name and/or logo in any marketing or other public materials.



Cirion assets and information



Company assets and resources

Cirion's property and resources are highly valuable. Suppliers are responsible for safeguarding Cirion property in their possession and control, and for using such resources only for legitimate business purposes consistent with the interests of Cirion.

As a Cirion Supplier, you must:

- Acquire assets for Cirion in compliance with applicable Cirion policies and procedures, avoiding any real or apparent conflict of interest;
- Use Cirion assets only for legal and ethical activities and only for the purpose intended by the Company (personal use of Company assets is prohibited);
- Protect Cirion assets from damage, waste, loss, misuse, or theft, and only use Cirion assets after appropriate training; and
- Not use the Cirion name or trademarks in publicity, advertising, or for any other purpose without prior written approval from Cirion's Corporate Communications Department.

When using Cirion property or resources, including computers, internet, e-mail, or voicemail, Suppliers and Supplier representatives should not expect that the information they access, send, or receive is private. Where permitted by and consistent with the requirements of applicable law, Cirion may monitor use of its resources and block or filter information to protect its resources, employees or customers, and confidential information; to improve efficiency, collaboration, and similar business purposes; and to comply with Cirion Ethics and Compliance policies. In certain locations outside of the United States, such as the European Union, such activities may be subject to relevant notices, approvals, and other requirements.

Cirion premises security requirements

If Supplier performs work or requires access to Cirion premises, Supplier representatives must comply with all required security measures and requests, including the following:

- Accessing only authorized areas
- Allowing searches of vehicles, bags, briefcases, and purses taken onto Company premises
- Complying with applicable metal detection screening and visitor log requirements
- Presenting and wearing Cirion or government-issued identification photo/access card on or above the waist and visible at all times while on the property
- Promptly reporting known (1) security violations; (2) lost or missing access cards or keys (3) or any case of property loss or damage
- Understanding all applicable Cirion security guidelines and procedures

Protecting confidential information

Suppliers must protect Cirion confidential information in accordance with applicable law, including information about Cirion customers, employees, operations, finances and business plans, and information stored or processed by its customers using its services ("Cirion Confidential Information"). Suppliers who have been given access to confidential information as part of the business relationship must not share this information and must adhere to all contractual provisions governing its use and protection.

Suppliers must take measures to protect against unauthorized collection, use, access to, disclosure, damage to or loss of Cirion's Confidential Information and must ensure that it is stored and transmitted in electronic format securely. Suppliers must only use Cirion's Confidential Information for the purposes provided for in the Supplier contract and must not make any independent use of it, commercial or otherwise. Cirion Confidential Information can be shared within a Supplier's company only on a need-to-know basis and only if sufficient safeguards are taken to ensure that the information is treated appropriately, in accordance with the terms of the Supplier contract.

Suppliers must use, transmit, and store information about or stored or processed by Cirion's customers or employees only in accordance with applicable law and Cirion policies. The obligation to preserve Cirion's Confidential Information is ongoing, even after the business relationship ends, as provided in Cirion's confidentiality agreements.

Information security

Cirion administers an information security program, supports practices that meet recognized industry standards for information protection and expects Suppliers to do the same. Suppliers with access to Cirion Confidential Information must comply with all laws and the highest industry standards applicable to such data.

Suppliers that store and/or process Cirion customer payment card data must protect that payment card information per the Payment Card Industry Data Security Standard published by PCI Security Standards Council, Inc. Suppliers that store, transmit or process Cirion customer financial account information (e.g., bank account or credit union account information) must protect that information in accordance with the National Automated Clearing House Association's NACHA/ACH Rules and Operating Guidelines and other applicable laws.

No later than 24 hours after discovery, Suppliers are required to promptly report any known or suspected unauthorized access, use, misuse, disclosure, destruction, theft, vandalism, modification, loss, or transfer of Cirion Confidential Information to the Integrity Line. Suppliers must also agree to provide Cirion with the ability to review Supplier information security practices upon reasonable request.



Intellectual property

Intellectual property ("IP") is an important asset to Cirion that is essential to our competitive advantage and must be protected. Examples of IP include the Company's copyrights, inventions, patents, plans, research, software, strategies, trade names, trademarks, and trade secrets.

Suppliers must respect and must never infringe upon the IP rights of Cirion or other companies and must abide by the specific IP-related terms and conditions in the Supplier contract with Cirion.



Employment practices and human rights

Cirion is committed to good citizenship and promoting values that foster human rights. Cirion upholds the human rights of workers by treating them with dignity and respect, and we expect the same commitment from our Suppliers. Accordingly, all Cirion Suppliers are expected to adhere to the following standards.

Diversity and inclusion; non-discrimination

At Cirion, our business culture and company policies promote mutual respect, acceptance, and cooperation. We are committed to fostering a diverse and inclusive work environment, and we recognize that our employees' varying backgrounds and cultures are among our greatest assets. Cirion expects that our Suppliers are also committed to diversity and inclusion and will not tolerate any conduct by Supplier employees or representatives that is inconsistent with a respectful and inclusive workplace while working on behalf of Cirion.

Cirion does not tolerate illegal discrimination, harassment, or retaliation in any form, and expects Suppliers to share this commitment.

Suppliers must provide equal employment opportunities to all potential workers, applicants, and employees and must maintain a workplace free from abuse, illegal discrimination, harassment, and retaliation. Suppliers must not discriminate in screening, hiring, or employment practices based on race, color, age, sex, gender, gender identity or expression, gender characteristic or information, sexual orientation, ancestry, caste, citizenship, national origin, religion, covered veteran status, disability, creed, marital status, family status, pregnancy, or other legally protected status.

Forced labor and modern slavery

Suppliers will not permit any form of forced or involuntary labor, whether bonded, imprisoned, or indentured, including debt servitude or any form of human trafficking. All work must be voluntary, and workers must be free to terminate their employment at any time.

Child labor

Cirion does not tolerate any form of child labor in its operations or within our supply chain. Cirion expects Suppliers to prohibit and prevent child labor in their operations and encourages Suppliers to participate in efforts aimed at combating and eliminating these practices. Suppliers must not employ individuals under the legal minimum working age of the jurisdiction and/or country in which Supplier is operating.

Freedom of association and collective bargaining

Cirion respects the rights of employees to freedom of association and collective bargaining. Suppliers must respect employee rights to form, join, or not join trade unions or organizations of their own choosing and to bargain collectively in accordance with the laws of their jurisdiction without fear of discrimination, retaliation, harassment, or intimidation.

Wages and compensation

Suppliers will comply with all applicable state, federal, and international labor, wage, and work hour laws and regulations; will pay legally mandated wages and benefits; and will comply with applicable laws regarding wage deductions. Suppliers must pay their workers as required by law and contract.

Immigration

Suppliers must ensure that all Supplier employees who work in the United States and other regions are authorized to do so. Suppliers must also ensure compliance with all applicable immigration laws and must obtain all necessary documentation, visas, and/or work authorizations.

Independence of supplier personnel

Suppliers must ensure that their personnel do not represent themselves as employees of Cirion and do not engage in unauthorized acts, such as attempting to bind Cirion to obligations or attempting to speak on behalf of Cirion.

Safety and health

Suppliers must maintain a healthy and safe working environment for all Supplier employees and representatives and must adhere to all applicable safety and health laws, regulations, and safety practices. Suppliers are required to protect all employees and representatives with appropriate personal protective equipment. Suppliers must also ensure that employees and representatives receive all necessary safety and health training and must enforce both Supplier's and Cirion's safety policies and procedures while working on Cirion's behalf or while on Cirion's premises.

Suppliers must comply with all applicable environmental, health and safety laws and regulations, as well as Cirion's site safety requirements.

Emergency preparedness

Suppliers will maintain an Emergency Preparedness plan and will educate workers on effective implementation of emergency response procedures and recovery plans.

Reporting of injuries and hazardous conditions

Supplier employees or representatives working on behalf of Cirion or on Cirion premises must promptly report all injuries and hazardous conditions to Cirion at the designated POC for the region:

- **Juan Díaz Alcántara:**
juan.diazalcantara@ciriontechnologies.com
(Argentina, Chile, Ecuador and Peru)
- **Adilson Silva:**
adilson.silva@ciriontechnologies.com
(Brazil)
- **Ingrid Muñoz**
ingrid.munoz@ciriontechnologies.com
(Colombia, Venezuela, Mexico, Panama, Costa Rica and Ecuador)

Alcohol, drugs and tobacco use

Drugs and alcohol in the workplace affect everyone's safety – negatively affecting job performance and causing potentially severe safety hazards. Suppliers may not possess, distribute or be under the influence of illicit drugs while on Cirion premises or when conducting business on behalf of Cirion. In addition, Suppliers are prohibited from possessing or being under the influence of alcohol while on Cirion premises or when conducting business on behalf of Cirion. No person shall smoke in the workplace, including company facilities or vehicles assigned by the company to employees for the performance of their duties.

Suppliers must follow applicable laws, including Drug Free Workplace requirements, contract requirements, and related Cirion customer requirements.



Firearms and other weapons

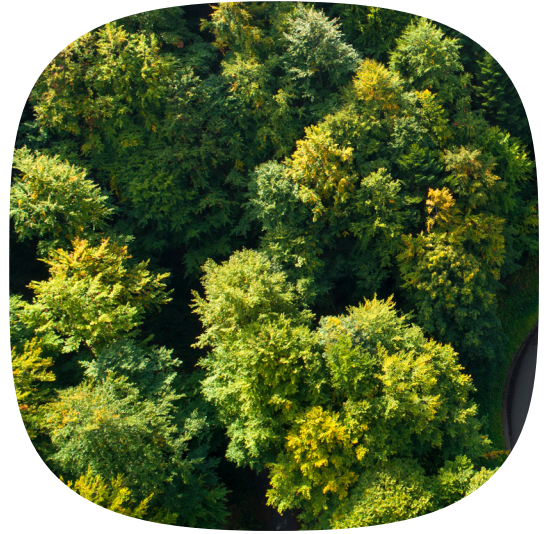
Unless contrary to applicable law, Supplier representatives must not carry firearms or other weapons while in Cirion buildings or vehicles or when the Supplier is engaged in a business activity with or on behalf of Cirion, even if such representatives possess concealed weapons permits.

Environment and sustainability

Cirion is committed to ensuring that our environmental compliance and sustainability efforts support our business, employees, customers, and shareholders.

Cirion expects Suppliers to demonstrate the same commitment by complying with all environmental laws and requirements including those relating to: (i) the management and disposal of hazardous materials; (ii) contaminants in air, soil or water; (iii) the protection of natural resources, wildlife and wetlands; and (iv) recycling. Suppliers are encouraged to implement environmental management systems and focus on continuously monitoring and improving their performance.

Suppliers must use reasonable efforts to employ environmentally preferable and energy-efficient services and must work with their own suppliers to assess and address environmental and sustainability issues within their supply chains.



Reporting concerns and seeking guidance

Cirion Suppliers are encouraged to report potential or actual violations of this Supplier Code and other legal or ethical concerns. For assistance in resolving a business practice concern, please work with your primary Cirion contact. To report a violation of the Supplier Code, an ethical concern or a legal violation involving Cirion, contact the Cirion Integrity Line, available 24 hours a day, 7 days a week.

- **Web reporting:**
www.resguarda.com/compliance.cirion
- **Telephone:** see list of international dialing numbers
www.resguarda.com/compliance.cirion
- **WhatsApp:** [+54 11 5365-8978](https://wa.me/541153658978)
- **Email:** compliance.cirion@resguarda.com



Suppliers may also contact the following departments:

Legal & Compliance Department

- compliance.corporativo@ciriontechnologies.com

Marketing & Communications Department

- contacto@ciriontechnologies.com

Cirion does not tolerate any retribution or retaliation taken against any individual who, in good faith, seeks advice or reports a possible violation of this Supplier Code of Conduct.

Effective Date: August 1, 2022

Last Update: July 18, 2024

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