



Supplier Code of Conduct

Updated: May 1, 2023

PURPOSE

This Supplier Code of Conduct (“Code”) has been developed to communicate the expectations of BearCom Group, Inc., and its affiliated and subsidiary companies (“Company”) with respect to the safe and ethical business practices of all suppliers in the Company’s supply chain (“Suppliers”).

SCOPE

This Code applies to all Company Suppliers in Canada and the United States. By providing goods or services to the Company, all Suppliers are deemed to acknowledge and accept this Code and agree to comply with its terms.

CODE

Safety

Safety is of critical importance to the Company. We believe safety and commercial success are inseparable components and strive for zero incidents. The Company expects Suppliers to operate in a safe manner, keeping the safety of its employees and the public as a foundational consideration.

Suppliers are expected to comply with Company’s safety program, at a minimum. Suppliers must report any safety infractions, citations or accidents (“incidents”) that involve or related to Supplier’s contractual obligations to the Company, by sending an email to legal@bearcom.com within 4 hours of an incident. Failure to accurately, completely and expeditiously report an incident may result in Company terminating the commercial relationship with Supplier.

Compliance with Law

Suppliers must comply with all laws and regulations applicable to their operations. While it is not possible to enumerate all applicable legal, and our, requirements, the Company calls specific attention to the following as illustrative of our guidelines.

- Wage and Hour Laws. The Supplier is expected to follow all applicable wage and hour laws, including prohibiting the use of child labor in providing goods or services to Company.

- Equal Employment Opportunity.
 - **For US Suppliers:** The Supplier agrees to abide by the requirements of 41 CFR §§ 60-1.4(a), 60-300.5(a) and 60-741.5(a). These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities and prohibit discrimination against all individuals based on their race, color, religion, sex, sexual orientation, gender identity or national origin. Moreover, these regulations require that parties take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, protected veteran status or disability.
 - **For Canadian Suppliers:** Supplier is required to comply with applicable human rights legislation. Suppliers may not engage in any prohibited discrimination in employment practices, the provision of services, or in contracting with respect to any person's race, color, religion, sex, sexual orientation, gender identity, age, national origin or any other prohibited ground. If and as required by applicable law, Supplier shall take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, age, national origin, disability or any other prohibited ground.
- Modern Slavery and Human Trafficking. The Company abhors and will not tolerate the use of modern slavery or human trafficking at any point in its supply chain. The Company expects and requires all Suppliers to refuse to engage in practices that contribute to the risk of modern slavery, including (but not limited to) charging workers recruitment fees, retaining workers' identity documents or requiring workers to pay deposits or bonds. The Company expects and requires all Suppliers to likewise ensure that their own supply chains are operating without modern slavery or human trafficking.
- Employer Pays Principle. The Company enforces and requires Suppliers to enforce an employer pays principle, which means that no worker should pay for the costs of recruitment for a job. The employer must bear all costs related to recruitment.
- Conflict Minerals. The Company is committed to responsible operations. As part of our commitment, we seek to source products, components and materials from Suppliers who share our values around human rights. The Company expects that Suppliers will establish or have established their own conflict minerals policies as well as due diligence systems to prevent conflict minerals originating from the DRC or adjoining countries, to the extent that they benefit groups committing human rights violations, from being included in the products sold to the Company.
- Office of Foreign Assets Control ("OFAC"). The Company is committed to compliance with laws prohibiting trading with certain named countries that have been identified as countries that harbor terrorists, support international narcotics traffickers or that are engaged in activities related to the proliferation of weapons of mass destruction. Similarly, the Company expects that its Suppliers ensure that they conduct due diligence in their own operations and supply chains to avoid violation of these laws.

Anti-Corruption

The Company expects its Suppliers to ensure that they provide goods or services in a way that is lawful and transparent.

- Tax Evasion and Money Laundering. The Company has policies and procedures to guard against improper transactions and performs due diligence on customers and Suppliers to avoid transacting with parties who may engage in money laundering or tax evasion. The Company expects Suppliers to review their own operations and supply chains to ensure compliance with all applicable laws and regulations.
- Conflicts of Interest. While it is not practicable to enumerate all conflicts of interest, an example of a prohibited conflict includes a Supplier who is a family member or related party to a purchasing agent at the Company, who engages with the Company for a transaction without disclosing the relationship to the purchasing agent's supervisor.
- Gifts and Entertainment. The Company expects that Suppliers comply with Company's Anti-Corruption Policy, and refrain from providing gifts to Company representatives that are of anything more than minimal value, normally defined as \$50 per person, per event. Entertainment expenses on behalf of Company representatives should be consistent with industry standards, and of a type and nature that is consistent with Company values.

Privacy and Data Processing

The Company is committed to complying with all applicable data privacy regulations in all jurisdictions in which it has operations. Suppliers must comply with all applicable data privacy regulations as applicable to its operations. Suppliers who process personal or sensitive personal data on behalf of the Company may be required to acknowledge and comply with Company's Vendor Security Policy.

Sustainability

The Company is committed to operating in a sustainable manner, and expects that Suppliers examine their operations and supply chains to reduce waste or environmental harm.

Intellectual Property

The Company owns various trademarks, copyrights, trade secrets, patents and other intellectual property ("Intellectual Property"). The Company may need, from time to time, to provide information to Suppliers that relates to or incorporates the Company's Intellectual Property. The Company expects that Suppliers will use and retain the Company's Intellectual Property in a confidential and restricted manner and only pursuant to a written agreement with the Company. Suppliers shall forever cease using the Intellectual Property and any tangible embodiments thereof upon demand by the Company or automatically at the end of any particular project involving use of the Company's Intellectual Property and/or embodiments thereof, and upon demand by the Company, return any embodiments thereof to the Company.