



# Supplier Code of Ethics

## Introduction

At Zenitech we create, design and deliver innovative technologies to transform our clients' businesses. We are committed to promoting a fair, moral and sustainable work environment by maintaining the highest standards of ethics and integrity and we expect our employees, customers, business partners, suppliers and other stakeholders to be responsible corporate citizens who are dedicated to these same principles.

We have developed this Supplier Code of Ethics to support this commitment and ensure that as an organisation we deliver long-term social, environmental and economic benefits for the communities in which we operate.

Zenitech recognises that its environmental, social and governance (ESG) impacts extend beyond its direct operations and across its value chain. This Code therefore sets out expectations for suppliers to support Zenitech's ESG objectives and responsible value chain management.

We appreciate that those businesses who supply us with their services and products operate in a variety of different legal, geographical and cultural environments. However, suppliers are expected to comply with this Code by implementing equivalent standards within their own organisations and, where relevant, their supply chains.

The standards set out in this Code are in addition to, and not in lieu of, any applicable statutory, regulatory or contractual obligations.



## Purpose

This Supplier Code of Ethics sets out the minimum standards to which we expect our suppliers and business partners to adhere. By becoming, or continuing to be, a supplier to Zenitech, we ask that you comply with this code and trust you to notify us if there is any breach, failure or inability to do so.

We expect all of our suppliers (including any contractors or sub-contractors) to abide by the laws, regulations and industry standards applicable to them in the regions in which they operate, alongside the requirements of this code. We ask that you educate your own workers and other representatives to ensure they meet the expectations and promote the requirements of this code.

Additionally, we ask that all our suppliers co-operate and comply with any information requests or requests to audit their compliance with this code. We may immediately terminate any contract or relationship with any supplier who fails to co-operate and/or breaches this code.

By working collaboratively in this way, we believe we can jointly have a positive impact on society and the environment. Zenitech applies a risk-based approach to supplier management. The level of monitoring, information requests or audits applied may vary depending on the nature of the supplier's activities, services or products and their potential environmental, social or ethical risks.

This Code forms part of Zenitech's broader ESG strategy and sustainability commitments.

## Environmental Responsibility

Zenitech encourages its suppliers to operate in an environmentally responsible way and to consider the broader impact of their activities on the planet. While we recognise that suppliers operate in diverse industries and regions, we invite them to adopt practices that contribute to the protection of the environment and the sustainable use of natural resources.



Suppliers are encouraged to:

- Assess and understand the environmental impacts of their operations, products, and services;
- Explore opportunities to reduce greenhouse gas (GHG) emissions, energy consumption, and water usage;
- Manage waste, chemicals, and other materials responsibly, prioritising safe disposal and pollution prevention;
- Promote recycling, resource efficiency, and circular economy approaches;
- Consider the use of renewable energy sources where feasible;

Support efforts to preserve biodiversity and protect natural habitats within their sphere of influence.

Zenitech also welcomes transparency and collaboration on sustainability matters. Suppliers who are able to report on their environmental initiatives or progress — for example, through sustainability statements or ESG reporting — are encouraged to share this information with Zenitech as part of our joint commitment to a more sustainable future.

## **Code of Ethics**

Our Supplier Code of Ethics encompasses the following expectations:

### **Human rights and fair treatment**

Zenitech expects all our suppliers to conduct their activities in a manner that respects human rights, ensuring their workers are treated fairly and with dignity and respect. This means complying with the fundamental rights granted to all workers under local applicable laws, statutes and regulations, including the Modern Slavery Act 2015 in the UK. Our Modern Slavery and Human Trafficking Statement can be found on our website.

Our suppliers should comply with all applicable laws to ensure a safe working environment, free from all forms of discrimination, abuse, bullying and harassment from their hiring processes and throughout employment.

Diversity in the workforce should be encouraged and respected and suppliers should foster an environment where all individuals have equal access to opportunities based on individual merit, competence and qualifications.

## **Child labour and safeguarding vulnerable groups**

We require all our suppliers to have in place appropriate processes to verify the age of employees. Our suppliers should only employ workers with a legal right to work.

Child labour, as defined by the International Labour Organisation, is any person under minimum employment age according to the laws of the country where the supplier is providing the service or product from. In the absence of such laws, it is the age for completed mandatory education. We support the development of legitimate workplace apprenticeship programmes, provided these programmes are not set up with the intention of disguising child labour.

Zenitech expects our suppliers to treat vulnerable groups with courtesy and respect, ensuring their dignity, safety and well-being. Safe surroundings and working practices should be treated as a priority for vulnerable groups, workplace adjustments should be considered and made where appropriate.

## **Forced labour**

Zenitech expects suppliers not to use, or tolerate in their supply chain, any form of involuntary or forced labour. This includes (but is not limited to) slavery, indentured or debt-bonded labour, servitude, involuntary imprisonment, military or compulsory labour or human-trafficking of any kind.

Work for the supplier must be conducted voluntarily by all workers without the threat of sanctions or penalties. Suppliers will not retain any worker's government issued passport or identification papers as a condition of employment. Every worker should have the right to leave the workplace voluntarily or to terminate their employment without fear of reprisal, receiving any pay they are owed for work performed.

We ask our suppliers to inform us immediately if they become aware of any incidents of slavery or human-trafficking in their business or supply chains. This applies to both local and migrant workers.

## **Freedom of association**

Our suppliers will respect their worker's rights to associate, or not associate, with any works council, trade union or other form of collective bargaining or representation as permitted by local or national laws or regulations and to not discriminate against any worker who chooses to belong to any such group.

Where no such laws protect worker's rights to freedom of association, suppliers should support workers with an independent means of representation to safely and effectively communicate with management regarding working conditions without fear of discrimination, intimidation or harassment.

## **Wages and working hours**

Zenitech expects all our suppliers to ensure wages meet, at least, the legal minimum requirements without unauthorised deductions and include all legally mandated benefits, such as holiday time/pay, parenting leave/pay and sick leave/pay provisions. Where possible, we encourage our suppliers to pay living wages and provide workers with written statements confirming their employment pay and conditions.

Working hours should comply with local or national laws and regulations and workers should not be expected to work (including overtime) in excess of the hours set out in relevant working time legislation, unless the worker has freely opted out with appropriate written evidence.

## **Working conditions / Health & Safety**

We expect our suppliers to comply with all applicable laws and regulations in relation to health and safety and to have in place policies and practices to ensure the health and safety of their workers and to take all necessary steps to provide a safe working environment.

Emergency response procedures should be well established and suppliers should ensure that sufficiently high standards of hygiene and sanitation are maintained in the workplace.

Suppliers should implement safety guidelines and training for workers to reduce the risk of accidents and occupational illness. Workers should feel empowered to raise safety concerns, either directly to management or through an employee concern process without fear of harassment or disciplinary action. Zenitech's Employee Concern Policy can be found on our website.

## **Discrimination**

Suppliers must not discriminate against any worker on the grounds of a protected characteristic, including age, gender, sexual orientation, race, ethnicity, colour, disability, religious belief, political affiliation, trade union membership, marital or pregnancy status or national origin during any stage of recruitment or employment.

We ask our suppliers to commit to a workplace free of harassment or the threat of harassment including physical, mental, sexual or verbal abuse.

## **Data protection and information security**

Our suppliers must protect all information and data received from, or disclosed by, Zenitech or its customers, clients or other stakeholders in the course of doing business. Suppliers should implement security measures to align with contractual, legislative and regulatory obligations (including EU Regulation 679/2016, commonly known as GDPR).

All such information and data must be kept confidential at all times and not used for any purpose other than for which it was made available to the supplier. It should also be protected from unauthorised use or disclosure, destruction or modification by appropriate technical and organisational controls. All due care should be taken when handling, discussing or transmitting such information. The supplier has a responsibility to train its employees in this respect.

If any supplier becomes aware of a data privacy incident or data security breach that may potentially affect Zenitech or its customers, clients or other stakeholders, this should be reported to Zenitech immediately.

Zenitech's GDPR Policy is available on our website.

## **Intellectual Property**

Suppliers have a responsibility to safeguard and take all necessary precautions to protect Zenitech (and its customers, clients and other stakeholders) proprietary intellectual property, even if it is made public. Such intellectual property must only be used by the supplier for the purposes authorised in any contractual agreement.

This includes all logos, copyrights, trademarks, patents, inventions and other proprietary works.

## **Anti-bribery and corruption**

This supplier code of ethics expressly prohibits any and all forms of bribery, corruption, extortion and embezzlement including, without limitation, all statutory obligations under the Bribery Act 2010.

We expect our suppliers to have in place adequate procedures to prevent bribery and corruption in all its forms including, but not limited to, offering, promising or authorising facilitation payments, fraud, money-laundering, theft or the exchanging of anything of value with the purpose or intent of gaining a business advantage.

Suppliers should comply with all applicable laws and regulations relating to fair competition and anti-trust. They must not offer gifts or entertainment to local government officials, or make any form of political contribution, on behalf of Zenitech. In the event of a conflict of interest, suppliers should disclose this information to Zenitech immediately.

Our Anti-bribery Policy is available on our website.

## **Corporate social responsibility (CSR)**

Zenitech is committed to corporate social responsibility and we ask our suppliers to uphold these same values and ethics by being good corporate citizens.

Suppliers are encouraged to support Zenitech's sustainability objectives by reducing waste, improving resource efficiency, and favouring sustainable and responsible sourcing practices where feasible.

## **Tax**

We expect our suppliers to warrant that they, their officers, employees, workers, agents, contractors, sub-contractors and any other persons who perform services for or on their behalf comply with all applicable tax legislation and regulations.

We also ask that our suppliers do not do or omit to do any action which may cause Zenitech to commit a tax offence.

## **Raising a concern**

We believe knowing about potential breaches early means we can deal with them quickly and appropriately. We take every report seriously and we will not tolerate any reprisal against a supplier who has reported a concern in good faith or assisted us with an investigation.

Suppliers should raise any concerns about our business conduct, or a potential breach of this supplier Code of Ethics, directly with their contact in Zenitech in the first instance, however, a concern can also be raised anonymously through our Employee Concern Policy. This is a confidential service for our employees and third parties (including our suppliers) that is managed by our Executive Team.

## **Monitoring**

We ask our suppliers to regularly monitor their own supply chains in accordance with this code of ethics and notify us immediately of any concerns. We may monitor compliance of this code by way of routine or ad-hoc supplier questionnaires or requests for information.

Where non-compliance is identified, suppliers may be required to implement corrective actions within an agreed timeframe and to provide evidence of remediation.

Failure to adequately address identified issues may result in escalation measures, including suspension or termination of the business relationship.

This Code will be reviewed annually, or more frequently where required by changes in legislation, regulation or business operations.

Suppliers are expected to support continuous improvement by responding constructively to feedback, assessments and improvement initiatives related to ethical, environmental and social performance.



## Annexes – Quality & Environmental Requirements

The following annexes form an integral part of this Supplier Code of Ethics. They set out the specific quality-management and environmental due-diligence requirements through which Zenitech, and the suppliers acting on its behalf, align with **ISO 9001:2015** (Quality Management Systems) and **ISO 14001:2015** (Environmental Management Systems).

These requirements apply on a risk-based basis, proportionate to the nature of the goods, services or deliverables provided and their potential impact on client delivery and on the environment. Suppliers are expected to comply with the relevant annex where their activities fall within its scope, and to provide the evidence indicated on request.

### Annex A – Quality Management Requirements

This annex defines the quality management due diligence requirements applicable to suppliers whose products, services or deliverables may affect the quality of Zenitech's output to its clients. These requirements implement ISO 9001:2015 §8.4 (Control of externally provided processes, products and services) and apply to all Tactical and Strategic suppliers, and to Operational suppliers where their output forms part of a client-facing deliverable.

| ISO 9001 Ref. | Requirement                                                     | Zenitech Implementation                                                                                                                                            | Evidence Required                                         |
|---------------|-----------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|
| §8.4          | Control of externally provided processes, products and services | Suppliers are evaluated for quality of service and on-time delivery as part of due diligence and periodic review, proportionate to their category and criticality. | Supplier Register                                         |
| §8.4.2        | Type and extent of control applied to external provision        | The depth of quality assessment and monitoring is scaled to the supplier's category, criticality, and potential impact on client delivery.                         | Category assignment (as per this policy)                  |
| §9.1          | Monitoring, measurement, analysis and evaluation                | Supplier quality performance, including service quality and delivery timeliness, is tracked on an ongoing basis by the contract owner.                             | Performance records (where applicable); Supplier Register |
| §10.2         | Nonconformity and corrective action                             | Quality shortfalls identified through assessment or monitoring are addressed through a structured Corrective Action Plan.                                          | Corrective Action Plan (CAP)                              |

## **A.1 Quality Criteria – Detail**

The following criteria are assessed during Tactical and Strategic supplier evaluation:

- Quality management certification: evidence of ISO 9001 certification or an equivalent recognised quality management system.
- Quality of service: consistency and reliability of the goods, services, or deliverables provided, evidenced through track record, references, or trial period performance.
- Delivery performance: the supplier's ability to deliver in line with agreed timelines and commitments.
- Quality assurance processes: documented internal QA/QC procedures, testing, and inspection practices relevant to the goods or services supplied.
- Non-conformity management: evidence of a structured process for identifying, recording, and correcting quality defects or service failures.
- Continuous improvement: evidence of ongoing efforts to improve service quality, processes, or outcomes over time.
- Resource and competency management: adequacy of skilled resource, training, and succession arrangements to sustain consistent quality of delivery.
- Customer feedback handling: processes for capturing and acting on client feedback and complaints.

## **A.2 Quality Contract Clauses**

Contracts with Tactical and Strategic suppliers that directly impact the quality of Zenitech's service provision to clients are expected to include quality provisions addressing:

- Quality standards: the expected quality standards and performance levels for the goods, services, or deliverables provided.
- Incident notification: notification obligations in the event of a significant quality failure or service disruption.
- Audit and reporting rights: Zenitech's right to request and receive quality performance data, reports, or audit access.
- Escalation and remediation: an agreed escalation and remediation process for identified quality shortfalls, including corrective action.
- Continuous improvement commitment: the supplier's commitment to maintain and continuously improve quality performance over the contract term.

## Annex B - Environmental Requirements

This annex defines the environmental due diligence requirements applicable to suppliers whose activities may have a significant environmental impact. These requirements implement ISO 14001:2015 §8.4 (Control of externally provided processes, products and services) and apply to all Tactical and Strategic suppliers.

| ISO 14001 Ref. | Requirement                                                     | Zenitech Implementation                                                 | Evidence Required           |
|----------------|-----------------------------------------------------------------|-------------------------------------------------------------------------|-----------------------------|
| §8.4           | Control of externally provided processes, products and services | Environmental screening of all Tactical and Strategic suppliers.        | EMS section of DD Form      |
| §8.4 /A2       | Environmental criteria in procurement                           | Preference for ISO 14001-certified suppliers; eco-label scoring.        | Procurement criteria review |
| §6.1.2         | Environmental aspects in supply chain                           | Supplier environmental impact assessed at onboarding.                   | Environmental risk register |
| §9.1.1         | Monitoring supplier environmental performance                   | Annual environmental performance review; KPIs in contracts.             | Review records; KPI reports |
| §8.2           | Emergency preparedness                                          | Suppliers with environmental risk must have a documented response plan. | SEMS / BCP documentation    |

## **B.1 Procurement Environmental Criteria – Detail**

The following criteria are assessed during Tactical and Strategic supplier evaluation:

- Environmental certifications: ISO 14001, EMAS or equivalent.
- GHG emissions data: available carbon footprint data (minimum boundary Scope 1 & 2 emissions).
- Carbon reduction: documented net-zero or carbon reduction target.
- Energy efficiency: evidence of an energy efficiency programme.
- Waste management: evidence of a waste minimisation programme and compliance with applicable waste regulations.
- Supply chain: supplier's own supply chain environmental requirements evidenced.

## **B.2 Environmental Contract Clauses**

Contracts with Tactical and Strategic suppliers must include environmental provisions addressing:

- Compliance with applicable environmental legislation throughout the contract period.
- Notification obligations in the event of an environmental incident or regulatory action.
- The right to request and receive environmental performance data or reports.
- A commitment to maintain and improve environmental performance over the contract term.