

## VENDOR CODE OF CONDUCT

### Overview

This Vendor Code of Conduct (“COC”) outlines the expectations by Foundation Source of vendors and other third-party resources performing services to or on behalf of Foundation Source (“Vendors”). This COC may be updated and revised from time to time to reflect current market practices and our own policies.

### Scope and Applicability

Foundation Source is committed to conducting business in a legal, ethical, and responsible manner and we expect our Vendors to be committed to the same high level of standards. This COC sets out the principles, guidelines, and expectations we have of our Vendors in conducting business responsibly and with integrity. In addition, our Vendors are expected to fully comply with the laws and regulations of the countries in which they operate.

### Compliance with the COC

All Vendors and their employees (including temporary staff) and subcontractors are expected to adhere to the principles set forth in this COC while conducting business with, or on behalf of, Foundation Source. Vendors are responsible for communicating the provisions of this COC to their employees (including temporary staff) and any subcontractors and to self-monitor their compliance with this COC.

### Ethical Dealings

Vendors will operate with integrity, in an ethical manner and in compliance with all applicable laws, rules and regulations applicable to their industry and place of business. Vendors will not engage in bribery, corruption, embezzlement, extortion, kickbacks, excessive commission, inducements or fees and any other prohibited business practices.

Vendors are expected to:

- Compete strictly based on the merits of their products and services.
- Comply with applicable anti-bribery and corruptions laws, regardless of where in the world they are operating, and must engage in appropriate due diligence to ensure that subcontractors are not likely to engage in corruption.
- Not engage in bribery, corruption, embezzlement, extortion, kickbacks, excessive commission, inducements or fees and any other prohibited business practices of any kind.
- Comply with all applicable trade laws and regulations.
- Comply with applicable privacy, data protection and data exportation/importation laws and regulations.
- Comply with antitrust laws and fair competition laws that govern the jurisdiction in which they conduct business.
- Not participate in any international boycotts that are not sanctioned by the U.S. government or applicable laws.

- Not use Foundation Source's trademarks, intellectual property, or confidential information without written prior authorization from an authorized Foundation Source officer.
- Not knowingly engage in any activity that may adversely impact Foundation Source's reputation.
- Avoid all actual or apparent conflicts of interest in their dealings with Foundation Source, and to notify Foundation Source in the event of any circumstances or interests that give rise to any such conflict.

### **Anti-Money Laundering**

Vendors must comply with applicable anti-money laundering and anti-terrorism regulations. Accordingly, Vendors are expected to accurately record, maintain, and report financial documentation, and maintain appropriate mechanisms to ensure neither it nor its employees use the Vendor's relationship with Foundation Source to disguise the sources of illegally obtained funds.

### **Gifts and Entertainment**

Vendors may not provide or offer any gifts, entertainment, or anything else of monetary value to influence or obtain preferential treatment in contractual or other business dealings. Vendors must ensure that the offering or receipt of any gift or business courtesy is of reasonable value and pursuant to a legitimate business purpose. Further, Vendors must ensure that such exchanges do not violate the rules and standards of the recipient's organization and are consistent with reasonable marketplace customs and practices.

### **Data Security**

Vendors will handle and process data only for the purposes for which it was collected or otherwise made available. Vendors shall demonstrate appropriate industry standard and best practices data security controls to ensure that all information is protected and secure from damage and unauthorized use. In addition to such minimum requirements, Vendors shall also follow any data security policies and requirements specified in contractual agreements with Foundation Source.

Vendors must respect and maintain the confidentiality of all non-public information about Foundation Source and its activities, and all non-public information obtained in the performance of the vendor's obligations about Foundation Source's customers, clients or applicable third parties.

Subject to any contractual requirements, vendors will notify Foundation Source at [infosecurity@foundationsource.com](mailto:infosecurity@foundationsource.com) without undue delay of any known or suspected data security breaches and will work with Foundation Source and, if applicable, law enforcement to contain the breach and determine a root cause.

### **Labor Standards**

Foundation Source is committed to developing an organizational culture which implements a policy of support for internationally recognized human rights and labor standards. Consequently, Foundation Source expects its Vendors to set the same standards. In general, Vendors shall identify their own human rights risks and provide adequate remedy to mitigate any such risks.

### Child Labor

- Vendors will not use child labor. The minimum age for employment will be the minimum age under local law.
- Workers under the age of 18 should not be involved in activities likely to jeopardize their health, safety or morals or interfere with their compulsory education.

### Involuntary Labor

- Vendors will not use any forced, compulsory or involuntary labor, whether bonded, indentured, or imprisoned.
- Vendor employees (including temporary staff) shall be able to terminate their employment with reasonable notice.

### Racism and Discrimination

- Foundation Source respects individual and cultural differences and will not tolerate racism or discrimination of any kind and expects its Vendors to share that commitment.
- Vendors will not discriminate in screening, hiring, or employment practices based on race, color, age, sex, gender, gender identity, gender expression, sexual orientation, marital status, ethnicity, national origin, caste, disability, family status, social origin/ socioeconomic background, genetic information, medical condition, pregnancy, religion, political affiliation, or covered veteran status.
- Vendors will not permit harassment, sexual harassment, corporal punishment, inhumane treatment, bullying, and threats of physical violence.

### Wages, Benefits and Working Hours

- Vendors will comply with applicable wage and working hour laws and regulations, including those relating to minimum wages, regulated hours of work, daily and weekly rest periods, and annual holidays and legally mandated benefits.
- Vendors will compensate their employees (including temporary staff) for hours worked in a globally known currency. Other forms of compensation, such as stock, equity, and employer sponsored unqualified plans are also acceptable.

### Fair Treatment

- Vendors will treat employees (including temporary staff) with dignity and respect. Physical abuse, the threat of physical abuse, sexual or other harassment, verbal abuse or any other form of intimidation are prohibited.
- Vendors will not retaliate against employees (including temporary staff) who report abuse, discrimination, ethical concerns or violations of law.

**Health and Safety**

Vendors will provide employees (including temporary staff) with a safe and healthy workplace in compliance with all applicable laws and regulations. Vendors will take adequate steps to prevent accidents and injury to health at work including providing workers with appropriate workplace health and safety information and training.

**Diversity**

Foundation Source is committed to dealing with all Vendors with integrity and in an ethical manner and to support and encourage the aspirations of diverse groups, including but not limited to minority- and women-owned businesses.

**Environmental Responsibility**

- Vendors will comply with all applicable environmental laws and regulations.
- Vendors are expected to operate in an environmentally responsible manner and strive, as far as practical, to manage and minimize negative environmental impact of its operations, products and services, by considering factors including use of energy, greenhouse gas emissions, water, biodiversity, waste, hazardous materials and other natural resources.
- Foundation Source is fully committed to having a positive impact on the environment and reducing its environmental footprint. Therefore, Foundation Source expects its Vendors to work to reduce their environmental footprints in areas within their control.
- Vendors will also strive, as far as practical, to reduce waste, water usage, and making efficient usage of natural resources.