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1 Purpose

This Supplier Code of Conduct outlines our expectations of Suppliers and is part of our commitment to work with others who embrace ethical standards consistent with our own. We ask that Suppliers to Torx support our commitment to doing the right thing, for our business, our people, the wider community and the environment.

Suppliers are expected to be aware of, understand and build processes to comply with applicable laws in jurisdictions where it operates or conducts business.

We appreciate that you may have your own company values and developed your own policies, however we expect that these policies comply and align with this Supplier Code. Every Supplier is expected to meet these standards in connection with the operations of its business. Suppliers are also expected to apply equally high standards in their own supply chains.

A Supplier’s individual contract with Torx may contain provisions addressing some of these same issues. Nothing in this policy should substitute provisions in those contracts.

2 Scope

This Supplier Code of Conduct applies to any organisation that contracts with Torx to supply goods or services to Torx, contracts with Torx for the purposes of serving Torx customers, or has entered into any other type of business relationship with Torx (“Supplier”).

3 Ethics and integrity

Torx is committed to the highest ethical business standards and compliance with all applicable laws, rules, and regulations in the countries where we do business. We expect Suppliers to conduct business ethically and with integrity and make sure your own Suppliers do the same.

Suppliers and their officers, directors and employees must not engage in bribery or corruption in any form, either directly or through third parties. We expect our Suppliers to promote anti-bribery and anti-corruption compliance in their organisations through developing their own standards, which should be designed to facilitate compliance with applicable legal requirements, including the U.S. Foreign Corrupt Practices Act and UK Bribery Act.

Suppliers must not give gifts or entertainment to Torx employees or representatives, that create a conflict of interest or the appearance of a conflict. Modest gifts and hospitality may be permissible so long as they are not provided with the intent to improperly influence decisions or impair objectivity related to its business dealings, are modest in value, infrequent, unsolicited, given on a customary gift giving occasion, reasonable and customary in our business and comply with local laws.

4 Data security and privacy

By entering into the supply of goods or services for Torx the Supplier agrees to protect our confidential assets and information (including personal information) and only use confidential information for the purposes for which it was provided. Suppliers must promptly notify Torx if they become aware of any intentional or unintentional improper disclosure or use of our confidential information. Suppliers must comply with applicable laws and regulations related to the protection and use of personal information.

5 Equality, diversity and inclusion

Suppliers must strive to promote an environment that is free from discrimination and inclusive of all people and their unique abilities, strengths and differences. Suppliers must provide equal opportunities, in all aspects of employment and must not subject their workers to any illegal discrimination with regard to recruitment, hiring, remuneration, promotion, access to training, professional development, retirement or termination. Any employment decisions must be based on worker's ability and not on personal characteristics including, but not limited to, age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex or sexual orientation.

Suppliers are expected to have a comprehensive commitment throughout their organisation to build a culture of inclusion of all backgrounds and comply with all applicable laws relating to discrimination.

6 Employment and working conditions

Suppliers must treat their employees with respect and dignity and promote a culture and workplace that is respectful and safe and does not tolerate harassment of any kind. They must not engage in any kind of physical, verbal, psychological or sexual abuse, harassment or any other forms of intimidation or misconduct.

Suppliers must meet, and strive to exceed, applicable standards regarding working conditions across its entire workforce, including, without limitation, laws, regulations, and standards relating to the payment of the minimum legal wage or a wage that meets local industry standards, any legally prescribed benefits, the observation of legally mandated break and rest periods and the health and safety of the workers in the workplace.

Suppliers must not use forced or involuntary labour nor demand work or services from an individual under threat or coercion. Work must be conducted based on freely agreed terms.

Suppliers must fully comply with the applicable legal requirements of slavery, forced labour and human trafficking laws (e.g., UK Modern Slavery Act 2015), and enact practices to ensure compliance with such laws.

Torx does not tolerate child labour in any form. Suppliers must act in compliance with all laws regulating minimum working age for each position, including any laws pertaining to the employment, apprenticeships, and internships of youths and students.

7 Wellbeing, health and safety

Suppliers must meet and strive to exceed requirements of applicable health and safety laws and regulations. Suppliers must maintain a clean, healthy and safe workplace. Suppliers must adopt practices to minimise health and safety risks and reduce the potential for injuries and illnesses in the workplace by eliminating or minimising workplace hazards and providing health and safety training to workers.

8 Sustainability and environment

Suppliers must meet all requirements of applicable environmental laws and regulations related to their products' development, manufacturing, and distribution. Suppliers must strive to continually improve their environmental footprint including the promotion of sustainability initiatives such as energy and water conservation, pollution prevention, waste minimization, reuse, and recycling practices.

9 Reporting a concern

Torx expects Suppliers to have a policy and process for reporting of workplace concerns. The policy and process should be transparent and understandable, and should protect reporting and participating individuals from retaliation.

To report any concerns around the contents of this Supplier Code, you are encouraged to work with your primary Torx contact in resolving your concern.

10 Policy owner

This policy is owned and maintained by Torx Software Ltd.

11 Policy review date

Date last reviewed: December 2022