

**VENDOR CODE OF  
CONDUCT**

## ➤ About Kinaxis

We care deeply about supply chains, people and the planet. Every day, we are empowered to work together to help our customers make fast, confident decisions to improve agility and resiliency. This is how we create a better world for each other, for our customers and for generations to come.

## ➤ Introduction

Kinaxis Inc. and its affiliates (referred to collectively as “Kinaxis”) are committed to socially responsible, professional, and ethical business practices and strive to align this commitment with Kinaxis’ purchasing policies. This Vendor Code of Conduct (the “Code”) summarizes Kinaxis’ expectations of its Vendors (as defined below) and reflects Kinaxis’ concern for all individuals, including its vendors’ workers. Local customs and laws vary by country, but the importance of human rights is universal and this Code is intended to reflect that importance.

As a signatory to the United Nations Global Compact, Kinaxis recognizes that a critical part of our responsibility as a leader in supply chain orchestration solutions is to lead by example. The UN Global Compact is a call to companies to align their operations and strategies globally with its ten principles in the areas of human rights, labour, environment and anti-corruption. Kinaxis is guided by these principles and is committed to conducting business only with individuals and organizations who act in accordance with internationally recognized industry standards of:

- business ethics;
- safe and healthy workplaces; and
- social and environmental responsibility

## ➤ Scope

This Code applies to all third parties that provide products or services to Kinaxis, or that are engaged to act for or on behalf of Kinaxis, including our vendors, partners, consultants and contractors (each referred to in this Code as a “Vendor”). All Vendors must carefully review and agree to the terms of the Code as a condition of doing business with Kinaxis, and must continue to meet or exceed the minimum standards described in the Code. Our Vendors are responsible for ensuring that their suppliers, employees, agents and subcontractors are aware of and comply with the Code and other Kinaxis policies and procedures communicated to them.

In doing business with Kinaxis, Vendors must operate in compliance with all applicable laws, rules and regulations and must ensure that their suppliers, employees, agents and subcontractors do the same.

# ➤ Violations of the Code

## *Speaking up*

Vendors must report any violations or suspected violations of Kinaxis' policies and procedures or any applicable law, rule or regulation.

To speak up or disclose any known or suspected violations, reach out to any member of the [Kinaxis legal team](#) or through our [Ethics Helpline](#), which is independently hosted by a third party for anonymous reporting.

At Kinaxis, we don't allow any form of retaliation against those who speak up in good faith. Come forward, know that you're protected, and understand that by speaking up, you're helping us to uphold the highest standards of integrity.

## *Recordkeeping and audit*

Vendors must maintain accurate records to demonstrate compliance with the Code and must not destroy any records that may be relevant to legal or regulatory proceedings. Kinaxis reserves the right, upon thirty days' prior written notice, to conduct an appropriate audit of each Vendor to ensure compliance with the Code no more than once per calendar year (except as required by law or regulation). Vendors must reasonably cooperate with any audits or investigations into violations or suspected violations of the Code.

## *Consequences*

Kinaxis takes all reported violations of the Code seriously and will review and investigate reports promptly, thoroughly and fairly, taking appropriate action whenever necessary. Vendors must do their part by taking prompt action to remedy any violation of the Code. Failure to comply shall be considered a breach of the Vendor's agreement(s) with Kinaxis and may result in suspension or termination, in whole or in part, of such agreements. The Code is not to be read in lieu of but in addition to the Vendor's obligations as set out in any agreements between Kinaxis and the Vendor. In the event of a conflict between the Code and an agreement with a Vendor, the Code will govern.

# ➤ Human rights and labour conditions

We want to make the world better through our supply chain orchestration solutions, and beyond. That's why, in our work, we make it a priority to advance the human rights of everyone, everywhere. This commitment means more than doing business ethically. It means treating people with decency, dignity and respect, and expecting everyone who works with us or for us to do the same. We stand up against all forms of human rights abuses, including:

**Forced labour.** All work must be voluntary. Vendors shall not use forced or involuntary labour of any kind, including but not limited to prison labour, slave labour, trafficking of persons, debt bondage, indentured labour or otherwise. Workers must be free to leave work at any time or terminate their employment without penalty if reasonable notice is given as per worker's contract.

**Inhumane treatment.** Vendors shall be committed to creating a workplace free of harassment and shall not subject workers to any form of harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying or verbal abuse. Vendors must comply with appropriate working hour requirements including overtime, breaks and rest periods.

**Unfair wages.** Vendors must pay workers at least the minimum wage required by the applicable local laws and provide all legally mandated benefits including holidays and leaves and applicable premium rates for overtime. Vendors shall not make any deductions from worker wages as a disciplinary measure.

**Child labour.** Kinaxis stands up against all forms of child labour and so too shall its Vendors. In addition, Vendors must comply with all legal requirements for the work of authorized young workers, particularly those pertaining to hours of work, wages, and safe working conditions.

**Discrimination.** Vendors shall provide a workplace free of discrimination on the basis of:

- |                                  |                            |                                    |
|----------------------------------|----------------------------|------------------------------------|
| – Race                           | – Citizenship              | – Disability                       |
| – Ancestry                       | – Creed                    | – Age                              |
| – Place of origin                | – Sex, including pregnancy | – Marital or family status         |
| – Ethnic origin, including caste | – Sexual orientation       | – Record of offences               |
| – Religion                       | – Gender identity and      | – Any other status protected by    |
| – Language                       | gender expression          | applicable local laws or customers |

## Freedom of association

At Kinaxis we also recognize the basic right of employees to join, assist and seek representation from labour unions and workers' councils and to bargain collectively, in accordance with local laws regarding the freedom of association, and to do so without fear of reprisal, intimidation or harassment. Vendors must respect the rights of its workers to have the freedom of association, without risk of being harassed or retaliated against for exercising these rights.

## ➤ Health and safety

Our people are at the core of all we do, so it should be no surprise that health and well-being is among our highest priorities. We expect the same from our Vendors. Vendors are expected to put health and safety first by following relevant laws and regulations and this Code and responding swiftly to all reported health and safety concerns.

***Workplace and occupational safety.*** Vendors must provide all workers with a safe and healthy workplace and adequate procedures to prevent accidents and injury in the course of performing their work-related duties. Vendors must have evacuation procedures, worker training and drills, appropriate first aid supplies, fire detection and suppression equipment as well as clearly marked exits in all facilities.

***Housing and living conditions.*** Workers shall have access to clean toilet facilities, potable water, sanitary food preparation areas, and storage facilities. Worker dormitories if provided by a Vendor must be clean and safe with adequate heat and ventilation and reasonable personal space.

***Hazardous substances.*** Vendors must post material safety data sheets in the primary language of workers and train workers in the labelling, safe handling, use and storage of any hazardous materials.

## ➤ Environment

At Kinaxis we recognize our responsibilities as a leader in supply chain orchestration solutions, and we are committed to applying our unique and specialized resources toward the collective global efforts relating to responsible consumption and production and climate action. Our Vendors and their actions are an integral part of these efforts.

***Environmental authorizations and reporting.*** Vendors shall take all necessary precautions and comply with all applicable environmental regulations. All required environmental permits, licenses, information registrations and restrictions shall be obtained, and their operational and reporting requirements followed.

***Hazardous materials and product safety.*** Vendors shall identify hazardous materials, chemicals, and substances, and ensure their safe handling, movement, storage, recycling, reuse, and disposal. Vendors shall comply with all applicable laws and regulations related to hazardous materials, chemicals and substances.

***Sustainability.*** Vendors shall be mindful of their environmental footprint by minimizing its use of natural resources and the environmental impact of their activities. This includes minimizing waste, recycling and reusing and reducing greenhouse gas emissions.

## ➤ Confidentiality, anti-corruption and ethics

We have a responsibility to build trust with all of our internal and external stakeholders - through openness, transparency and accountability. Doing so is absolutely critical in protecting not only our customers, suppliers, employees and investors, but also Kinaxis' reputation as a partner that stakeholders can trust.


**Confidentiality.** Vendors shall protect Kinaxis' confidential and proprietary information and shall not use or disclose such information other than with the express written consent of Kinaxis.

**Gifts and entertainment.** Vendors must not offer, pay for, or give gifts or entertainment (including, but not limited to, cash, gift cards, tickets to events or concerts) to Kinaxis employees or those working on behalf of Kinaxis with the intention to influence or appear to influence business decisions in any way.

**Bribery and anti-corruption.** We are deeply committed to conducting business in accordance with the highest ethical standards. Corruption, bribery, extortion, and embezzlement are strictly prohibited. Vendors must not pay or accept bribes or participate in other illegal inducements in business or government relationships. Bribery may also occur where the offer or giving of a bribe is made by or through a third party, for example, an agent, representative or intermediary.

**Conflicts of interest.** Vendors should avoid any interaction with any Kinaxis employee that may conflict or appear to conflict with that employee acting in the best interests of Kinaxis. A conflict of interest occurs when an individual's private interests interfere, or appear to interfere, with the best interest of Kinaxis. For example, if a Vendor employee is a family relation to a Kinaxis employee, this may represent a conflict of interest and should be disclosed to Kinaxis. Keep in mind that even the appearance of a conflict can erode the trust others place in Kinaxis, and should be disclosed.

**KINAXIS<sup>®</sup>**

 Powering the world's supply chains