

TECHMATION SUPPLIER CODE OF CONDUCT

PURPOSE

The purpose of the Supplier Code of Conduct (“SCOC”) is to outline Techmation Electric & Controls Ltd.’s (“Techmation”) expectations of its suppliers, vendors, contractors, service providers, manufacturers, and distributors (in such capacity, referred to herein as “Third Parties”). Our SCOC is a statement of Techmation’s business practices and the expectations of our Third Parties. It reflects our commitment to a culture of honesty, integrity, and social responsibility. Third Parties are expected to conduct themselves in a way that maintains Techmation’s reputation and standards.

SCOPE

The following principles and standards shall apply to all Third Parties working for or with Techmation or providing goods or services to Techmation. Third Parties are to conduct themselves consistent with this SCOC and Techmation’s Code of Business Conduct and Ethics. Each Third Party is advised to communicate these standards to its relevant personnel, as well as any subcontractors engaged by such Third Party in connection with work performed for Techmation.

PRINCIPLES AND STANDARDS

BUSINESS ETHICS

Techmation will conduct its business in accordance with high ethical and legal standards. Techmation is committed to being a good corporate citizen and, as such, will comply in all respects with all laws and regulations that are applicable to its business.

The core values and principles under which Techmation expects all third parties to conduct Techmation’s business are:

1. To act honestly and in good faith, both within Techmation and in dealings with third parties;
2. To respect and trust others to create positive relationships;
3. To act in, and actively pursue, the best interests of Techmation;
4. To comply, both personally and corporately, with the applicable laws and regulations;
5. To respect, safeguard and maintain Techmation’s tangible and intangible assets;
6. To maintain confidentiality with respect to all Techmation data and information;
7. To avoid conflicts of interest, or if unavoidable provide prior disclosure to the President; and
8. To maintain a healthy, safe and positive work environment.

STANDARDS OF CONDUCT

The following examples do not cover the full spectrum of activities of all representatives but they are indicative of Techmation’s commitment to the maintenance of high standards of conduct and are to be considered descriptive of the type of behavior expected from all third parties.

Third Parties should not:

1. Use or obtain Techmation’s assets for personal consumption, benefit or use and must at all times strive to maintain and safeguard such assets.
2. Accept or give directly or indirectly: gifts of more than modest value; loans; cash in any amount; excessive entertainment or travel; payments; services; or other significant or unusual

- favors from or to any person or company which does or is seeking to do business with, or is a competitor of Techmation.
3. Make payments or gifts for the purpose of influencing any government or regulatory personnel having jurisdiction or influence over the business of Techmation.
 4. Give preferred treatment to a relative, friend or acquaintance in hiring, assessment of performance, career progression, or compensation of such person.
 5. Participate in any transaction involving the interests of Techmation in which the third party or a close relative (spouse, child, parent, brother, sister, in-law, friend or close acquaintance of the third party) has a personal interest, unless expressly authorized in writing to do so after the relationship has been disclosed to and has the consent of the President.
 6. Disclose to unauthorized persons or use for personal benefit information of a confidential nature which is not generally available to the public.
 7. Secure, capture or reserve for personal benefit or another entity any business opportunity that came to an third party by virtue of his or her relationship with Techmation or in any other way belongs to or may belong to Techmation.

CONFLICTS OF INTEREST

Situations where third parties may have to deal with conflicts of interest are numerous. Third parties are always required to act in the best interest of Techmation and to avoid any situation which may result in a conflict between their personal interests and the interests of Techmation. Prompt and full disclosure must be made to the President of any situation that may involve or appear to involve an actual or potential conflict of interest. In all cases, the responsibility is on the third party to make such disclosure prior to participating in the activity rather than such participation becoming the subject of a conflict of interest review at a later date.

It is not possible to identify an exhaustive list of conflicts of interest and the following examples are generally intended to provide third parties with an understanding of situations or events where a conflict of interest occurs or may be perceived to occur. Situations providing rise to conflicts of interest on the part of the third parties include:

1. Serving as director, officer or consultant of any outside entity which does business with or is a direct competitor of Techmation. This shall be disclosed to the President and any exception made shall be by written consent of the President of Techmation.
2. Competing with Techmation either directly or indirectly;
3. Owning or controlling a significant interest in and participating directly or indirectly in the profits of any outside entity which does business with or is a direct competitor of Techmation;
4. Participating in activities which would tend to or in any other way:
 - a. Deprive Techmation of the time or attention required to perform the employee's duties properly; or
 - b. Create an obligation which would affect the employee's judgment or ability to act in Techmation's best interests;
5. Engaging in community or political activities in any matter where there may be a conflict with the best interests of Techmation; and
6. Personal relationships (spouse, child, parent, brother, sister, in-law, friend or close acquaintance of the third party) with Techmation's competition, supply chain or clientele must be disclosed and have approval of the President prior to hire or upon commencement of relationship. Failure to disclose and have approval of this relationship from the President may lead to immediate dismissal.

ANTIBRIBERY AND CORRUPTION

Techmation is committed to conducting business that is free from all forms of corruption or bribery, including money laundering and fraud. Techmation is committed to compliance with all applicable anti-bribery and anti-corruption laws and regulations in the jurisdictions in which we operate. No third party shall request or accept a bribe, kickback or any benefit provided to improperly influence a decision, action, or inaction by Techmation or the third party. This representation is not intended to include customary and reasonable gifts and entertainment provided in the ordinary course of business, to the extent such gifts and entertainment are permitted by law.

CONFIDENTIALITY

Generally, all information regarding the business and activities of Techmation is considered confidential unless publicly disclosed as part of Techmation's reporting obligations. The disclosure of confidential information to any party outside of Techmation has a risk of eroding Techmation's competitive business position.

Third parties with undisclosed confidential information shall not be communicating such information to any other party (including other third parties) within or associated with Techmation unless it is necessary in the course of business to do so. Disclosure of confidential information to third parties shall not be made except where specifically approved by management.

Generally, third party disclosure will require the existence of confidentiality agreements or other contractual arrangements which preserve the confidentiality of all proprietary information to be communicated regardless of whether it belongs to Techmation. All third parties with knowledge of undisclosed confidential information must be careful not to discuss information with each other in situations where they may be overheard.

HEALTH AND SAFETY

Techmation is committed to establishing and maintaining safe and healthful working conditions for all employees and conducting its activities in a safety conscious and environmentally responsible manner. The awareness of safety standards, regulatory requirements, technical and conventional standards and restraints should assist Techmation in improving operations, thereby avoiding injury or sickness to all persons and damage to property and the environment. Third Parties are expected to:

1. Read and be aware of Techmation's environmental and safety policies and procedures adopted and in place from time to time;
2. Actively participate fully in efforts to improve operations to avoid injury, sickness or death to persons and damage to property and the environment.
3. Give due regard to all applicable safety, regulatory requirements and any other applicable technical and conventional standards; and
4. Report any environmental, health or safety issues, incidents, or incidents to their respective supervisor.

CHILD AND FORCED LABOUR

Child and Forced Labour are pervasive problems throughout the world. As a Canadian employer and purchaser of services and goods outside of Canada, Techmation Electric & Controls Ltd (Techmation) has an important role to play in these issues. To this end, Techmation has adopted the following Policy to reinforce its core value of treating all people with dignity and respect:

1. Techmation strictly and explicitly prohibit the use of child Labour and forced or compulsory Labour. No employee of a third party is made to work against his or her will, or subject to corporal punishment, to threat or to coercion of any type in relation to work.
2. We will not tolerate the exploitation of children, their engagement in unacceptably hazardous work, and the physical punishment, abuse, or involuntary servitude of any worker.
3. We expect the suppliers and contractors with whom we do business to uphold the same standards. Should a pattern of violation of this policy become known to Techmation and not be corrected, we shall discontinue the business relationship.
4. For purposes of this policy and for instances outside of Canada, as defined by the International Labour Organization (ILO), a “child” is anyone who is less than 15 years of age.
5. For purposes of this policy and for instances inside of Canada in which our facilities are located; in Alberta, a “child” is anyone who is less than 18 years of age, in B.C. a “child” is anyone who is less than 19 years of age and in Saskatchewan, a “child” is anyone who is less than 17 years of age. Any work conducted in any other Canadian province shall follow the respective provincial definition of a minor.
6. Techmation supports temporary workplace internship and apprenticeship education programs for younger persons as well as customary seasonal employment so long as such persons are closely supervised and their morals, safety, health, and compulsory education are not compromised in any way.

It is the responsibility of management to implement and ensure compliance with this Policy at Techmation facilities in each region that we work. Techmation Procurement has the responsibility for ensuring the implementation and compliance with the principles on a global basis by Techmation suppliers and contractors.

REPORTING

Any person with reason to believe that our suppliers, vendors, or other business partners are not following the standards and principles of this SCOC is asked to report through Techmation’s confidential Whistleblower email: whistleblower@techmationelectric.com

The relationship between Techmation and its business partners will not be affected by an honest report of illegal or unethical behavior. Techmation reserves the right to terminate its relationship with any Third Party in its sole discretion without liability to Techmation in the event of any *noncompliance* with this Code, including any breach of the anti-corruption provisions.

DATE: May 23rd, 2024

PRESIDENT: _____
Derek Polsfut

