



Subject: **Supplier Code of Conduct**
 Approved by: **Casey Verwoerd, CFO**
 Date Issued: **December 31, 2023**
 Replaces Policy Dated: -
 Application: **All MACLEAN Operations**
 Revision: **Original**

SCOPE:

MacLean Engineering & Marketing Co. Limited (“MacLean”) Supplier Code of Conduct applies to all suppliers, contractors and consultants (“Suppliers”) of the Company. We expect that all the employees of the company to know, understand, follow, and uphold the requirements contained within this policy and should review this policy on a regular basis. Failure of a MacLean Supplier, to follow the Supplier Code of Conduct may result in termination of their relationship with MacLean.

PURPOSE:

Maclean is committed to the highest standards of business conduct in our relationships with Suppliers and expects Suppliers to adhere to this Supplier Code of Conduct and implement these requirements in a manner that is appropriate and proportional to the nature and scale of their activity, the goods that they supply and the services that they perform. While MacLean recognizes that its Suppliers operate in different legal and cultural environments, the standards set forth in this Supplier Code of Conduct operate as a benchmark for acceptable conduct. Where applicable local laws impose less restrictive obligations on the Supplier, the Supplier is expected to adhere to the standards of this Supplier Code of Conduct. Where applicable local laws impose greater obligation on a Supplier, the Supplier must comply with such local laws and regulations.

POLICY:

Expectations of Suppliers

Complying with Laws and Ethical Standards

Suppliers are required to act in accordance with all laws and regulations applicable to their business and in the jurisdiction in which they operate. Suppliers are encouraged to support the principles of the United Nations Global Compact and the International Labour Organization (“ILO”) Core Standards and Declaration on Fundamental Principles and Rights at Work.

Human Rights

Forced and Child Labour

The use of forced, bonded, compulsory labour or any form of modern slavery by the Supplier is strictly prohibited. This includes work for services not voluntarily performed that is exacted or coerced from a

	Date	Who	Revision
Revised	12-31-23	WP	
Dept Mgr Approval	12-31-23	WP	0
Executive Approval	12-31-23	CV	



person under threat, force or penalty, or threatened abuse of law or legal process. Suppliers are prohibited from engaging in, or benefitting from, any form of human trafficking.

MacLean does not accept child or forced labour at any of its Suppliers. MacLean supports the United Nations (U.N.) Convention on the Rights of a Child (1989) which stipulates:

- All actions concerning the child shall take full account of his or her best interests.
- The right of the child to be protected from economic exploitation and from performing any work that is likely to be hazardous or to interfere with the child's education, or be harmful to the child's health or physical, mental, spiritual moral or social development.

In addition, this Code of Conduct is based on the International Labour Organizations (ILO) Minimum Age Convention in which a child is defined as a person below 15 years of age, unless local minimum age law stipulates a higher age for work or mandatory schooling in which case the higher age will apply.

Diversity and Inclusion

Inclusivity, diversity, and tolerance are important principles at MacLean and Suppliers should promote an inclusive work environment that celebrates the diversity of its employee base. Discrimination in employment means any distinction or exclusion made based on the personal characteristics of an individual such as age, race, colour, religion, gender, national or ethnic group, sexual orientation, gender identity or inter-sex status, disability, marital or family status, pregnancy, pardoned conviction, veteran status, or any other characteristic protected by law, with no bearing on a worker's professional duties.

Environment

Suppliers must comply with all environmental laws where they operate and actively manage any environmental risks due to their activities. In addition, Suppliers must comply with MacLean's Environmental Policy during the course of any visit to, or operations on, any MacLean facility.

Community Relations

Suppliers are encouraged to engage with local communities, to foster social and economic development and to contribute to the sustainability of the communities in which they, and MacLean, operate. Without limiting the foregoing, Suppliers are encouraged to employ local workers and source goods and services locally wherever possible.


Health and Safety

Suppliers must provide a safe, clean, and healthy work environment and abide by all applicable laws with respect to occupational health and safety. Suppliers should ensure that actual and potential risks to worker health and safety are identified, assessed, and eliminated or managed to mitigate their impacts and ensure preparedness. This includes implementing appropriate safety procedures and preventative maintenance, deploying training, and providing Personal Protective Equipment ("PPE") as required.

Confidentiality and Data Protection

Suppliers must safeguard and not improperly disclose any confidential, sensitive, and non-publicly available business information pertaining to MacLean, including but not limited to its employees,

	Date	Who	Revision
Revised	31-12-2023	WP	
Dept Mgr Approval	31-12-2023	WP	0
Executive Approval	31-12-2023	CV	



customers and suppliers, financial information, and intellectual property. Suppliers must adhere to applicable information security, data protection and privacy laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and deleted. Suppliers must account for the need to protect the confidentiality, integrity, and accessibility of information. Suppliers must comply with any contractual requirements on information security and data protection and destruction.

Trade Regulation, Anti-Bribery and Anti-Corruption

Suppliers must comply with all applicable international trade export control, economic sanctions or embargo laws, and customs laws and regulations. In addition, suppliers must comply with all applicable national and international anti-corruption and anti-bribery laws and regulations. Suppliers must not engage, directly or indirectly, in corruption, fraud, bribery, kickbacks, money laundering, embezzlement, extortion or any other form of corruption. Suppliers may not, directly or indirectly, give or receive improper business advantage or anything of value in exchange for preferential treatment. Suppliers must maintain financial records and reports as required by applicable laws and regulations.

Conflicts of Interest

Suppliers must always avoid situations of real or perceived conflicts of interest and should have a company-wide code of conduct or other policies or processes to manage conflicts of interests. MacLean recognizes that Suppliers may be involved in business relationships with other companies, including MacLean’s competitors. These relationships must, however, never interfere, or appear to interfere, with the Supplier’s ability to make an objective business decision regarding MacLean and to fulfil its contractual responsibilities towards MacLean. Suppliers must not provide direct or indirect improper personal benefits to MacLean’s employees, members of their families or persons with whom they share a close personal relationship. Some gifts and entertainment (i.e., a business courtesy such as a meal or an event that is attended with a MacLean employee) may be offered provided they are not of substantial value, cannot reasonably be interpreted as an improper payment and can be disclosed publicly without any embarrassment to MacLean. For greater certainty, no gifts or entertainment are permitted during a MacLean Request for Proposal (“RFP”) process. Any situation that may reasonably create even an appearance of, or potential conflict of interest must immediately be disclosed by the Supplier to MacLean.

Competition


Competition and antitrust laws generally: (i) prohibit any type of agreement between competitors that is likely to undermine, restrict or lessen competition or affect prices and (ii) prohibit companies in a dominant or strong market position from abusing their market power by practicing anticompetitive or monopolistic behaviour by using predatory pricing practices, pricing below cost, or exclusionary practices such as tying services to eliminate or exclude competitors and thus threaten to create a monopoly position. Suppliers must comply fully with all applicable antitrust and competition laws. Threats of retaliatory rate action against a competitor or suggestions of using predatory pricing are strictly prohibited. Joining with a competitor to arrange a boycott of a third party by refusing to buy its products or sell services to it is also not permitted under law.

Monitoring and Oversight

Monitoring and Oversight Monitoring and Record Keeping

Suppliers agree to abide by the Supplier Code when doing business with MacLean. Suppliers are expected to maintain documentation to demonstrate their compliance with the Supplier Code in accordance with applicable law and the terms of their Supplier contract.

	Date	Who	Revision
Revised	31-12-2023	WP	
Dept Mgr Approval	31-12-2023	WP	0
Executive Approval	31-12-2023	CV	



Compliance Verification

Suppliers will be expected to demonstrate compliance with this Supplier Code upon MacLean’s request. MacLean reserves the right to verify compliance with this Supplier Code including through site visits and inspections by MacLean personnel or designated agents. If a Supplier fails to comply with any aspect of this Supplier Code, immediate notice of the violation must be provided to MacLean. The Supplier is expected to implement corrective actions immediately to address any contraventions of this Supplier Code. In the event of non-compliance with the Supplier Code, MacLean may consider such event as a breach of contract.

Reporting Contraventions of the Code

Anyone who believes that a Supplier has engaged in illegal, unethical, or otherwise improper conduct, or conducted any other activity in violation of this Supplier Code is encouraged to speak up and report such conduct using ethicsandcompliance@macleanengineering.com

Suppliers must not retaliate against any person for reporting, in good faith, contraventions of this Supplier Code, or for filing a complaint, testifying, assisting, or participating in any manner in any investigation, proceeding, or hearing conducted by a government enforcement agency. Prohibited retaliation includes but is not limited to termination, demotion, suspension, failure to hire or consider for hire, failure to give equal consideration in making employment decisions, failure to make employment recommendations impartially, adversely affecting working conditions, or otherwise denying any employment benefit because an employee has reported alleged prohibited conduct or participated in an investigation.


Awareness

We expect our Suppliers to communicate to their management and workers MacLean’s expectations, including the requirements of the Supplier Code of Conduct to achieve an appropriate level of understanding and knowledge.

No Third-Party Beneficiary Rights

This Supplier Code does not create any third-party beneficiary rights for the Supplier or any other third parties. The Supplier Code is in addition to and not in lieu of provisions of any legal agreement or contract between Suppliers and MacLean.

	Date	Who	Revision
Revised	31-12-2023	WP	
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