



CAI Software

Supplier Code of Conduct

Global Standards for Our Supply Chain Partners

Effective Date: September 2026



Introduction

CAI Software, LLC and its global affiliates and subsidiaries (collectively, “**CAI**,” “**we**,” or “**our**”) are committed to conducting business with integrity, transparency, and respect for people and the environment. We expect the same from our Suppliers.

This Supplier Code of Conduct (“**Code**”) establishes the minimum standards required of all vendors, service providers, contractors, consultants, any other business partners and suppliers (“**Suppliers**”) doing business with CAI.

These standards are informed by internationally recognized frameworks, including the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, and the core conventions of the International Labour Organization (ILO).

Suppliers must comply with all applicable laws and regulations, including supply chain due diligence and transparency laws such as the UK Modern Slavery Act 2015 and the Norwegian Transparency Act (Åpenhetsloven), as well as applicable data protection laws such as the General Data Protection Regulation (“**GDPR**”) and UK GDPR (collectively, “**Applicable Law**”). Even if a Supplier is not directly subject to a particular requirement under Applicable Law, including requirements under the Norwegian Transparency Act, it is expected to carry out appropriate due diligence and comply with the policies and standards set forth in this Code.

Scope and Responsibility

This Code applies to all Suppliers and to any subcontractors, agents, or sub-tier suppliers involved in delivering goods or services to CAI.

Suppliers must:

- Ensure that relevant employees and business partners understand and comply with this Code.
- Maintain appropriate policies, controls, and oversight mechanisms.
- Require subcontractors and sub-tier suppliers involved in CAI-related work and supply to comply with this Code or equivalent standards.

Compliance, Due Diligence, and Remediation

Suppliers must implement risk- and proportionate based due diligence processes appropriate to their size, industry, the context of its operations, and the actual risk profile to identify, prevent, mitigate, and account for legal, ethical, environmental, and human rights risks.

This includes:

- Embedding responsible business conduct into its policies;
- Assessing actual and potential risks (severity and probability) in its own operations and supply chains.
- Implementing suitable measures to cease, prevent or mitigate identified risks based on the enterprise's prioritizations and assessments.
- Tracking the implementation and results of those measures.
- Communicating with affected stakeholders and right-holders regarding how adverse impacts are addressed.
- Providing for or cooperating in remediation and compensation where this is required.



- Maintaining documentation demonstrating compliance efforts.

Suppliers must:

- Promptly notify CAI of any violation of this Code.
- Take corrective action within a defined timeframe.

Suppliers must provide information reasonably requested by CAI to support CAI's legal compliance and public reporting obligations, and within two weeks at the latest.

CAI may verify compliance through questionnaires, audits, or assessments. Suppliers must cooperate fully.

CAI reserves the right to require corrective action, suspend or terminate the relationship, or report violations where required by law.

SECTION 1: BUSINESS INTEGRITY

Business Integrity

Integrity is the foundation of everything we do at CAI. We expect our Suppliers to operate ethically, with honesty and transparency, and to hold their own partners to the same standard.

Anti-Bribery and Corruption

We compete on the quality of our products and services — not by offering or accepting improper advantages. Suppliers must:

- Comply with all applicable anti-bribery and anti-corruption laws, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act 2010, and any equivalent laws in the jurisdictions where they operate.
- Never offer, promise, give, or accept bribes, kickbacks, or other improper payments — whether to or from government officials, customers, business partners, or anyone else.
- Prohibit facilitation payments, even where local law may technically permit them.
- Maintain clear policies covering gifts, hospitality, and entertainment that ensure all such exchanges are reasonable, transparent, and consistent with local law and business customs, with clear monetary thresholds included in such policies.
- Implement measures to prevent, detect, and address corruption in all their business activities. These measures at a minimum should include: a written anti-bribery policy, employee training, escalation/reporting procedures, and periodic compliance review.
- Suppliers must conduct appropriate due diligence on any third-party agent or intermediary acting on their behalf in connection with CAI-related business and must not engage an intermediary they know or suspect may make improper payments.

Accurate Records and Accounting

Honest record-keeping underpins trust and accountability. Suppliers must:



- Maintain accurate, complete, and verifiable records of all business transactions with CAI in accordance with applicable accounting standards (e.g., US GAAP, IFRS, or local GAAP as applicable).
- Never falsify, alter, or misrepresent records, invoices, or financial data. All invoices submitted to CAI accurately reflect the goods or services actually delivered at the contractually agreed price.
- Not establish or maintain accounts, funds, or assets that are not fully and accurately reflected in their books and records.
- Retain records in accordance with applicable laws. Records should have a minimum retention period for financial records related to CAI transactions of 7 years, or longer if required by local law.

CAI (or its designated auditor) has the right to inspect relevant Supplier financial records pertaining to CAI transactions upon reasonable notice.

Conflicts of Interest

A conflict of interest can arise whenever a Supplier's personal or financial interests could interfere — or appear to interfere — with their obligations to CAI. Suppliers must:

- Proactively disclose any situation that could give rise to an actual or apparent conflict of interest to CAI. CAI will review disclosed conflicts and communicate in writing whether the relationship may continue and under what conditions.
- Avoid activities that could impair objectivity or compromise their contractual responsibilities to us.

Examples of situations that must be disclosed include close personal relationships with CAI personnel, offering, paying, or providing anything of value to CAI personnel to influence their decisions or actions, or a CAI employee holding a financial or governance role with the Supplier.

Fair Competition and Antitrust

We believe in free and fair markets. Suppliers must:

- Comply with all applicable competition and antitrust laws in every jurisdiction where they operate.
- Maintain antitrust compliance training for employees who negotiate with competitors or customers.
- Never agree with competitors to fix prices, allocate markets, rig bids, or restrict the production or sale of products.
- Gather information about competitors only through lawful means.

Ethical Conduct and Fair Dealing

Suppliers must conduct their business honestly and ethically. This means:

- Engaging in fair and transparent dealings with all customers and business partners.
- Not making false, misleading, or deceptive claims about their products, services, or capabilities.
- Not misrepresenting their relationship with CAI.
- Not misrepresenting certifications, licenses, or qualifications that CAI may rely upon in selecting or retaining the Supplier (e.g., security certifications, ISO compliance, professional licenses).
- Not misrepresenting their financial health or solvency to CAI, whether during onboarding, contract renewal, or in ongoing dealings.



Trade and Export Controls

CAI takes trade compliance seriously, including in our supply chain. Suppliers must:

- Comply with all applicable trade laws, including export controls, customs requirements, sanctions, embargoes, and anti-boycott rules.
- Maintain appropriate screening and compliance controls, including screening against applicable denied parties lists (at minimum OFAC SDN list, BIS Entity List, and equivalents in applicable jurisdictions) prior to each transaction.
- Ensure they hold all required export licenses or authorizations before delivering controlled goods, software, or technology to CAI, and must notify CAI promptly if any license is denied, revoked, or subject to restriction.
- Maintain accurate country of origin documentation for all goods supplied to CAI.
- Ensure goods comply with applicable import laws, including prohibitions on forced labor under laws such as the Uyghur Forced Labor Prevention Act
- Prohibit routing controlled items through intermediary jurisdictions to evade applicable controls.
- Within 48 hours, notify CAI if a transaction may raise trade compliance concerns.

SECTION 2: LABOR & HUMAN RIGHTS

Labor and Human Rights

We believe that every person deserves to be treated with dignity and respect. This applies not just to CAI's own employees, but to our Suppliers and everyone in our supply chain. We will not do business with Suppliers who violate these principles.

No Forced or Compulsory Labor

Modern slavery in any form has no place in our supply chain. Suppliers must:

- Ensure that all work is fully voluntary and that workers are free to leave or resign with reasonable notice.
- Never use forced, bonded, indentured, trafficked, or prison labor.
- Not confiscate workers' identity documents (such as passports or work permits) as a condition of employment. Documents may only be temporarily held where strictly necessary for legitimate immigration processing.
- Prohibit worker-paid recruitment fees or other costs as a condition of being hired.
- Provide all workers with written employment terms in their native language, clearly describing the terms and conditions of employment.
- Have procedures in place to identify, assess, and address any risk of modern slavery or human trafficking in their operations and supply chain.

No Child Labor

We have a zero-tolerance policy on child labor. Suppliers must:



- Not employ anyone under the age of 15, the age of completion of compulsory education, or the minimum legal working age under applicable law — whichever is highest.
- Never assign workers under 18 to hazardous tasks, night shifts, or excessive overtime.
- Maintain and verify documentation confirming workers' ages.
- Where child labor is discovered in a supply chain, take immediate, child-centered corrective action to address the situation and remediate harm.

Wages and Working Hours

Workers deserve fair compensation and reasonable working conditions. Suppliers must:

- Pay all workers at least the minimum wage required by applicable law, including proper overtime rates and legally mandated benefits, paid on time.
- Never use wage deductions as a disciplinary measure.
- Provide workers with clear pay stubs or equivalent documentation showing how pay is calculated.
- Working hours and working schedules shall be in accordance with local law and shall not exceed the working hours laid down in current international conventions. Working hours shall be limited to no more than 60 hours per week (including overtime) except in genuine emergencies and ensure each worker has at least one rest day every seven days.
- Ensure that overtime is voluntary and complies with local law.
- Verify that every worker has the legal right to work in the relevant jurisdiction before employment begins.

Freedom of Association

We respect workers' rights to organize. Suppliers must:

- Respect the legal rights of workers to form, join, or refrain from joining a trade union or other workers' organization, in accordance with local law.
- Not penalize, intimidate, or retaliate against workers for the non-violent exercise of these rights.
- Create open channels so that workers can raise workplace concerns with management without fear of punishment.

Fair Treatment and Non-Discrimination

Every worker deserves to be treated with respect, free from discrimination and abuse. Suppliers must:

- Prohibit discrimination in hiring, pay, training, promotion, or termination on the basis of race, ethnicity, national origin, religion, sex, gender identity or expression, sexual orientation, age, disability, pregnancy, marital status, military status, or any other characteristic protected by applicable law.
- Maintain workplaces free from physical, verbal, psychological, or sexual harassment, abuse, or violence.
- Make reasonable accommodations for workers with disabilities and those of different religious backgrounds.

Grievance Procedures

Workers must have safe, accessible ways to raise concerns. Suppliers must:



- Provide employees with clear, accessible, and culturally appropriate grievance procedures through which workplace concerns can be reported and addressed.
- Make reporting mechanisms available in appropriate languages where feasible.
- Strictly prohibit retaliation against any worker who raises a good-faith concern.
- Investigate concerns promptly and take appropriate corrective action.

Suppliers should monitor and assess the effectiveness of their measures to prevent forced labor and other human rights risks.

SECTION 3: HEALTH & SAFETY

Health and Safety

We expect our Suppliers to provide safe and healthy working conditions and take proactive steps to prevent workplace injuries and illnesses.

Safe Workplaces

Maintaining a safe and secure working environment is essential to protecting workers and preventing harm. Suppliers must:

- Identify and assess health and safety hazards (including chemical, mechanical, electrical, fire, and ergonomic risks) and implement appropriate controls to minimize them.
- Provide workers with appropriate personal protective equipment (PPE) and training on its correct use, at no cost to the worker.
- Ensure facilities have functioning safety systems, including fire detection, emergency exits, first-aid supplies, and alarm systems that are regularly tested and maintained.

Emergency Preparedness

Effective planning and preparedness are critical to minimizing the impact of emergencies and unexpected events. Suppliers must:

- Develop and maintain emergency response plans, including evacuation procedures and regular drills.
- Implement and maintain a regular machinery and equipment maintenance program.
- Ensure workers are trained on emergency procedures.

Occupational Health

Protecting workers' health requires ongoing attention to workplace conditions and practices. Suppliers must:

- Put processes in place to prevent, track, and respond to occupational injuries and illnesses, including worker reporting, medical treatment, incident investigation, and corrective action.
- Identify and manage physically demanding tasks to protect workers' health.
- Provide workers with access to clean sanitary facilities and safe drinking water.



- Where Suppliers provide worker housing or food facilities, ensure these meet basic standards of cleanliness and safety.

SECTION 4: INFORMATION & DATA PROTECTION

Information and Data Protection

As a software company, we handle sensitive data on behalf of our customers and partners. Protecting that information is a shared responsibility, and we require our Suppliers to take it seriously.

Confidential and Proprietary Information

Protecting confidential and proprietary information is critical to maintaining trust and safeguarding business operations. Suppliers must:

- Protect any CAI confidential, proprietary, or personally identifiable information accessed during the course of our business relationship.
- Use such information only for the purpose for which it was provided, and never for advertising, marketing, or any unauthorized purpose.
- Not share, disclose, or use CAI's intellectual property or confidential information except as permitted under your contract with us or with our express written consent.
- Take appropriate technical and organizational measures to prevent unauthorized access, disclosure, destruction, or misuse of information.

Data Privacy

Personal data must be handled responsibly and in accordance with applicable legal and regulatory requirements. Suppliers must:

- Comply with all applicable data protection and privacy laws in the jurisdictions where you operate, including, but not limited to, the GDPR, the UK GDPR, Brazil's Lei Geral de Proteção de Dados (LGPD), and U.S. state privacy laws.
- Process personal data relating to CAI employees, customers, or end users only as instructed and in accordance with applicable law.
- Ensure that subcontractors and sub-processors are bound by equivalent data protection obligations.

Intellectual Property

Respect for intellectual property rights is essential to protecting innovation and business value. Suppliers must:

- Respect all applicable intellectual property laws, including those governing patents, copyrights, trademarks, and trade secrets.
- Not infringe CAI's intellectual property rights or those of any third party.

Cybersecurity



Strong cybersecurity practices are necessary to protect systems and data from unauthorized access, loss, or misuse. Suppliers must:

- Maintain reasonable information security controls, including access management, encryption, and vulnerability management, appropriate to the sensitivity of the information being handled.
- Within 72 hours, notify CAI of any actual or suspected data breach or security incident that may affect CAI's data or systems.
- Ensure that cybersecurity requirements flow down to any sub-tier suppliers who access CAI data or systems.

Responsible Use of Technology

The use of technology, including artificial intelligence ("AI") and data-driven tools, must be responsible, transparent, and aligned with legal and ethical standards. Suppliers must ensure that CAI data, systems, and outputs are not used in ways that create risk to CAI, its customers, or end users. Suppliers must:

- Use AI and data-driven technologies in a lawful, ethical, and responsible manner.
- Not use CAI data, confidential information, or customer data to train, fine-tune, or improve any artificial intelligence or machine learning models without CAI's prior written consent.
- Not input CAI confidential or proprietary information into publicly available or third-party AI tools unless expressly authorized.
- Implement appropriate controls to prevent unauthorized access to or use of data by AI systems.
- Take reasonable steps to identify and mitigate risks of bias, discrimination, or unintended harm arising from the use of AI.
- Ensure appropriate human oversight over automated decision-making where required by law or where outcomes may significantly impact individuals or businesses.
- Be transparent with CAI about any material use of AI in delivering products or services to CAI.
- Ensure that any subcontractors or third parties using AI in connection with CAI-related work comply with equivalent requirements.
- Not use AI in a way that could create security vulnerabilities or expose CAI systems, data, or intellectual property.

SECTION 5: ENVIRONMENTAL RESPONSIBILITY

Environmental Responsibility

Climate change and environmental degradation are global challenges, and we all have a part to play. We encourage our Suppliers to go beyond mere compliance and to actively work toward sustainable, environmentally responsible operations.

Legal Compliance

Compliance with environmental laws is the foundation of responsible environmental management. Suppliers must:

- Comply with all applicable environmental laws, regulations, and permit requirements in every jurisdiction where you operate.
- Obtain and maintain all required environmental permits and registrations.



Environmental Impact Reduction

Managing and reducing environmental impact is a key part of sustainable operations. Suppliers must:

- Identify and manage the environmental impacts of your operations, including emissions to air, soil, and water, waste generation, and energy and resource use.
- Implement practices to reduce pollution, conserve natural resources, and improve energy efficiency.
- Safely handle, store, transport, and dispose of hazardous chemicals and substances, and train workers accordingly.
- Avoid materials and methods that pose avoidable risks to the environment where better alternatives exist.

Climate Action

Addressing climate change requires proactive efforts to reduce emissions and improve efficiency. Suppliers are expected to:

- Take reasonable steps to measure and reduce greenhouse gas emissions from their operations.
- Consider the environmental impact of their supply chain and encourage their own suppliers to adopt sustainable practices.

Community Impact

Business activities should be conducted with consideration for the communities in which Suppliers operate. Suppliers must:

- Operate in a way that is considerate of the communities in which they do business.
- Take steps to mitigate and avoid negative impacts on local communities, including environmental harm.
- Actively engage in and support sustainable social and economic development where possible.

SECTION 6: DIVERSITY, EQUITY & INCLUSION

Diversity, Inclusion, and Equal Opportunity

We believe respectful and inclusive workplaces strengthen businesses and communities. We expect our Suppliers to maintain workplace practices that promote professionalism, respect, equal opportunity, and compliance with applicable employment laws.

Workplace Practices

We expect our Suppliers to:

- Foster a workplace culture that respects individuals with different backgrounds, experiences, and perspectives.
- Maintain fair and consistent employment practices in hiring, promotion, compensation, and other workplace decisions.



- Provide equal employment opportunity and maintain workplaces free from unlawful discrimination and harassment.
- Periodically review workplace practices to support fairness, consistency, and legal compliance.

Supplier Engagement

CAI values relationships with qualified suppliers and encourages fair and inclusive sourcing practices within its supply chain.

We encourage Suppliers to provide fair access to participation opportunities for small businesses and other qualified businesses consistent with applicable law, business needs, and objective procurement criteria.

SECTION 7: RESPONSIBLE SOURCING

Responsible Sourcing

Conflict Minerals

Suppliers that manufacture or supply products that may contain tin, tantalum, tungsten, or gold (collectively, “**conflict minerals**”) are expected to:

- Conduct reasonable due diligence on the source and chain of custody of those minerals.
- Take steps to ensure they are not sourcing from conflict-affected regions in ways that contribute to human rights abuses or fund armed groups.
- Cooperate with any conflict minerals due diligence requests from CAI.

Quality

Suppliers are expected to deliver products and services that meet the quality standards agreed with CAI. This means:

- Having quality management processes in place to identify and correct defects.
- Notifying CAI promptly of any quality issues that may affect deliverables.
- Cooperating with any quality audits or reviews requested by CAI.

SECTION 8: MONITORING & REPORTING

Monitoring and Reporting

Self-Monitoring

Suppliers are expected to actively monitor their own compliance with this Code and with applicable laws. This includes conducting internal audits or assessments and promptly addressing any areas of non-compliance. Where a Supplier identifies a violation, it should notify CAI of the issue and the corrective actions being taken within reasonable time, including with a timeline for resolution.



Training

Suppliers must maintain appropriate training programs so that their management and workers understand and can meet the requirements of this Code.

CAI's Right to Audit

CAI reserves the right to verify a Supplier's compliance with this Code through questionnaires, surveys, or audits. Suppliers are expected to cooperate with these activities.

Reporting Concerns

We encourage anyone — including Supplier employees — to report known or suspected violations of this Code directly to CAI, regardless of internal reporting channels. CAI is committed to investigating reports of misconduct and to protecting those who raise concerns in good faith.

Reports can be made through the following channels:

Channel	Details
Email	standard-reports@mitratech.com You must include the company name with your report
Ethics Hotline	- English speaking USA and Canada: 1 (833) 352-5892 - Spanish speaking USA and Canada: 800-216-1288 - Spanish speaking Mexico: 800-681-5340 - French speaking Canada: 855-725-0002
Online Portal	https://report.syntrio.com/caisoftware

Where permitted by law, reports may be made on a confidential or anonymous basis. Retaliation against anyone who makes a good-faith report is strictly prohibited.

SECTION 9: BUSINESS CONTINUITY

Business Continuity

Suppliers should maintain business continuity and disaster recovery plans appropriate to their operations to ensure reliable delivery of goods and services.

SECTION 10: RELATIONSHIP TO CONTRACTS

Relationship to Contracts

This Code supplements Supplier contractual obligations. Where requirements differ, Suppliers must meet the stricter standard unless otherwise agreed in writing.



SUPPLIER ACKNOWLEDGMENT

Supplier Acknowledgment

By signing below, the Supplier acknowledges that it has read and understood the CAI Software Supplier Code of Conduct and agrees to comply with its requirements during its own operations and to require the same of its subcontractors and sub-suppliers. The Supplier further agrees to report any known or suspected violation of this Code to CAI.

Company Name	Organization / Company Registration Number
Authorized Signature	Printed Name
Title / Position	Date

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