



SUPPLIER CODE OF CONDUCT

1.0 GENERAL

Makwa Global, LLC (Makwa) is committed to fostering ethical, transparent, and sustainable practices across our supply chain. We require our Suppliers to share this commitment.

For purposes of this Code, any reference to “Makwa” shall also include the subsidiaries and affiliates of Makwa Global, LLC.

2.0 PURPOSE

The purpose of the Supplier Code of Conduct (hereinafter, the “Code” or “Supplier Code”) is to establish the ethical, legal, and social responsibility expectations for any company, organization, or individual engaged to provide services for, or on behalf of, Makwa. For the purposes of this Code, “Supplier” is defined as any Third Party company, organization, or individual engaged to provide services for, or on behalf of, Makwa. This includes, but is not limited to, OCONUS/CONUS vendors, service providers, suppliers, subcontractors, and business partners. Suppliers must:

- Adhere to these standards to ensure responsible business practices through the supply chain.
- Conduct business ethically and in compliance with all applicable laws and regulations.
- Support the human rights of workers.
- Treat people with respect.
- Maintain safe and healthy working conditions.
- Safeguard assets entrusted to them.
- Strive to protect the environment.

Suppliers are expected to maintain full compliance with this Code and all laws and regulations applicable to their business and to ensure extension of these requirements to all sub-tier suppliers they employ on Makwa’s behalf. When conducting international business, or if the primary place of business is OCONUS, Suppliers must also comply with local laws and regulations of that jurisdiction.

This Supplier Code is in no way intended to conflict with or modify the terms and conditions of any existing contract. In the event of a conflict, Suppliers must first adhere to applicable laws and regulations, then the contract terms, followed by this Supplier Code. In circumstances where local laws or regulations are less stringent than the requirements outlined in this Supplier Code, Suppliers are required to adhere to the standards of this Supplier Code.

3.0 POLICY

3.1 Compliance with Laws and Regulations

Suppliers are expected to maintain an ethics and compliance program that is commensurate with the size and nature of their business. The program should include policies and other processes to ensure compliance with all applicable local, national, and international laws and regulations, as well as industry standards governing their operations, and the expectations related to or addressed expressly within this Supplier Code. This includes but is not limited to labor laws, environmental regulations, and anti-corruption laws. Suppliers are expected to monitor compliance with these standards and take appropriate action to correct identified deficiencies or incidences of noncompliance.

Suppliers must be familiar with the business practices of their suppliers, subcontractors, and other business partners to ensure compliance with the law and this Supplier Code for any activity performed on behalf of Makwa; and to proactively manage and mitigate risk in their supply chain and, where appropriate, report risk back to Makwa to ensure those risks are appropriately mitigated.

3.1.1 Whistleblower Protection

Suppliers are expected to provide their employees with avenues for raising legal or ethical concerns without fear of retaliation. Makwa expects Suppliers to take action to prevent, detect, and correct and retaliatory actions.

Suppliers may also ask questions or raise concerns directly to Makwa via the email listed in the Resources section of this Supplier Code.

Makwa prohibits retaliation against anyone for raising a concern in good faith or for participating in an investigation of possible wrongdoing.

3.2 Human Rights

Suppliers are required to uphold the human rights of all workers and to:

- Ensure all employment is freely chosen and prohibit all forms of modern slavery and human trafficking.
- Prohibit the use of child labor or labor by anyone under the minimum legal age for employment where the work is performed.
- Comply with all applicable laws in the countries and jurisdictions in which they operate, including those related to wages, benefits, and working hours.
- Respect workers' rights to freely associate, join trade unions, and engage in collective bargaining, in accordance with local laws. There should be no retaliation against employees for exercising these rights.
- Refrain from violating the human rights of others.

Suppliers must never:

- Destroy, conceal, or confiscate identity or immigration documents.
- Use recruiters that do not comply with local labor laws of the country in which the recruiting takes place.
- Use misleading or fraudulent tactics in recruiting.

- Charge employee recruitment fees or provide inadequate housing based on local standards, laws, or directives.
- Fail to provide employment contracts and other documentation in the employee's native language.
- Fail to provide return transportation upon the end of employment for employees brought to the country for the purpose of working on a U.S. government contract or subcontract.
- Fail to investigate and protect employees suspected of being trafficking victims.

Suppliers must educate employees on prohibited trafficking activities; discipline employees found to have violated the law or rules; and notify Makwa of violations and actions taken against employees.

3.3 Safe and Healthy Workplace

Suppliers must provide a safe and healthy work environment and are expected to:

- Maintain safe, healthy, and humane working conditions at all locations.
- Comply with all applicable environmental, health, and safety laws, regulations, and directives.
- Maintain a workplace free from the illegal use, possession, sale, or distribution of controlled substances.
- Implement measures to prevent workplace hazards.
- Ensure the well-being of employees and promote workplace safety standards.

3.4 Ethical Business Practices

Suppliers are expected to conduct business with integrity, honesty, and transparency. Bribery, corruption, extortion, and embezzlement in any form are strictly prohibited. Suppliers shall not offer or accept improper payments, gifts, or benefits to gain a business advantage.

Suppliers must comply with the U.S. Foreign Corrupt Practices Act (FCPA) and other applicable anti-corruption laws, directives, and/or regulations that govern operations in the countries in which they do business, regardless of local customs.

Suppliers are expected to:

- Refrain from offering or making any payments of money or anything of value (including kickbacks, favors, gift, gratuities, entertainment, travel, political contributions, charitable donations, or other business courtesies) to customers, government officials, political parties, candidates for public office, charities, or other business-related parties that could be considered to improperly influence a business decision.
- Prohibit facilitating payments intended to expedite or secure performance of a routine governmental action like obtaining a visa or customs clearance, except in situations where there is an imminent threat to personal health or safety.
- Conduct appropriate due diligence and monitoring of activities to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and the engagement of third parties, including consultants and

subcontractors.

Suppliers must compete on the merits of their products and services rather than by any illegal or unethical business practice.

Suppliers are expected to:

- Comply with competition and antitrust laws.
- Engage in fair business practices, including truthful advertising and fair competition.
- Never make agreements with competitors to fix processes, rig bids, allocate customers or markets, or exchange any pricing information.
- Never use the exchange of business gifts and hospitality to gain an unfair competitive advantage.
- Never engage in anti-competitive behaviors, price-fixing, or deceptive trade practices.

3.5 Global Trade Requirements

3.5.1 Imports and Exports

Suppliers must comply with the laws, directives, and regulations that govern international trade, including those that govern the import and export of parts, components, technical data, and services such as the International Traffic in Arms Regulations (ITAR) and the Export Administration Regulations (EAR). Suppliers shall provide truthful and accurate information and obtain export licenses and/or consents where necessary.

3.5.2 Anti-Boycott

Suppliers must not participate in, cooperate with, or further the cause of any unsanctioned foreign economic boycott or restrictive trade practice in accordance with the applicable laws or regulations.

3.5.3 Anti-Money Laundering

Suppliers must comply with anti-money laundering laws and regulations. Suppliers must not engage with any entity or in any activity that would involve Makwa in any money-laundering schemes.

3.5.4 Security

When applicable, Suppliers must implement practices and procedures to ensure the security of their supply chains in accordance with the United States Department of Homeland Security.

3.6 Environmental Responsibility

Suppliers must operate in an environmentally responsible manner by complying with environmental laws and regulations.

Suppliers are expected to:

- Minimize their impact on the environment by reducing waste, conserving resources, and promoting sustainable business practices.

- Apply a systematic approach to the management of risks/hazards and opportunities associated with the environment, including potential risk from regulatory non-compliance, reputational loss, and opportunities for business growth through operational and product stewardship.

3.7 Confidentiality and Intellectual Property

Makwa relies on its Suppliers to protect the company assets that have been entrusted to them in the course of performing services with, for, or on behalf of Makwa – including taking actions necessary to prevent against unauthorized access, loss, damage, theft, and misuse, and to only use such assets in a manner that is permitted under the contract between Makwa and the Supplier. This includes physical assets and Makwa’s confidential and proprietary information, trade secrets, copyrights, trademarks, and any other company data accessible to the Supplier.

Suppliers are expected to:

- Properly handle sensitive information, including classified, controlled unclassified, confidential, proprietary, and personal information, using it only for the business purpose for which it was provided unless given prior authorization from the information owner.
- Comply with all applicable data privacy and data protection laws.
- Respect and comply with all laws governing intellectual property rights assertions, including protection against disclosure of patents, copyrights, and trademarks.
- Maintain information security programs designed to mitigate cybersecurity risks and adequately protect their information systems from unauthorized access, destruction, use, modification, and disclosure.
- Promptly inform Makwa of any unauthorized use of these assets or potential unauthorized access or compromise of its systems or data.

3.8 Records and Accountability

Makwa expects Suppliers to conduct business honestly, accurately, and transparently and to create and maintain complete and accurate records for all transactions and business activities related to services performed for or on behalf of Makwa, including records related to timekeeping, invoicing, and regulatory compliance. All records, regardless of format, must accurately reflect the underlying transaction or event and must not be altered, concealed, or misrepresented. Records should be retained in accordance with applicable laws, regulations, contractual obligations, and established records retention requirements.

Makwa reserves the right to review Supplier compliance with this Supplier Code of Conduct, consistent with applicable contractual obligations and legal requirements. Suppliers are expected to cooperate with reasonable requests for information or documentation related to compliance with this Code.

Suppliers should promptly report any known or suspected violations of this Supplier Code of Conduct through Makwa’s designated reporting channel. Non-compliance with this Supplier Code of Conduct may result in corrective action, up to and including termination of the business relationship with Makwa.

3.9 Consequences of Non-Compliance

Failure to comply with this Supplier Code of Conduct may result in corrective action, including the development of remediation measures, suspension of work, or termination of the business relationship with Makwa, as appropriate. Where required by applicable law, regulation, or contractual obligation, Makwa may disclose violations or suspected violations to appropriate authorities or customers.

4.0 DEFINITIONS

CONUS: Continental United States

OCONUS: Outside the Continental United States

Export Administration Regulations (EAR): regulates the export of commercial and dual-use items, which are those with both commercial and military applications.

Foreign Corrupt Practices Act (FCPA): U.S. federal law that prohibits companies and individuals from bribing foreign officials to gain or retain business, while requiring companies to maintain accurate financial records and internal controls to prevent corruption.

International Traffic in Arms Regulations (ITAR): governs the export (and temporary import into the United States) of defense-related items and technologies enumerated on the U.S. Munitions List.

Supplier: any Third Party company, organization, or individual engaged to provide services for, or on behalf of, Makwa. This includes, but is not limited to, OCONUS/CONUS vendors, service providers, suppliers, subcontractors, and business partners.

5.0 FORMS AND ATTACHMENTS

Third Party External Questionnaire

6.0 RELATED POLICIES

This Supplier Code of Conduct is supported by Makwa's internal Third Party Risk Management Policy.

7.0 RESOURCES

Confidential Email for Reporting: ReportIt@makwaglobal.com

Email for General Questions: Compliance@makwaglobal.com

8.0 REFERENCES

Export Administration Regulations (EAR)

Foreign Corrupt Practices Act (FCPA)

International Traffic in Arms Regulations (ITAR)