



Janes Third Party Code of Conduct

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Janes Third Party Code of Conduct

Introduction

Janes reputation as a leader in information, analytics, and solutions is built on a longstanding commitment and foundation of integrity, honesty, and ethical conduct. Janes success is based not only on its own conduct but also on the actions of those with whom Janes does business. For that reason, we aspire to work only with third parties who share our passion for doing business with integrity and reflect the same high ethical standards.

This Third-Party Code of Conduct (“Code of Conduct”) articulates the ethical and legal conduct we expect from suppliers, distributors, channel partners, agents, contractors, and all other third parties with whom we work (“Third Parties”). Although Janes recognizes the different legal and cultural environments in which its Third Parties operate throughout the world, Janes Third Parties must comply with the fundamental legal and ethical principles described in this Code of Conduct and take all reasonable steps to ensure compliance with applicable laws and regulations. Failure to comply with this Code of Conduct or applicable legal duties will be sufficient cause for Janes to terminate its relationship with a Third Party.

As such, we require our Third Parties to take reasonable steps to ensure that this Code of Conduct is communicated throughout their organizations and made available to their employees and subcontractors who work on Janes business. This Code of Conduct must be understood and complied with in conjunction with the standards and principles in the Janes Business Code of Conduct, the provisions of any contract between the Third Party and Janes, and the Third Party’s own comparable standards of ethical business conduct while conducting business with or on behalf of Janes.

Legal and Regulatory Compliance

Anti-Corruption

Janes is committed to conducting its business free from extortion, bribery, and all unlawful, unethical, or fraudulent activity. When conducting business with or on behalf of Janes, Third Parties must:

- Behave ethically and transparently in all business dealings.
- Never offer, give, promise, request, accept, or authorize any bribe, gift, fee, reward, advantage, or anything of value directly or indirectly to any government personnel, customer, or other person or entity to obtain a business advantage or to improperly influence any action or decision.
- Comply with all applicable local and international anti-corruption laws, regulations, treaties, and conventions, including, but not limited to, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.
- Never make facilitation payments, whether directly or indirectly.
- Ensure all subcontractors, referral parties, and affiliates used in connection with Janes business adhere to these standards and have not engaged in, and are not likely to engage in, improper or illegal conduct.

Financial Integrity and Accuracy of Business Records

Third Parties must maintain complete and accurate books and records relating to all Janes business, together with supporting documentation, in accordance with applicable accounting principles, laws, and regulations.

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Third Parties must not make any false representations in connection with any Janes transactions, including, but not limited to: misrepresentations of fact (whether written or oral), and the promotion or use of false documentation such as non-genuine customer purchase orders, fraudulent or forged contracts, or other false or inaccurate records.

Fair Dealing and Competition

Third Parties must deal fairly with customers, suppliers, competitors, the public, and all other people or entities in accordance with ethical business practices. Third Parties must never take unfair advantage of any group or individual through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice. Additionally, Third Parties must never:

- Engage in discussions or enter into agreements that could restrict competition, such as limiting production or supply, price-fixing, tying products, boycotting certain suppliers or customers, or dividing or allocating markets, territories, or customers.
- Participate in bid-rigging.
- Gather information about competitors using unethical or illegal means.
- Engage in any activity that is impermissible under applicable antitrust and competition law(s).

Trade Practices

Janes requires Third Parties to comply with all applicable trade regulations, including obtaining proper export authorization, establishing eligibility of export recipients, and securing all required licences and documentation. Third Parties are required to comply with U.S. trade regulations at all times, regardless of where in the world they are operating, when conducting Janes business. This means that Third Parties may not conduct business with persons, entities, or countries subject to U.S. sanctions or participate in boycotts that are not sanctioned by the U.S. government.

Insider Trading

While working with or for Janes, Third Parties may become aware of non-public information about Janes, other companies, or the market in general. Using non-public information to trade in securities, or providing a family member, friend, or any other person with a "tip" about non-public information, is a violation of this Code of Conduct and, if the information is deemed "material," potentially illegal. Third Parties shall ensure that non-public information entrusted to them by Janes in the course of their relationship is not used for the personal benefit of the Third Party or any other person or entity.

Anti-Money Laundering

Third Parties must comply with anti-money laundering and anti-terrorism regulations and take the necessary steps to ensure that Janes business is conducted only with reputable customers and are financed only from legitimate sources.

Slavery and Human Trafficking

All labor must be voluntary. Third Parties shall not support or engage in slavery or human trafficking in any part of its supply chain.

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Without limiting Third Parties obligations hereunder, Third Parties shall not, and shall ensure that its Partners do not, support or engage in, or require any:

- compelled, involuntary, or forced labor;
- labor to be performed by children;
- bonded labor;
- indentured labor; and
- prison labor.

Compliance and Documentation

Third Parties shall:

- Implement and maintain a reliable system to verify the eligibility of all workers, including:
 - age eligibility; and
 - legal status of foreign workers.
- Implement and maintain a reliable recordkeeping system regarding the eligibility of all workers.

Identification Papers

Without limiting Third Parties obligations hereunder, Third Parties shall not require any worker to surrender control over original:

- identification papers or documents giving a foreign worker the right to work in the country;
- identification papers or documents, such as a passport, giving a foreign worker the right to enter or leave the country; or
- documents, such as a birth certificate, evidencing the worker's age.

Financial Obligations

Without limiting Third Parties obligations hereunder, Third Parties shall not, whether or not as a condition to the right to work, require any worker (or worker's spouse or family member) to, directly or indirectly:

- pay recruitment or other fees or other amounts (monetary or in-kind);
- incur debt.
- make financial guarantees; or
- incur any other financial obligation.

Freedom of Movement

Without limiting Third Parties obligations hereunder, Third Parties shall ensure that workers have the right to freedom of movement without:

- delay or hindrance; or
- the threat or imposition of any discipline, penalty, retaliation, or fine or other monetary obligation.

Worker freedom of movement rights include each worker's right to leave the Facilities without retaliation:

- at the end of each workday;
- based on reasonable health and safety-related justifications; and
- based on any reasonable circumstances, such as personal or family emergencies.

Freedom to Terminate Employment

Without limiting Third Parties obligations hereunder, Third Parties shall allow workers to terminate their employment or work arrangement:

- without restriction; and
- without the threat or imposition of any discipline, penalty, retaliation, or fine or other monetary obligation.

Compensation and Benefits

Third Parties must compensate all workers with wages, including overtime premiums, and benefits that at a minimum meet the higher of:

- the minimum wage and benefits established by applicable law;
- collective agreements;
- industry standards; and
- an amount sufficient to cover basic living requirements.

Third Parties shall make wage payments at least once per month and provide benefits on a timely basis.

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Third Parties obligation to compensate and provide benefits applies to all workers at all times, including during periods of training, apprenticeship, and probation.

Documentation

Third Parties shall:

- provide proof of payment to workers in the workers' native language showing hours worked, wage amounts and rates (regular, overtime, and bonus), and deductions;
- ensure that proof of payment is accurate, is clearly calculated, and enables workers to quickly verify the amount of payment and method of calculation; and
- maintain proper documentation of wage payments for their internal records.

Deductions

Third Parties shall not make any deductions from wages, except income tax withholding and those that are legally allowed.

Work Hours

Regular Work Hours

Third Parties shall not require or allow workers to work more than the maximum legally permitted number of regularly paid hours worked per week.

Overtime Work Hours

Additional overtime hours are voluntary, and must not exceed the maximum legally permitted number of overtime hours worked per week.

Rest and Lunch Breaks

Third Parties shall allow workers to take reasonable rest breaks, including bathroom breaks and reasonable lunch breaks.

Documentation

Third Parties shall:

- use an industry-accepted time-keeping system to track worker work hours; and
- develop work-hour policies to ensure compliance with this Code of Conduct and applicable law.

Ethical Business Practices

Maintain a Professional Work Environment

Janes is committed to maintaining an inclusive and diverse workplace, free from acts of discrimination, harassment, and unprofessional behaviour. We expect our Third Parties, while working with or for Janes, and both on and off Janes premises, to always treat others with respect and dignity, and contribute to a workplace that is characterized by courtesy, honesty, and inclusiveness. Third Parties are responsible for maintaining a professional and productive work environment and exercising the highest standards of ethics and professional conduct.

Conflicts of Interest

Third Parties must disclose any actual or potential conflicts of interest or sensitive situations by emailing Compliance-Janes@janes.com. The term “conflict of interest” describes any circumstance, such as a personal, social, financial, professional, or political activity, that could cast doubt on the Third Party’s ability to act with total objectivity or that may impact its work for or with Janes. For example, it is a conflict of interest for a Third Party to allow a Janes employee to hold a position, provide independent consulting or services, or have a financial or business relationship with the Third Party.

Depending on the circumstances, Third Parties may be required to put appropriate measures in place to manage the conflict of interest or sensitive situation.

Gifts, Meals, and Entertainment

- Although the exchange of gifts, meals, and entertainment can promote successful working relationships and goodwill, it is also a common way in which conflicts of interest and bribery concerns can arise. Third Parties must adhere to applicable laws and regulation when exchanging business courtesies and avoid even the perception of impropriety. While working with or for Janes, Third Parties may only offer or accept non-cash gifts, meals, or entertainment when doing so:
 - Promotes a successful working relationship and overall goodwill;
 - Relates to a legitimate business interest;
 - Is reasonable in value;
 - Does not create an actual conflict of interest or divided loyalty;
 - Occurs at an appropriate venue;
 - Is not prohibited by the offeror or recipient’s business practices; and
 - Does not create the appearance of an improper attempt to influence a business decision.

Third Parties must obtain **pre-approval** from Corporate Compliance for any business courtesies offered or given in connection with Janes business that:

- Involve Government Personnel;¹ or
- Exceed US\$200

Pre-approval can be requested by contacting Compliance-Janes@janes.com.

¹ “**Government personnel**” includes any elected or appointed public official in any branch of government (executive, legislative, judicial); any employee of any government agency; any employee of any company or organization owned or controlled, in whole or in part, by a government agency; any candidate for political office; ambassadors and representatives of foreign governments; honorary officials, such as royal family members; union officials; judges, legislators, and their staff members; and representatives and employees of political parties and public international organizations, such as the International Red Cross, United Nations, World Bank, NATO, and FIFA. Government personnel also include immediate family members of any of the individuals who fit this definition of “government personnel.”

Confidential Information, Information Security, and Privacy

Janes supports an information security program and practices that meet recognized industry standards for information protection and expects Third Parties to do the same. Third Parties with access to information about Janes or its customers and employees must comply with all laws and industry standards applicable to such data. Accordingly, Third Parties must have physical, administrative, and technical safeguards to protect data in all forms against misuse, abuse, or compromise. This means that, among other things, Third Parties must:

- Treat Janes information as confidential, unless disclosure has been authorized by Janes.
- Only share confidential information within the company on a need-to-know basis for legitimate business purposes.
- Implement policies and controls to safeguard data, such as access restrictions, systems protections, and safe hardware disposal.
- Only send email concerning Janes business from secured email platforms using a corporate email account. The use of emails from free platforms, such as email addresses with Gmail, Hotmail, or Yahoo designations must be pre-approved by Janes.
- Not have discussions involving confidential information related to Janes business in public areas where the discussions could easily be intercepted or overheard.
- Only use Janes confidential information for the purposes agreed to by contract. Independent use of Janes data is prohibited.
- Immediately report identified privacy or security breaches or vulnerabilities to Compliance-Janes@janes.com.

Any Third Party that collects, processes, uses, or retains personal data at Janes request or on Janes behalf, may be required to agree to certain contractual obligations with Janes to ensure that the Third Party complies with Janes standards regarding the protection of personal data. Third Parties must always comply with applicable laws and regulations, such as the EU's General Data Protection Regulation, and must implement policies and controls to ensure that the privacy rights of personal data subjects are respected.

Premises Security Requirements

While on Janes premises, Third Parties must comply with all required security measures and requests. These may include, but are not limited to, the following:

- Accessing only authorized areas.
- Complying with applicable metal detection screening and signing a visitor log.
- Promptly reporting known security violations.
- Promptly reporting lost or missing access cards or keys.
- Promptly reporting property loss or damage.
- Understanding and complying with Janes security guidelines and procedures.

Intellectual Property

Intellectual property and proprietary information are extremely valuable assets to Janes that must be protected. Third Parties must safeguard Janes proprietary information and intellectual property, such as trademarks, patents, copyrights, and inventions, even if public. Third Parties must not infringe upon the intellectual property rights of other companies or violate any terms and conditions established by contract with Janes. This includes not using derivative works of the Janes brand (e.g. logo). For example, third parties should not create branded business cards,

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apparel or email signatures, without seeking permission from Freya Lewis, Janes Public Relations Manager.

Proprietary information is any information that is owned by Janes, including information in Janes databases and confidential or publicly available information, regardless of whether such information is subject to copyright, patent, or other intellectual property right protections. Examples of proprietary information include Janes publications, technical or financial information relating to current or future products, services, or research, business or marketing plans or protection, personnel information, earnings and other financial data, and software.

The obligation to protect Janes information continues even after any business relationship between Janes and the Third Party ends. At that time, Third Parties must return all confidential and proprietary information in their possession to Janes.

Accountability and Compliance

Every Third Party is obligated to understand these responsibilities and exercise proper judgment in compliance with this Code of Conduct. Janes reserves the right, as a condition of doing business, to monitor compliance with the Code of Conduct through questionnaires, certifications, or other means deemed appropriate.

Third Parties must immediately notify Janes upon becoming aware of any negative or adverse publicity concerning the Third Party's business or any product or service the Third Party provides to Janes, or any event or circumstance related to the Third Party or its business that could be reasonably expected to cause negative or other adverse publicity concerning Janes.

Violations of this Code of Conduct will not be tolerated. Any Third Party that acts in contravention of this Code of Conduct risks immediate termination of all existing and future Janes business.

Report Concerns

Janes requires that Third Parties, in accordance with law, report any questionable behaviour or compliance or ethics issues in connection with Janes business to the Janes Compliance Hotline at:

EMEA

Free phone number: 0800-1693502 [United Kingdom]

Web Address: www.speakupfeedback.eu/web/janesgroup/gb

Access Code: 14541

Americas

Free phone number: 1-866-250-6706 [United States]

Web Address: www.speakupfeedback.eu/web/janesgroup/us

Access Code: 14541

APAC

Free phone number: 0008004401221 [India]

Web Address: www.speakupfeedback.eu/web/janesgroup/in

Access Code: 14541

The Hotline is available in a variety of different languages, 24 hours a day, 7 days a week. When local laws allow, calls to the Janes Compliance Hotline may be placed anonymously. Janes prohibits retaliation for good faith reports of suspected misconduct.

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Legal Notice: Janes reserves the right to revise this Third Party Code of Conduct (“Code of Conduct”) at any time. The Janes Third Party Code of Conduct is not a contract. It does not confer rights on anyone, including without limitation, Third Parties or their agents or employees, and imposes no obligations on Janes. If an inconsistency arises between this Code of Conduct and the provisions of any written agreement between Janes and Third Party, the terms of the written agreement prevail except to the extent they are contrary to law.