



Supplier Code of Conduct

Business Success and Values in Balance

Ethical standards govern SYNTAX's business practices around the world—and they are as important to us as commercial success. To ensure this standard along our supply chain, SYNTAX expects all its suppliers to fully comply with applicable laws and to follow internationally recognized environmental, social, and corporate governance standards. In particular, their activities should comply with the principles of the United Nations Global Compact (www.unglobalcompact.org).



01. Human rights & social standards

1. Respect for employee rights

The supplier shall comply with all employee rights under international law and the national legislation applicable at the respective place of employment. In particular, the supplier undertakes to uphold the rights to protect the health and safety of its employees and, in accordance with the respective national legislation, not to impede the rights to form employee representation and to conduct collective bargaining.

2. Discrimination

The supplier prohibits any form of discrimination, such as discrimination based on nationality, gender, ethnicity, skin color, age, sexual orientation, religious beliefs, disability, social origin, and political views, as well as any racially motivated discrimination. The prohibition of discrimination is observed both in the workplace and in recruitment, remuneration, promotion, and dismissal. The supplier promotes equal opportunities and equal treatment.

3. Child, forced & compulsory labor

The supplier shall refrain from any form of child labor, forced labor, compulsory labor, or other forms of involuntary service provision. The supplier is prohibited from engaging in slavery and human trafficking or promoting them in any other form.

4. Health & safety in the workplace

The supplier is responsible for a safe and healthy working environment and complies with the national laws on health protection and occupational safety applicable at the respective place of employment. Protective measures are taken that are necessary to eliminate all hazards and resulting health risks as far as possible. In addition, employees are regularly informed and trained on applicable health and safety standards and measures.

5. Working hours & remuneration

The supplier complies with the national legislation on working hours applicable at the respective place of employment and pays its employees remuneration in accordance with the applicable national laws.

The supplier may only use subcontractors or sub-suppliers to perform the contractual services with the prior written consent of SYNTAX.

The supplier warrants that he himself and all contractors in the subcontractor chain

- Pay the workers employed the applicable minimum wage in accordance with the Minimum Wage Act (German Mindestlohngesetz, MiLoG)
- Are not excluded from the award of public contracts pursuant to Section 19 MiLoG

The supplier will

- At the request of SYNTAX, even without a specific reason, provide proof of compliance with the MiLoG for all employees employed by the supplier and by the contractors in the subcontractor chain, such as anonymized payroll lists

- Inform SYNTAX immediately if claims are made against him or contractors in the subcontractor chain by his own employees or those of the subcontractor chain in accordance with the MiLoG
- Inform SYNTAX immediately if administrative offense and/or criminal proceedings under the MiLoG are initiated against him or against contractors in the subcontractor chain
- Protect SYNTAX from any claims asserted against SYNTAX by third parties in connection with violations of the MiLoG upon first request. This does not apply if SYNTAX and/or its employees or vicarious agents have demonstrably violated the provisions of the MiLoG intentionally or through gross negligence
- SYNTAX shall pay a contractual penalty of EUR 250,- upon first request for each case in which a claim is asserted against SYNTAX by an employee of the subcontractor chain based on an actually existing remuneration claim under the MiLoG. The contractual penalty to be paid shall be offset against any claim for damages by SYNTAX, shall be limited to a maximum of 10% of the respective order value per order and to a maximum total of EUR 25.000,- per calendar year. The obligation to pay the contractual penalty does not exist if the supplier is not at fault and has had evidence submitted to it, for which it bears the burden of proof.

If the supplier culpably violates these obligations under the MiLoG, SYNTAX is entitled to terminate the contractual relationship with the supplier extraordinarily and without notice.

6. Living conditions & security personnel

The supplier respects the existence of land use rights and customary rights as well as the associated rights of communities, indigenous peoples, and individuals, particularly where these secure people's livelihoods. It is prohibited to cause harmful changes to the soil or other harmful environmental influences that impair the livelihoods of the local population, impede access to drinking water or sanitary facilities and are harmful to health.

In addition, the supplier shall implement responsible security measures when deploying security personnel; such personnel may not be employed if they torture, injure life and limb, or impair freedom of association and union.

02. Environmental protection

In order to protect our environment, the supplier shall comply with the applicable international and national environmental laws, regulations, and standards both in the context of development and in the manufacture, transportation, use, and disposal of products. This also includes observing and complying with international and national laws and regulations on the handling, storage, and disposal of waste and hazardous substances.

The supplier reduces the use and consumption of raw materials and natural resources during production to a minimum and places particular emphasis on the sustainable consumption of water and energy.

SYNTAX expects that for so-called conflict minerals such as tin, tungsten, tantalum, gold, and corresponding ores, processes in accordance with the guidelines of the Organization for Economic Cooperation and Development (OECD) are established in the supplier's company in order to fulfill the due diligence obligation to promote responsible supply chains for minerals from conflict and high-risk areas.

03. Behavior in the business environment

1. Fair competition

The supplier shall behave fairly in competition and comply with all international and national antitrust and competition laws. In particular, agreements with competitors that influence prices or other conditions shall be refrained from and any dominant market position shall not be abused.

2. Invitations and gifts

The supplier shall not misuse invitations and gifts to influence SYNTAX employees. Invitations and gifts to SYNTAX shall only be granted if they are appropriate in terms of occasion and scope, i.e., if they are of low value and can be regarded as an expression of generally accepted business practice.

3. Prohibition of corruption and bribery

In connection with the business relationship with SYNTAX, the supplier is prohibited from accepting, offering, or making any form of bribes, kickbacks, or other contributions

of money or anything of value to any other person, including officials or employees and representatives of any government or public authority or organization or any other third party.

4. Export and import regulations

The supplier shall comply with all applicable import and export control laws, in particular sanctions and embargoes.

5. Protection of intellectual property

SYNTAX's intellectual property may only be used within the scope of the business relationship with SYNTAX. The supplier shall ensure that no intellectual property of third parties is infringed within the scope of the care customary in the industry.

6. Confidentiality & business secrets

The supplier shall maintain secrecy about confidential business information or business secrets that come to its knowledge in the course of the business relationship with SYNTAX and shall not use them in an unauthorized manner or disclose them to third parties. This applies to confidential business information and business secrets of SYNTAX itself, but also of SYNTAX's customers.

7. Money laundering and terrorist financing

Relevant legal obligations to prevent money laundering and the financing of terrorism are complied with by the supplier.

8. Avoidance of conflicts of interest

Decisions of the supplier shall be made exclusively on the basis of objective criteria, without any influence from private interests or other private circumstances—including those of relatives or other persons close to the supplier's company. The supplier shall also avoid any activities or situations that could lead to a conflict of interest for SYNTAX employees or SYNTAX itself.

9. Corporate Sustainability Reporting Directive (CSRD)

SYNTAX is subject to CSRD reporting obligations; this includes a description of the most significant actual or potential negative impacts associated with the supply chain, among other things. The reporting includes sustainability aspects such as environmental, social, human rights, and governance factors. The Supplier therefore agrees to provide SYNTAX with relevant information in accordance with its own materiality assessment. The supplier shall inform SYNTAX immediately of any circumstances that may have an impact on the reporting obligations.

04. Data protection & cyber security & AI

1. Data protection

The supplier shall comply with all applicable national and international laws on data protection and data security.

2. Cyber security

SYNTAX is subject to the scope of the NIS 2 Directive and the corresponding German implementing legislation. SYNTAX must therefore include potential risks emanating from direct suppliers in its risk management. The supplier therefore agrees to provide SYNTAX with information to fulfill at least the following obligations.

a) **Technical and organizational measures** - The supplier must implement appropriate and effective measures based on recognized standards such as ISO 27001, TISAX or SOC 2.

b) **Protection of IT systems** - The supplier shall take precautions to prevent disruptions to the availability, integrity, and confidentiality of its IT systems. The aim is to minimize the impact of security incidents.

The supplier should take the following into account:

- Its risk profile
- The size of his company
- The costs of implementation
- The probability and severity of potential security incidents
- Social and economic impact

c) **Documentation of measures** - The supplier must thoroughly document compliance with the listed requirements.

d) **Up-to-dateness and standards** - The supplier's security measures should always correspond to the current state of the art and be based on European and international standards.

e) Concrete measures

The supplier is obliged to implement at least the following measures:

- Risk management and IT security concepts - The supplier develops and regularly updates security concepts in order to identify risks at an early stage and respond appropriately.
- Dealing with security incidents - The supplier establishes processes to effectively manage security incidents and minimize the impact on our services.
- Operational security - The supplier ensures uninterrupted operation through backup management, disaster recovery and crisis management.
- Supply chain security - The supplier integrates security aspects into relationships with subcontractors and service providers in order to protect the entire supply chain.
- Security measures for IT systems - The supplier applies security standards when purchasing, developing, and maintaining its IT systems and proactively manages vulnerabilities.
- Review of security measures - The supplier regularly reviews and improves its security measures to ensure their effectiveness.

- Cyber hygiene and training - The supplier promotes basic cyber hygiene and provides regular IT security training for its employees.
- Encryption and cryptography - The supplier uses the latest encryption technologies to ensure the confidentiality and integrity of data.
- Personnel security and access controls - The supplier implements strict access controls and conducts background checks as required.
- Multifactor authentication and secure communication - The supplier uses multifactor authentication and ensures secure communication via voice, video, and text. The supplier also ensures secure emergency communication systems in its company.

The supplier shall inform SYNTAX immediately of any circumstances that may have an impact on SYNTAX's risk analysis.

In the event of a security incident affecting the business relationship between SYNTAX and the supplier, the supplier is obliged to inform SYNTAX without undue delay and to inform SYNTAX without request, immediately and continuously about the measures taken to clarify and remedy the incident. In the event of an audit of SYNTAX or its customers by the supervisory authorities, the supplier is obliged to cooperate with these authorities, to enable on-site inspections by the authorities, and to provide reasonable support to SYNTAX in the event of official control measures.

3. Artificial intelligence

When developing or using artificial intelligence (AI), the supplier shall do so in a responsible, explainable, and comprehensible manner. It shall comply with all applicable national and international laws and regulations as well as ethical standards.

05. Part of contractual relationships & obligations in the supply chain

Compliance with the provisions of this Code of Conduct in its current form is essential for the business relationship between SYNTAX and the supplier and is therefore an integral part of all existing and future contractual relationships between SYNTAX and the supplier. SYNTAX reserves the right to amend this Supplier Code of Conduct as necessary.

The supplier shall oblige all its employees who are deployed within the scope of the business relationship between SYNTAX and the supplier to comply with these requirements.

It is important to SYNTAX to ensure the principles set out here in the supply chain, which is why SYNTAX expects the supplier to make every reasonable effort to require its suppliers to comply with the principles and requirements of this Code of Conduct.

06. SYNTAX's right of inspection, consequences of violations

SYNTAX reserves the right to verify compliance with this Code of Conduct at regular intervals by means of self-disclosure, information from third parties, submission of certificates, or on-site audits (in coordination with the supplier). In the context of a review of compliance with this Code of Conduct, the supplier undertakes to actively cooperate.

Any actual or potential violation of the standards set forth in this Code of Conduct must be reported to SYNTAX immediately and, if the violation is within the supplier's area of responsibility, remedied immediately. If the violation is the responsibility of a supplier's subcontractor, the supplier shall endeavor to the extent possible and reasonable to have it remedied by the subcontractor.

In the event of a breach of this Code of Conduct which is not remedied by the supplier within a reasonable period of time set by SYNTAX despite the supplier's knowledge and the possibility of remedy, SYNTAX has the right to terminate the contractual relationship with the supplier immediately.

By signing this document, the supplier undertakes to act responsibly and to comply with the provisions of this Code of Conduct. By signing this document, the supplier acknowledges the provisions of this Code of Conduct.

Company _____

Place, date _____

Name in
plain text/title _____

Signature



Syntax Systems GmbH & Co. KG
Höhnerweg 2-4
69469 Weinheim, Germany
syntax.com

About Syntax

Syntax delivers comprehensive technology solutions and trusted advisory, professional, and application management services to support mission-critical cloud applications.

With 50 years of experience and 900+ global customers, Syntax excels in managing multi-ERP deployments across secure private, public, hybrid, or multi-cloud environments. Partnering with SAP, Oracle, AWS, Microsoft, and other tech leaders, Syntax ensures customers' applications are seamless, secure, and innovative.

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