



SUPPLIER CODE OF CONDUCT

1. INTRODUCTION

D-BOX Technologies Inc. (“**D-BOX**” or the “**Corporation**”) is committed to conducting its business in an ethical, legal and socially responsible manner. D-BOX expects its suppliers to share this commitment and therefore, has established this Supplier Code of Conduct. Although there may be different legal and cultural environments applicable to its suppliers, D-BOX suppliers must meet the following minimum requirements in order to do business with D-BOX.

2. COMPLIANCE WITH LAWS AND REGULATIONS

D-BOX suppliers must comply with all applicable laws, codes and regulations of the jurisdictions in which they operate. This includes, but is not limited to, laws and regulations relating to environmental, occupational health and safety, and labor practices.

3. ETHICS

Suppliers will conduct their businesses in accordance with the highest standards of ethical behaviour and in accordance with applicable laws and regulations. Suppliers are expected to conform to these requirements in each of the following areas:

- 3.1 **Fair Trade Practices.** Suppliers will not engage in collusive bidding, price fixing, price discrimination or other unfair trade practices in violation of antitrust laws.
- 3.2 **Business Integrity.** Suppliers are expected to maintain high standards of courtesy, professionalism, ethics and honesty in all their interactions with their stakeholders and D-BOX’s stakeholders.
- 3.3 **Bribery, Kickbacks and Fraud.** No funds or assets of the supplier will be paid, loaned or otherwise disbursed as bribes, “kickbacks”, or other payments designed to influence or compromise the conduct of D-BOX, its employees or representatives.
- 3.4 **Corruption.** While laws and customs vary throughout the world, suppliers must comply with foreign legal requirements and Canada laws that apply to foreign operations, including the *Corruption of Foreign Public Officials Act* which generally makes it an offence to: (i) directly or indirectly give, offer or agree to give or offer any form of advantage or benefit to a foreign public official to obtain an advantage in the course of business; or (ii) engage in certain accounting practices where those practices are employed for the purpose of bribing a foreign public official or concealing a bribe.
- 3.5 **Insider Trading.** It is legally prohibited for any supplier who is in possession of privileged information to take part in transactions involving D-BOX securities unless such information has been widely disseminated by D-BOX in compliance with securities laws and regulations.



4. LABOUR PRACTICES

- 4.1 **Forced Labour, Human Trafficking and Slavery.** Suppliers will not use any form of forced labour including prison, indentured, bonded, military, slave or any other forms of forced labour. Suppliers will not participate in the recruitment, transportation, transfer, harbouring or receipt of any persons by means of threat, use of force, or any other forms of coercion, abduction, fraud, deception, abuse of power or position of vulnerability, or the giving or receiving of payments or benefits to achieve the consent of a person having control over another person for the purpose of exploitation. Suppliers will not retain an employees' government-issued identification, passports or work permits as a condition of employment and will allow employees to resign from their positions at any time.
- 4.2 **Child Labour.** Suppliers will ensure that no underage labour has been used in the production or distribution of its goods or services. Employees must not be younger than the minimum employment age established by each respective country or local jurisdiction. In the event no minimum employment age is established, employees must not be younger than the age of compulsory education.
- 4.3 **Wages and Working Hours.** Suppliers must have a system in place to verify and accurately record payroll, deductions and hours worked by legally authorized employees. Suppliers must comply with all applicable wage and compensation requirements as defined under applicable labour laws for regular work, overtime, maximum hours, piece rates and other elements of compensation and employee benefits. Suppliers will not require workers to work more than the maximum hours of daily labor set by local laws.
- 4.4 **Discrimination.** Suppliers will not discriminate in its employment practices on the basis of race, color, religion, sex, age, physical disability, national origin, creed or any other basis prohibited by law.
- 4.5 **Health and Safety.** D-BOX is committed to conduct business in a way that provides a safe and healthy work environment for our employees. We expect our suppliers to operate in a manner that complies with all applicable health and safety laws, regulations and standards and that our suppliers take the necessary steps to protect workers from workplace accidents, illness or injuries.

5. GIFTS AND ENTERTAINMENT

Suppliers must refrain from promising, offering, approving, giving or accepting of payments or gifts that are, or could be viewed as, an attempt to influence and individual's actions, business decision or creating a sense of obligation. The nature of the gifts or entertainment must not, by the quality, quantity or timing, be used by suppliers to gain improper advantage or preferential treatment. We expect that suppliers will maintain appropriate records of exchanges of gifts and entertainment with our employees.

6. INTELLECTUAL PROPERTY RIGHTS

Suppliers will respect the intellectual property rights of others, including D-BOX, its affiliates and business partners. Suppliers must take appropriate steps to safeguard and maintain confidential and



proprietary information of D-BOX and will use such information only for the purposes specified for use by D-BOX. Suppliers will observe and respect all D-BOX patents, trademarks and copyrights and comply with all requirements as to their use as established by D-BOX.

7. PRIVACY AND INFORMATION SECURITY

D-BOX is committed to respecting the privacy of our customers and employees' personal information and to appropriately safeguard all D-BOX information. We expect our suppliers to demonstrate the same respect for privacy and security throughout its operations, and to be demonstrably accountable with regard to personal information entrusted to them by D-BOX. Unless disclosure is authorized or legally mandated (for example by court order), our suppliers are expected to protect the confidentiality of information about its employees, contractors, and customers, including D-BOX proprietary, confidential and restricted information, in compliance with all applicable laws in the jurisdiction(s) in which they operate. Suppliers will limit the transmission of unencrypted confidential or proprietary information of D-BOX to an absolute minimum.

8. ENVIRONMENT AND SUSTAINABILITY

D-BOX is committed to conducting its activities with an ever more responsible approach by promoting, accelerating, and facilitating the integration of sustainable development principles into our business model. We strongly encourage suppliers to implement an organizational culture that integrates sustainability and that contributes towards the achievement of the 17 Sustainable Development Goals of the United Nations (UN).



9. EFFECTIVE DATE OF THIS POLICY

This Policy was adopted by the Board of Directors on June 2, 2022.