
VENDOR CODE OF CONDUCT



STATEMENT OF PURPOSE

The Prime Trip Support Vendor Code of Conduct (“Code”) describes Prime Trip Support’s (“PRIME”) expectations of how its vendors, partners, suppliers, agents, and subcontractors (“vendors”) conduct business. All vendors engaged in providing products and services to PRIME and PRIME’s clients are expected to act in accordance with the Code, including aligning guidelines, policies, and practices, and communicating and enforcing the Code provisions throughout their organization and across their supply chain, including to subcontractors.

Vendors must act with integrity and are expected to demonstrate a commitment to legal, ethical, safe, fair, and environmentally responsible business practices. PRIME is a global organization with an inclusive culture and believes discrimination in any form should not be tolerated. Vendors are expected to demonstrate a commitment to inclusive business practices, including without limitation diversity in their workplace.

We require that our vendors understand the requirements of this Code, operate in accordance with the expectations outlined in this Code and comply, at a minimum with all applicable laws, rules, regulations, and standards within the regions and areas in which they operate. In instances where standards outlined in the Code differ from local laws, vendors must respect these standards within the framework of the applicable local laws. Vendors must be open and cooperative with the regulators and comply with the global and local jurisdictional requirements.

Prime Trip Support and all its vendors and partners comply with the Code and we manage our business in compliance with all applicable laws and regulations of the countries in which we operate, and in accordance with our company’s high standards of business conduct. All employees and vendors of PRIME are expected to comply with this Code, which is essential to maintaining our reputation for honesty, quality, and integrity.

It also is each person’s responsibility to report to the company any situation where PRIME standards or national and local laws are being violated. Any person disclosing, in good faith, violations or suspected violations of legal requirements or PRIME business standards will not be subjected to retaliation or retribution. Likewise, failure to comply with the provisions of the Code will not be tolerated.

Ethical Business Practices

PRIME is committed to conducting our business in accordance with the highest ethical standards and in compliance with all applicable laws, rules, and regulations. We expect our vendors to share our principles and uphold our standards and for each to develop policies and programs as appropriate to ensure that all workers understand and adhere to these standards.

Anti-Corruption and Anti-Bribery

PRIME does not tolerate corruption or bribery in any form, and we expect our vendors to fully comply with requirements of all applicable anti-corruption laws, including but not limited to the U.S. Foreign Corrupt Practices Act and the UK Bribery Act. Vendors will



not directly or indirectly give, offer, or accept anything of value to obtain or retain business or favored treatment, to influence actions, or to obtain an improper advantage for PRIME, itself, its customers, and/or any other third-party. This includes any benefit, fee, commission, dividend, gift, cash, gratuity, services, consideration, or any inducements of any kind to any PRIME representatives, officers, agents, or employees of PRIME. Furthermore, vendors will ensure their own supply chains, including their affiliates, agents, subcontractors, etc. follow the same strict adherence. This prohibition extends not only to government/public officials, candidates for office, and workers of state-owned enterprises, but also to workers or officers of other third-parties, clients, suppliers, any agent of said parties, or any other person with whom PRIME does or anticipates doing business.

Furthermore, all vendors must review and follow Prime's *Anti-Corruption Policy*, which is available on our company website at:

https://www.primetripsupport.com/downloads/anti_corruption_policy.pdf

Data Protection

We expect our vendors to protect confidential information. Vendors must adopt and maintain processes to provide reasonable protections for personal, proprietary, and confidential information, including information that they access, receive or process on behalf of PRIME.

Vendors should recognize that unauthorized or improper use or disclosure of such information may have personal, legal, reputational, and financial consequences for the vendor, individuals whose personal information may be implicated, and for PRIME and PRIME's clients. All vendors must comply with all applicable privacy/data protection and information security laws and regulations, including General Data Protection Regulation (GDPR) compliance if operating within the European Union, the European Economic Area, or any area where this implementation is active. However, the best practices put forth in the GDPR should be followed by all vendors, regardless of location or jurisdiction.

Grievance Policy

We expect our vendors to have a process through which workers can raise legitimate workplace concerns without fear of retaliation. This mechanism for filing grievances should be transparent and understandable to workers and should ensure the protection of whistleblowers.

Labor and Human Rights

PRIME recognizes its responsibility to protect human rights. We expect our vendors to have policies and practices that protect the human rights of all workers, suppliers, and their supply



chains, including full-time, part-time, and temporary workers, with particular emphasis on the following.

Wages

Vendors should provide wages and benefits that meet or exceed the requirements of local law. At a minimum, vendors should pay workers regularly and timely, the legal minimum wage, the prevailing industry wage, or the wage negotiated in an applicable collective agreement.

Working Hours

Workers should not be required to work in excess of the relevant legal limits on working hours, overtime hours, and number of working days per week. Workers shall be granted and correctly compensated for any types of paid leave or time off to which they are legally entitled under applicable law, including, but not limited to, time off and sick leave.

Forced Labor and Human Trafficking

PRIME does not tolerate slavery, forced labor, or human trafficking in any form and PRIME will not knowingly work with vendors who engage in these practices or permit their subcontractors to engage in these practices.

Child Labor

Vendors must not employ child labor and should take the necessary preventive measures to ensure that it does not employ anyone under the applicable legal minimum age of employment.

Respect, Diversity, and Non-Discrimination

PRIME believes workers should be always treated with respect and dignity. We require vendors to comply with all applicable laws regarding discrimination in hiring and employment practices. We expect vendors to maintain a workplace free of discrimination, harassment, victimization, and any other form of inappropriate behavior or abuse on any grounds including but not limited to age, disability, ethnic or social origin, gender, gender identity, nationality, race, sexual orientation, marital status, parental status, pregnancy, political convictions, religious beliefs, union affiliation, or veteran status. Vendors are expected to maintain an environment free of harassment, violence, and physical/verbal abuse at all times.

Safe and Healthy Work Environment



Vendors must provide a safe and healthy working environment that minimizes health and safety risks. The environment should stress accident prevention and attempt to ensure the health and safety of all personnel and all others. Vendors are required to, and shall require their subcontractors to, comply with all applicable safety and health laws and regulations in the jurisdictions in which they operate, and to provide workers with access to appropriate personal protective equipment at no cost.

Sanitation

The vendor's workers must be provided with ready access to clean toilet facilities and potable water, as well as the appropriate personal cleaning products, including anti-bacterial soaps and other hygiene products.

Commitment to Our Agreements

PRIME expects our vendors to understand and respect the nature of our relationship when it comes to providing services to our clients and end-users. Vendors should recognize that when services are requested on behalf of a client by PRIME, that client should not be solicited directly by the vendor. PRIME agrees to protect the vendor's interests and requires the vendor to do the same for PRIME. Additionally, PRIME expects its vendors to live up to all obligations set forth in the service agreement(s) put in place between both companies, including, but not limited to, customer service responsibilities, financial responsibilities, non-solicitation responsibilities, and all other terms and conditions agreed to by both parties.

This Code sets forth our expectations for current and future vendors. PRIME expects all new and existing vendors to meet our minimum expectations and to aspire to make continuous improvements. Should you face any circumstances which are likely to lead to your inability to meet the requirements and expectations of this Code, you should report it immediately to PRIME.

We expect our vendors to join us in our commitment to transparency, honesty, and disclosure. If requested, vendors are expected to provide details and data about their performance on the topics included in this Code to the firm or to other entities. If a vendor is found to be in violation of the requirements set forth in this Code, PRIME expects that vendor to inform us immediately or as soon as is practicable and remedy any such violation in a timely manner. Failure by a vendor to do so may lead to review or termination of our relationship.

PRIME is committed to continuously reviewing and updating this Code. Further, the contents of this Code are additional to and do not in any way affect or prejudice any of PRIME's rights and remedies under the relevant contracts with each vendor, if any.

In the event of any non-compliance to the requirements set forth in this Code or other breach of contract, PRIME reserves its rights and retains the sole discretion to exercise any rights under this Code, any relevant contract, and/or laws and regulations. The failure of PRIME to insist upon strict performance and compliance with any of the provisions of this Code at any time shall



in no way constitute a waiver of PRIME's rights. In the event of any conflict or ambiguity between any provision of this Code and the provisions of any relevant contract with any vendor, the provisions of that contract will prevail.

