

SMART & BIGGAR

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SUPPLIER CODE OF CONDUCT.**

January 2023

1. OVERVIEW

IPH Limited (ABN 49 169 015 838) (**IPH**) and its businesses, including Smart & Biggar LP, Smart & Biggar LLP and Smart & Biggar Alberta LLP (together **Smart & Biggar**) (each a **Group Business** and collectively the **IPH Group, we** or **our**) are leaders in the delivery of a wide range of intellectual property (**IP**) services and products and each Group Business is renowned for being a professional, ethical and honest business organisation.

The IPH Group is committed to maintaining the highest ethical standards in the conduct of our business activities. As part of this, the IPH Group strives to conduct ethical and socially responsible procurement.

This Supplier Code of Conduct outlines the standards and behaviours we expect from our **suppliers** (being any person or entity that provides goods or services to the IPH Group) in order to further our commitment to ethical business practices. The IPH Group expects all our suppliers to adhere to the Supplier Code of Conduct when conducting business with the IPH Group.

The expectations set out in this Supplier Code of Conduct are complementary to, and are not intended to supersede or alter, the supplier's regulatory or contractual obligations with the IPH Group. Suppliers should review any existing agreements, contracts or purchase orders with IPH or a Group Business as these may contain additional obligations or higher standards than those set out in this Code of Conduct.

2. THE IPH GROUP'S VALUES

The IPH Group's success is underpinned by the core values set out in the IPH Group Statement of Values, available at <https://www.iphltd.com.au/investor-information/>. These values assist us to deliver tailored commercial solutions to our clients, create and maintain value for our stakeholders and empower our people. Our core values are:

- **Excellence** in service delivery to our clients
- **Innovation** in value creation
- **Integrity** in business practices
- **Efficiency and effectiveness** in our operations
- **Empowerment and engagement** of our people.

When conducting business with the IPH Group, you can expect that we will act in accordance with these values.

3. SUSTAINABLE SUPPLY CHAIN PRINCIPALS

a) Legal requirements, governance, and business practices

When conducting business with the IPH Group, we expect our suppliers to take the following steps to ensure effective compliance and governance operations:

- operate in full compliance with all applicable laws, regulations, policies and procedures in the jurisdictions in which the supplier does business;
- promptly bring any breach or suspected breach of relevant laws or regulations to the attention of a Group Business;
- comply with the IPH Group Anti-Bribery Policy, available at <https://www.iphltd.com.au/investor-information/>. This includes declining any money, gifts, favours or entertainment which might influence or be seen to influence the supplier's business judgement;
- act with integrity and honesty, including faithfully observing IPH Group policies, rules, regulations and contracts and engaging in honest and fair dealings with clients, customers, employees and the general public; and
- promptly disclose any real or perceived conflicts of interest between the supplier's personal or business interests and their duties to the IPH Group or its clients and customers.

b) Human rights and employment practices

The IPH Group expects our suppliers to comply fully with relevant employment laws and to respect human rights in the course of their business operations. This includes the following:

- ensure reasonable working hours and wages for the supplier's employees;
- provide a safe and healthy working environment for the supplier's employees and contractors;
- commit to ensuring a culture of respect and inclusion for all workers;
- comply at all times with all international human rights laws and ensure those laws are followed throughout the supplier's supply chains;
- forced labour, bonded labour, child labour, slavery and human trafficking must not be used under any circumstances; and
- not use, or in any way benefit from or contribute to, any type of modern slavery. The IPH Group's efforts towards combatting modern slavery are set out more fully in the IPH Limited Modern Slavery Statement, available at <https://www.iphltd.com.au/investor-information/>.

c) Environmental considerations

The IPH Group is taking steps to reduce our environmental impact and requires our suppliers to ensure they comply with all applicable environmental laws when conducting business with us.

d) Privacy

The Privacy Policy of each Group Business explains how we collect, use, manage and disclose personal information and how you can contact us if you have queries about our management of personal information.

Our suppliers must ensure they have in place adequate information privacy and security protection procedures to protect personal information disclosed to them by the IPH Group from unauthorised access, use and disclosure. For further information, the Smart & Biggar Privacy Policy is available at <https://www.smartbiggar.ca/group-relationships-statement/privacy-policy>.

4. COMPLIANCE

Suppliers are expected to communicate this Code of Conduct to their employees, related entities, subcontractors and next tier suppliers involved in any supply to the IPH Group, so they are aware of, acknowledge and ensure compliance with this Code of Conduct. Suppliers are also expected to demonstrate a willingness and commitment to comply with this Code of Conduct.

The IPH Group may from time to time carry out assessments of the practices of its suppliers to verify compliance with this Code of Conduct. In that case, the supplier should cooperate and work collaboratively with the IPH Group.

In some instances, if a supplier is unable or unwilling to meet the requirements of this Supplier Code of Conduct, or demonstrates corrupt or unethical conduct, we may choose to end the relationship at our discretion, subject to contractual obligations.

5. CONTACT DETAILS

If you have any questions about this Supplier Code of Conduct, please contact your Group Business contact person or email suppliers@iphltd.com.au.

If an IPH Group supplier becomes aware of a suspected or actual breach of this Supplier Code of Conduct, the supplier should notify the Group Business with which it engages **as soon as possible** using the contact details above.

Suppliers may also report concerns about illegal, unethical or improper conduct or breaches of this Supplier Code of Conduct through the IPH Group Whistleblower Policy, which can be accessed at <https://www.iphltd.com.au/investor-information/>.

The IPH Group is committed to supporting our suppliers to operate in an ethical and sustainable manner and we look forward to continuing to work with you.