

## THIRD PARTY CODE OF CONDUCT

### INTRODUCTION/EXPLANATION

This NCR Third Party Code of Conduct (the “Code”) sets forth the minimum standards NCR Corporation and its affiliates (collectively “NCR” or the “Company”) expect from everyone with whom we do business, including without limitation our vendors, service providers, and channel partners (each a “Third Party”).

Each Third Party must adhere to the minimum requirements set forth in this Code. Third Parties must also require third parties with whom they do business to adopt similar minimum requirements for their workforce.

If applicable laws conflict with the provisions of this Code, Third Parties must follow applicable law and advise NCR immediately about the conflict.

All Third Parties are required to report to NCR instances of suspected violations of this Code, NCR policy, and applicable law that relate in any way to the Third Party’s dealings with NCR. Third Parties must promptly respond to requests from NCR for information or documentation to verify their adherence to this Code and promptly remediate any failures.

**NCR reserves the right to terminate its relationship with Third Parties who do not follow this Code.**

### WORKPLACE MATTERS

#### **Workplace Violence**

Each Third Party will provide a safe and secure work environment for their employees and visitors. Third Parties shall require all individuals on their premises be treated with respect and courtesy. Acts or threats of violence must be strictly prohibited. Each Third Party must maintain a mechanism to address acts or threats of violence that occur on their premises.

Third Parties shall not bring any weapons to any NCR facility or to any facility that they visit when engaged in business related to its dealings with NCR.

#### **Non-Discrimination**

Third Parties must comply with all applicable employment and labor laws and provide equal employment opportunity to all of their employees and applicants. Third Parties must provide a work environment free from any discrimination. While NCR respects local customs, norms and cultural expectations, Third Parties must, at minimum, prohibit discrimination based on race, color, age, sex,

gender, gender identity, gender expression, sexual orientation, marital status, ethnicity, national origin, caste, disability, genetic information, medical condition, pregnancy, religion, political affiliation, union membership, covered veteran status or any unlawful factor to the fullest extent permitted by applicable law. This prohibition shall apply to decisions concerning recruiting, hiring, performance appraisals, compensation promotions, termination and all other aspects of employment. Third Parties must make reasonable accommodations to their employees to accommodate personnel needs consistent with applicable law.

## **Harassment**

Third Parties must provide a working environment that is free from harassment based on personal characteristics, including race, color, age, sex, gender, gender identity, gender expression, sexual orientation, marital status, ethnicity, national origin, caste, disability, genetic information, medical condition, pregnancy, religion, political affiliation, union membership, covered veteran status and any other characteristic protected by applicable law. Third Parties must strictly prohibit conduct that creates an intimidating or offensive work environment.

## **Human Trafficking, Child and Forced Labor**

Third Parties must strictly prohibit human trafficking or forced labor of any type, including but not limited to sex trafficking, debt bondage, forced prison labor, and child labor. Third Parties must set minimum working standards for all personnel, including:

- prohibiting the hiring of individuals below the legal working age, and legal workers under 18 years of age may not perform dangerous work.
- prohibiting corporal punishment and the threat of corporal punishment
- prohibiting requirements for worker deposits, retaining employee identity or immigration documentation and any other action that could restrict employees from freely terminating their employment
- providing fair compensation to all employees that meets minimum wage standards set by applicable law, including the payment of overtime wages
- capping daily and weekly working hours at or below limits set by applicable law, ensuring that all overtime is voluntary and providing no less than one rest day per week and permitting no more than 60 hours of work per week
- where the Third Party is providing housing for workers, such housing should be clean, safe, and provide reasonable living space
- respecting employees' rights to freedom of association and collective bargaining to the full extent provided by applicable law

Third Parties may only use internal and external recruiters with sufficient training to support compliance with these minimum requirements.

## **Drug-Free Workplace**

NCR Third Parties must maintain drug-free workplaces. Third Parties must prohibit the use, possession,

distribution, or sale of illegal drugs while conducting work for or on behalf of NCR, whether or not on Third Party premises. Third Party personnel must not perform work on or behalf of NCR while under the influence of alcohol.

### **Acceptable Use of Information Technology Resources**

NCR's electronic information technology (IT) infrastructure is to be used by Third Parties for NCR business purposes only and may not be used to espouse personal, political, or religious views or to solicit support for any non-business cause or event. Third Party personnel must use NCR's IT infrastructure resources in a responsible, ethical, and lawful manner and are prohibited from using NCR e-mail or other NCR-provided electronic messaging or communication tools, among other things, to create or exchange offensive, harassing, obscene or threatening messages or to create or exchange chain letters and other unsolicited non-business-related e-mail. Except where prohibited by applicable law, NCR reserves all rights to search and review any information sent, received, or stored using its IT infrastructure.

## **PROTECTION OF COMPANY INFORMATION**

### **Confidential Information**

Confidential Information of, or disclosed or provided to a Third Party by or for, NCR must at all times be treated and protected as NCR Confidential Information. That information is not to be disclosed to third parties or used for any purposes not authorized by NCR.

### **Material Non-public Information**

Third Parties will at all times comply with applicable securities laws, including laws prohibiting trading, directly or indirectly, in securities while in possession of "material non-public information" and laws prohibiting the sharing of material non-public information. Material non-public information is generally defined as any information that has not been widely disclosed to the public and is likely to influence an investor to buy, sell, or hold a company's stock.

## **CONDUCT IN THE MARKETPLACE**

### **Interactions with Competitors**

Third Parties must at all times comply with all applicable anti-trust and competition laws.

### **Intellectual Property**

Third Parties shall respect NCR's and others' trademarks, software, trade secrets and other confidential and proprietary information, inventions, works of other authorship, technology, data, documentation and other materials and intellectual property, including intellectual property rights (including patent, copyright, trade secret and trademark rights). Third Parties shall not use any NCR intellectual property, or others' intellectual property in or in conjunction with NCR or any NCR related activity, project or engagement, without the right(s) to do so,

and then only to the extent of such right(s)..

### **Anti-Bribery / Anti-Corruption Laws**

Third Parties must at all times comply with the the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, and all other anti-bribery and anti- corruption laws (collectively, “Anti-corruption Laws”). Third Parties may not provide or promise or receive or accept a promise to receive anything of value, directly or indirectly, to any third party to induce them to take or not take any action or for the purpose of obtaining or retaining a business advantage. Third Parties must maintain complete and accurate books and records and have in place adequate internal accounting controls designed to prevent and detect improper payments.

### **Gifts & Hospitality**

Gift-giving practices vary around the world. Third Parties shall use good judgment when giving or receiving gifts, in each case consistent with the following minimum requirements:

- All gifts must comply with Anti-corruption Laws.
- Third Parties must avoid actual or apparent conflicts of interest.
- Third Parties must accurately record the details of its transactions in all documents submitted to NCR, including contracts, order forms, and invoices.
- Never offer or provide payments, loans, favors, bribes, kickbacks, special privileges, or services to or from anyone in return for doing business with the Third Party or receiving any other favorable treatment from NCR.

Gifts given to or received from NCR personnel must be infrequent and modest in nature.

## **GLOBAL COMMERCE**

### **Exports, Imports and Trade Control**

Third Parties should not directly or indirectly provide to NCR any material or service from a country, person or entity that is subject to U.S. Export control laws and other regional, unilateral, and multilateral regulations that restrict transactions with specific foreign entities, persons or countries (often referred to as denied, debarred, embargoed and/or restricted parties). Third Parties shall comply with applicable laws and regulations governing (a) the export, re-export and transfer of goods, technical data, software and services; (b) import of goods and obligations with respect to sourcing materials; (c) economic sanctions and embargoes; and (d) U.S. antiboycott requirements.

## **ENVIRONMENT/OCCUPATIONAL HEALTH & SAFETY**

### **Environment**

Third Parties must comply with applicable environmental protection laws and endeavor to minimize undesirable environmental impacts from its business operations.

Third Parties shall endeavor to reduce consumption of resources and creation of waste of all types and promote recycling efforts.

### **Conflict Minerals**

NCR expects Third Parties to take steps to determine if their products contain tin, tantalum, gold, or tungsten (“conflict minerals”) and if so, that they will:

- implement supply chain due diligence processes to identify sources of Conflict Minerals
- support efforts to proactively eradicate the use of Conflict Minerals which directly or indirectly finance or benefit armed groups in the Democratic Republic of Congo or adjoining countries.

Third Parties shall, promptly upon request by NCR, provide such information, certifications, and documentation as NCR deems necessary to monitor or assess compliance with this provision.

### **Occupational Safety & Health**

Third Parties must comply with applicable health and safety laws related to protecting human health and providing working conditions that are free from recognized hazards that may cause death, physical harm, or illness.

Third Parties must provide all personnel with ready access to clean toilet facilities, potable water, and sanitary food preparation, storage, and eating facilities. If Third Party provides personnel with residential facilities, such facilities must meet local housing and safety standards, including maintenance and upkeep requirements.

## **MAINTAINING COMPLIANCE/REPORTING CONCERNS**

### **Maintaining Compliance**

Third Parties must establish training and communications programs to ensure that their personnel understand their rights and obligations under this Code.

### **Reporting Concerns**

Third Parties must promptly report any known or suspected violations of this Code to NCR’s Ethics & Compliance Office Ethics (by e-mail: [ComplianceOffice.Ethics@ncr.com](mailto:ComplianceOffice.Ethics@ncr.com) or NCR’s [AlertLine](#)).