

# CLARIVATE SUPPLIER CODE OF ETHICS

## BACKGROUND

Clarivate values innovation, integrity and exceptional customer service, which is why we are committed to developing strong business relationships with high quality suppliers that agree to operate under ethical standards consistent with our own. Clarivate's ethical values and the way we do business are reflected in the Clarivate Code of Conduct (<https://clarivate.com/sustainability-at-clarivate/governance/>) which applies to all officers, directors, colleagues and contractors of Clarivate. The Clarivate Supplier Code of Ethics ("Code") seeks to ensure comparable standards of behaviour for our suppliers worldwide, thereby driving a commitment to ethical improvements throughout our supply chain.

## SCOPE

This Code applies to any company, organization or individual that is supplying goods and/or services to one or more members of the Clarivate group of companies ("you"). This Code applies equally to your affiliated companies and your agent(s) or subcontractor(s) to the extent that any of them are performing services for any Clarivate business.

### **I. Obligations**

We require Suppliers to take reasonable steps to ensure that this Code is communicated throughout their organizations and made available to their employees and subcontractors who work on Clarivate business. This Code must be understood and complied with when conducting business with or on behalf of Clarivate, in conjunction with the standards and principles in the Clarivate Code of Conduct, and the provisions of any contract between the Supplier and Clarivate.

### **II. Human Rights and Labor Standards**

Clarivate is committed to compliance with the UK Modern Slavery Act and conducting business in a manner that respects the rights and dignity of all people and supports the principles contained in the United Nations Universal Declaration of Human Rights. Suppliers must treat their employees fairly and in accordance with applicable laws and regulations regarding labor and employment, and the following principles.

#### **1. Employment is chosen freely**

- Employees work voluntarily and are neither forced nor bonded to work, nor work in an involuntary capacity, such as in the case of prison labor. You will not use, participate in, or benefit from, any form of human trafficking.
- Employees are not required to pay recruitment fees or other fees to you or your agents. Employees are not required to lodge "deposits" or their identity papers (such as passports or drivers' licenses) with you, and you may not deny access to such identity papers.
- Employees are free to terminate their employment or other working relationship with you at any time after reasonable notice without reprisal.
- To the extent possible, work performed must be done on the basis of a recognized employment or independent contractor relationship established in accordance with local law and practice.

## **2. Freedom of association and the right to collective bargaining are respected**

- Employees have the right to associate freely, join or form trade unions or works councils of their own choosing and to bargain collectively in accordance with local legislation. Employees will also have the right to refrain from any such activities.
- You will comply with all applicable legislation regarding the activities of trade unions and works councils.
- Employees' representatives will be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, reprisal, intimidation or harassment.
- Where the rights to freedom of association and collective bargaining are restricted under applicable law, you will not restrict the development of other legal means for independent and free association and bargaining.

## **3. Working conditions are safe, healthy and hygienic**

- Employees will be provided with a safe, healthy and hygienic working environment, bearing in mind the prevailing knowledge of the industry and of any specific hazards. Adequate steps will be taken to prevent accidents and injury to employees arising out of, associated with, or occurring in the course of work carried out by the employees, by minimizing, so far as is reasonably practicable, the causes of hazards inherent in the working environment. Where hazards cannot be adequately controlled, employees are to be provided with appropriate, well-maintained, personal protective equipment. Employees will not be disciplined for raising safety concerns. You will identify and address potential emergency situations and events and will implement emergency plans and response procedures (including, without limitation, appropriate fire detection and suppression equipment and adequate exit facilities).

- Employees will receive appropriate health and safety training. Health and safety-related information will be clearly posted in your facilities in appropriate languages.
- Employees will be provided with access to clean toilet facilities and drinkable water, and, if appropriate, sanitary facilities for food storage will be provided.
- Living accommodation, where provided, will be clean, safe and meet the basic needs of the employees.
- You will assign responsibility for health and safety to a senior management representative.
- You are expected to operate in a manner that complies with applicable health and safety laws and regulations.

#### **4. Child labor will not be used**

- You will not use child labor. The term “child” means any person who is (a) under the age of 15 or (b) under the minimum age for employment in the relevant country, whichever is lower.
- Employees under the age of 18 will not perform work that is likely to jeopardize their health or safety, including shifts at night or working in hazardous conditions.

#### **5. Wages and benefits**

- Wages and benefits provided to employees will comply with applicable laws, including those related to minimum wages, overtime hours and legally mandated benefits.
- All employees will be provided with clear written information about their wages and benefits before they enter employment.
- Deductions from wages as a disciplinary measure will not be permitted, nor will any deductions from wages not provided for by applicable legislation be permitted without the express permission of the employee concerned.

#### **6. Working hours are not excessive**

- Working hours will not exceed the maximum set by local legislation. Work weeks should be no more than 60 hours per week, including overtime, except in emergency or unusual situations. Employees may voluntarily choose to work more hours, so long as they are not pressured to do so, and you remain in compliance with applicable legislation related to maximum hours. Employees will be allowed at least one day off per seven day week.

#### **7. No discrimination is practiced**

- Discrimination of any kind is not, and never will be, tolerated by Clarivate. You agree to ensure a workplace free of harassment and unlawful discrimination. You will not engage in discrimination in hiring and employment practices, such as compensation, access to training, promotion, termination or

retirement based on race, color, religion, age, sex, gender, pregnancy, marital status, sexual orientation, gender identity and expression, national origin, citizenship status, disability, veteran status or any other classification protected by applicable laws or regulations.

#### **8. No harsh or inhumane treatment is allowed**

- Physical abuse or discipline, sexual or other harassment, verbal abuse, the threat of any of the foregoing, and other forms of intimidation are strictly prohibited.

#### **9. Supplier diversity is promoted**

- At Clarivate, we encourage diversity and inclusion. Accordingly, you will endeavour to include small and socio-economically diverse suppliers, such as minority-owned (MBE), women-owned (WBE), disability-owned (DBE), veteran-owned (VBE), disabled veteran-owned (DVBE), lesbian/gay/bisexual/transgender-owned (LGBTBE), and other small businesses (SBA) in sourcing subcontracting activities where possible.
- You will, on request, provide Clarivate with evidence that you have implemented or are working toward implementing a supplier diversity program and/or supplier diversity policy.

### **III. Environmental Responsibility**

#### **1. Environment**

- Clarivate recognizes its social responsibility to protect the environment, and we expect you to share that commitment by responding to challenges posed by climate change and working toward protecting the environment.
- You are expected to operate in a manner that complies with applicable environmental laws and regulations. Compliance will include, but not be limited to, air, water, solid waste, hazardous waste, electronic waste and energy efficiency/carbon footprint.

### **IV. Legal and Regulatory Compliance**

#### **1. Anti-bribery and Anti-corruption**

- You will comply at all times with all applicable anti-bribery and anti-corruption laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act.
- You will not accept, offer, promise, pay, permit or authorize:
  - bribes, facilitation payments, kickbacks, or illegal political contributions;
  - money, goods, services, entertainment, employment, contracts, or other things of value, in order to secure or retain an improper advantage; or
  - any other unlawful or improper benefits.

- Your business records and invoices will fully and accurately reflect transactions, expenditures and/or services performed. All payments or requests for reimbursement will be substantiated by authorized written receipts, invoices or other appropriate documentation detailing the expenses or costs incurred and/or work performed on your behalf or on behalf of Clarivate.
- You will keep a written accounting of all payments (including any gifts, meals, entertainment or anything else of value) made on behalf of Clarivate or using funds provided by Clarivate. You will promptly furnish a copy of this accounting to Clarivate upon request.
- You will engage reputable employees and ensure they understand and adhere to these requirements.
- You will, on request, provide Clarivate with evidence that you have implemented an anti-corruption program and/or policy.

## **2. Conflicts of Interest**

- Clarivate has built a reputation based on integrity, transparency and impartiality, which means Clarivate's business relationships must be honest, unbiased and in the best interests of our company. We expect you to avoid any actual or perceived conflicts of interest, and to immediately disclose to Clarivate any situation that may appear as a conflict of interest or could develop into a conflict of interest.

## **3. Insider Trading**

- While working with or for Clarivate, Suppliers may become aware of non-public information about Clarivate. Using non-public information to purchase or sell securities, or providing a family member, friend, or any other person with "inside information," is a violation of this Code and potentially a violation of securities laws, which could result in serious penalties, including imprisonment and civil and criminal fines.

## **4. Anti-Money Laundering**

- Suppliers must comply with anti-money laundering and anti-terrorism regulations, and take the necessary steps to ensure that Clarivate business is conducted only with reputable customers and third parties that are financed only from legitimate sources.

## **5. Privacy**

- Clarivate expects its Suppliers to protect the personal information that they access, collect, receive, process, use, or retain on behalf of Clarivate. Suppliers must always comply with applicable laws and regulations, and must implement policies and controls to ensure that applicable privacy rights of

individuals are respected. Suppliers should recognize that unauthorized use or disclosure of such information may have serious personal, legal, reputational, and financial consequences for the Supplier, Clarivate, and the individuals whose information is implicated.

- Any Supplier that accesses, collects, processes, uses, or retains personal information at Clarivate's request or on Clarivate's behalf may be required to accept certain contractual obligations to ensure compliance with Clarivate's standards regarding the protection of personal information.

## **V. Reporting**

### **1. Ensuring Compliance**

- On request, you will furnish Clarivate with relevant information and data to support your compliance with this Code.
- Subject to applicable local laws, you are required to promptly report to Clarivate any violation of this Code that you become aware of. You or any of your employees may report violations through the Clarivate Ethics Hotline by calling: 1-855-464-3766 (outside of the United States and Canada, dial your country access number prior to "1" which is the international code used to dial the U.S. and Canada). You can also contact the Clarivate Compliance Team by emailing [compliance@clarivate.com](mailto:compliance@clarivate.com). Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct an adequate investigation. You agree not to retaliate against any of your employees who, acting in good faith, report what they reasonably believe is a violation of this Code.