

CODE OF CONDUCT

SUPPLIERS AND CONTRACTORS

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PREFACE

At Soventix Caribbean, we understand ethics as the ability to do what is right in every decision, regardless of context, place or circumstance. That conviction does not stop at our company's doors: it extends across our entire supply chain. Our suppliers, contractors and subcontractors have been an essential part of every project we have developed since 2014, and the way they act has a direct impact on the trust of our clients, employees and partners, as well as on the reputation we have built with integrity over the years.

This Code of Conduct for Suppliers and Contractors sets out the principles and standards we expect from those who provide us with goods and services in the areas of human rights, labor practices, the environment, occupational health and safety, responsible business practices, anti-corruption and integrity, and confidentiality. These standards are consistent with our Code of Conduct and Ethics (PA-GCH-CO-02) and with our Integrated Management System (ISO 9001, ISO 14001 and ISO 45001), and they reflect the culture of respect, safety and transparency that defines us.

We reject all forms of discrimination, harassment, child labor and forced labor, and we firmly prevent bribery, corruption and money laundering throughout our supply chain. To this end, we make our Ethics Line available to employees, contractors and related third parties: a confidential channel that accepts both anonymous and identified reports and protects anyone who reports in good faith against retaliation.

As a renewable energy company, we pursue operational excellence and sustainability as a matter of purpose, aware that the value we deliver 'Powerful Returns' is only genuine when it rests on compliance with the law and on the integrity of everyone involved in our projects. We invite our suppliers and contractors to make this Code their own and to build, together with us, a responsible, transparent and trustworthy supply chain.



CODE OF CONDUCT
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OBJECTIVE

To establish the principles and standards of conduct regarding human rights, labor practices, the environment, occupational health and safety, responsible business practices, anti-corruption and integrity, and confidentiality and information protection that Soventix Caribbean, S.R.L. expects from its suppliers, contractors and subcontractors, as well as the mechanism for reporting non-compliance through the Ethics Line, aligned with its Integrated Management System (ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018), with the Code of Conduct and Ethics (PA-GCH-CO-02) and with its integrity and sustainability commitments, in order to ensure a responsible supply chain.

SCOPE

This Code applies to all suppliers, contractors and subcontractors of Soventix Caribbean, S.R.L. worldwide, in all their operations and in any country where the company operates or procures goods and services, throughout the entire contractual relationship and across their entire supply chain.

This Code supplements the General Terms and Conditions of Contracting for Vendors of Soventix Caribbean, S.R.L. (SVC) and shall be read together with them and with the applicable Purchase Order (PO) or contract. Any breach of this Code shall be deemed a breach of the General Terms and Conditions and of the corresponding PO. In the event of any discrepancy between this Code and the General Terms and Conditions or the PO regarding contractual rights and obligations, the General Terms and Conditions and the PO shall prevail; this Code remains fully applicable with respect to ethical and conduct standards.

3. Definitions

Supplier: Natural or legal person that supplies goods or services to Soventix Caribbean, S.R.L.

Contractor: Organization that performs works or services for Soventix Caribbean under a contract, providing its own personnel and resources..

Vendor (Suplidor): Term used in the General Terms and Conditions of Contracting and in the Purchase Orders of Soventix Caribbean, S.R.L. (SVC) to refer interchangeably to the supplier or contractor; for the purposes of this Code, the terms supplier, contractor and Vendor are deemed equivalent.

Purchase Order (PO): Document by which SVC formalizes the acquisition of goods or services and into which the General Terms and Conditions of Contracting are incorporated.

General Terms and Conditions of Contracting: General Terms and Conditions of Contracting for Vendors of Soventix Caribbean, S.R.L. (SVC), which form part of every PO issued by SVC and govern the contractual relationship with the Vendor.

Subcontractor: Third party to which a supplier or contractor delegates part of the activities covered by the contract.

Supply chain: Set of organizations and processes involved in the supply of goods and services to Soventix Caribbean.

Waste: Solid, liquid or gaseous material that remains as refuse after a process has been carried out.

Harmful emission: Release of substances harmful to the environment, mainly into the atmosphere.

Child labor: Employment of persons below the legal minimum working age under the applicable jurisdiction.

Forced labor: Any work or service exacted under threat, coercion or without the free consent of the worker.

Corruption: Abuse of power or position to obtain an undue benefit, including bribery and extortion.

Confidential information: All technical, financial, commercial or personal information of Soventix Caribbean not intended for public disclosure.

Due Diligence: Process of verifying and assessing third parties (suppliers, contractors and business partners) to identify and mitigate risks associated with money laundering, terrorist financing, corruption or other unlawful activities.

Ethics Line: Confidential channel established by Soventix Caribbean, S.R.L. for submitting complaints, reports or inquiries regarding breaches of this Code or applicable regulations, managed by the Compliance Committee.



4. Reference Documents

ISO 9001:2015	Quality management systems (clause 8.4)
ISO 14001:2015	Environmental management systems (clauses 6.1.2 and 8.1)
ISO 45001:2018	Occupational health and safety management systems (clause 8.1.4).
PE-GHSEQ-PO-01	Integrated Policy of the Integrated Management System of Soventix Caribbean, S.R.L.
PA-GCH-CO-02	Code of Conduct and Ethics of Soventix Caribbean, S.R.L.
PA-GC-MA-01	Manual for the Prevention of Money Laundering and Terrorist Financing (PLAFT).
Ley No. 16-92	approving the Labor Code of the Dominican Republic
Ley No. 87-01	creating the Dominican Social Security System
Ley No. 172-13	on the Comprehensive Protection of Personal Data
Ley No. 155-17	against Money Laundering and Terrorist Financing
General Terms and Conditions of Contracting for Vendors of Soventix Caribbean, S.R.L. (SVC)	
Universal Declaration of Human Rights	

5. Code of Conduct for Suppliers and Contractors

5.1. Human Rights

All suppliers and contractors shall respect the principles of the Universal Declaration of Human Rights and, in particular:

a) Take reasonable measures and make good-faith efforts to avoid engaging in human rights abuses or related unlawful conduct.

b) Not permit any form of discrimination on the grounds of ethnic or cultural origin, sex, gender identity, sexual orientation, disability, nationality, religion, age, social origin or ideology, among others, in accordance with Article 2 of the Universal Declaration of Human Rights.

c) Prohibit the use of child labor, complying with international, national and local laws, regulations and declarations concerning the minimum working age.

d) Prohibit forced labor or labor under any form of coercion, consistent with the prohibition of slavery and servitude in all their forms (Article 4 of the Universal Declaration of Human Rights).

e) Not subject their employees to any form of physical or verbal abuse or any other form of intimidation, in accordance with the prohibition of cruel, inhuman or degrading treatment or punishment (Article 5 of the Universal Declaration of Human Rights).

f) Respect the inherent dignity, equality and the rights to life, liberty and security of all persons, without distinction of any kind (Articles 1 and 3 of the Universal Declaration of Human Rights).



5.2. Labor practices

Suppliers and contractors providing services to Soventix Caribbean must comply with applicable labor legislation and, in particular:

a) Comply with all labor laws and regulations on working hours.

b) Ensure that overtime is worked voluntarily and compensated in accordance with current legislation.

c) Respect employees' right to adequate rest periods and paid vacation.

d) Ensure that all employees receive at least the legal minimum wage established in each jurisdiction where they operate, paid on time and transparently.

e) Respect the right to freedom of association and collective bargaining, allowing employees to form and join unions and other representative organizations without fear of retaliation, and maintaining open and constructive dialogue with workers' organizations.

f) Keep all personnel duly registered and up to date in the social security system in accordance with applicable legislation. For suppliers and contractors domiciled in the Dominican Republic, this includes compliance with the Labor Code (Law 16-92) and Law 87-01 on Social Security, as well as being up to date with the Social Security Treasury (TSS).

g) Be responsible for compliance with the labor and social security obligations of their own subcontractors, providing Soventix Caribbean, S.R.L. with documentation evidencing such compliance when reasonably requested.



5.3. Environment

Suppliers and contractors of Soventix Caribbean must:

A	Comply with all applicable environmental laws and regulations.
B	Promote sustainable practices to minimize environmental impact, including reducing emissions, proper waste management and efficient use of natural resources.
C	Promote energy efficiency and the use of renewable energy sources.
D	Minimize harmful emissions.
E	Source materials from sustainable and local sources whenever possible.
F	Promote environmental awareness among their employees and subcontractors.

5.4. Occupational health and safety

Suppliers and contractors of Soventix Caribbean must:

a) Provide a safe and healthy work environment, complying with all applicable laws and regulations.

b) Promote the prevention of occupational risks and foster a safety culture.

c) Encourage employee participation in the identification and mitigation of occupational risks.





5.5. Responsible business practices

a) Suppliers and contractors shall not subcontract services or activities that may directly affect the delivery of goods and services to Soventix Caribbean or its customers without the company's prior written approval.

b) When suppliers or contractors subcontract certain activities related to the services provided to Soventix Caribbean, they must supervise the subcontracted party to ensure compliance with the contractual obligations and the provisions of this Code of Conduct.

c) Any change to the scope of the PO shall only be valid if made in writing and signed by both Parties, in accordance with the General Terms and Conditions of Contracting.

d) Meet the deadlines, technical specifications and quality standards agreed in the PO, and replace defective goods at their sole expense or correct deficiencies within the time limits set forth in the General Terms and Conditions of Contracting.

e) Acknowledge that delays and breaches attributable to the supplier or contractor may give rise to the penalties, compensation and cancellation rights provided for in the General Terms and Conditions of Contracting, without prejudice to the consequences set forth in this Code.

f) All intellectual work, creations, designs, methodologies, software, technical documents, innovations or works produced by the employee in the course of their employment relationship, using company resources, time or information, are the exclusive property of Soventix Caribbean, S.R.L. This provision extends to inventions, process improvements and technical developments connected to the company's operations. It applies without prejudice to any specific intellectual property, confidentiality or assignment-of-rights agreements that may correspond to the nature of the duties performed or the development carried out..

5.6. Anti-corruption and integrity

To ensure integrity and accountability in the conduct of business activities, suppliers and contractors of Soventix Caribbean must adhere to applicable anti-corruption principles and laws:

a) Promote transparency in the conduct of their business.

b) Not engage in any form of corruption, including extortion and bribery.

c) Be up to date in the payment of the various taxes established by law.

d) Comply with auditing and bookkeeping obligations in accordance with applicable legislation.

e) Comply with legislation on the prevention of money laundering and terrorist financing, including Law No. 155-17 of the Dominican Republic and its implementing regulations, as well as international best practices in this area.

f) Represent and warrant that neither the supplier or contractor nor its employees, agents or representatives have offered or will offer, directly or indirectly, improper payments or any other undue advantage to public or private officials in connection with the performance of the PO.

g) Implement control measures for the prevention of offenses within the organization.

h) Cooperate with the third-party due diligence and verification processes that Soventix Caribbean, S.R.L. applies under its PLAFT Manual (PA-GC-MA-01) and the General Terms and Conditions of Contracting, providing the information and documentation reasonably requested to validate compliance with this section.

5.7 Confidentiality and information protection

Confidentiality is a critical aspect of the relationship between Soventix Caribbean, S.R.L. and its suppliers and contractors. To ensure the protection of sensitive information and maintain mutual trust, the following guidelines must be followed:

a) Protect all confidential information received from Soventix Caribbean, S.R.L., including, among others, technical, financial, commercial and personal data.

b) Not disclose confidential information to third parties without the express written consent of Soventix Caribbean, S.R.L.

c) Promote adequate security measures to protect confidential information against unauthorized access, loss, disclosure or destruction.

d) Maintain confidentiality obligations in force during the contractual relationship and after its termination, for as long as the information continues to be considered confidential.

e) Upon termination of the contractual relationship, return or destroy all confidential information of Soventix Caribbean, S.R.L., as requested by the company, ensuring that no copies are retained.

f) The disclosure of information shall not be deemed a breach of confidentiality obligations where such information:

(i) at the time of disclosure was already known to the receiving Party or was in the public domain through no breach

(ii) must be disclosed as required by law, court decision or order of a competent governmental authority, in which case the supplier or contractor shall notify Soventix Caribbean, S.R.L. as far in advance as reasonably possible and shall limit the disclosure to the minimum required.

g) Where the supplier or contractor processes personal data on behalf of Soventix Caribbean, S.R.L., it shall do so in accordance with Law 172-13 on the Comprehensive Protection of Personal Data and the instructions received, limited to the purposes of the contractual relationship and maintaining the duty of secrecy even after its termination.

5.8 Regulatory compliance, certifications and reporting

The supplier or contractor shall comply with all laws, ordinances, regulations and procedures applicable to operating in its country of domicile. Likewise, it acknowledges that Soventix Caribbean, S.R.L. is a company certified under ISO 9001, ISO 14001 and ISO 45001, and undertakes to cooperate in processes aimed at maintaining such certifications, understanding that Soventix Caribbean, S.R.L. will give preference in its tendering processes to those suppliers and contractors that actively work to strengthen their processes and controls.

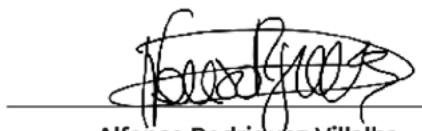


This Code of Conduct reflects the ethical and sustainable standards that Soventix Caribbean, S.R.L. expects from its suppliers and contractors, who must adhere to these principles and ensure that their own operations and supply chains comply with them. Any breach of this Code must be reported through the Soventix Caribbean, S.R.L. Ethics Line, a confidential channel available to employees, contractors and related third parties, which accepts anonymous or identified reports by email (cumplimiento@soventix.energy), online form (**https://wkf.ms/4ucovfA**) or telephone (**809-722-7427**). All reports will be handled by the Compliance Committee and treated seriously and confidentially, without retaliation against anyone reporting in good faith, and may result in the review or termination of the contractual relationship. Failure to comply with this Code constitutes a breach of the General Terms and Conditions of Contracting and of the corresponding PO, and entitles Soventix Caribbean, S.R.L. to cancel the PO without incurring any liability and to claim compensation for any damages caused by such breach, as provided in said General Terms and Conditions.

Approved by:



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