



BUSINESS PARTNER AND VENDOR STANDARDS

Acting Together for the Right Cause in the Right Way

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INTRODUCTION

At Roshel, a leading manufacturer of armored vehicles, we and our business partners share a common understanding: our mission is to support those who strive to make the world safer. We aim to innovate by developing advanced technologies for our clients, producing high-quality vehicles, and delivering smart solutions. Additionally, we are dedicated to meeting our social responsibilities in an outstanding manner.

Our work at Roshel is guided by core values like trust and integrity, along with shared principles on how we conduct our business. To lead by example on a global scale, we operate in a manner that is ethical and legally compliant at every level—from the production line to the corporate office—regardless of the role or level within the organization. Everyone is accountable for acting with integrity. To make a meaningful difference, it is crucial that our business partners embrace this responsibility as well.

At Roshel, we are deeply committed to upholding human rights, especially those of our employees and their representatives. We are equally dedicated to safeguarding the environment, promoting fair competition, and fighting against corruption.

Our pursuit of excellence influences how we treat our employees and engage with customers and partners. We firmly believe that achieving our goals is only possible through honest collaboration. The Roshel Code of Ethical Business Practices outlines the standards of behavior expected from everyone within the company. These guidelines are binding for all. However, our expectations extend beyond our own operations; we also require that our business partners adhere to similar standards. That is why we have established the Roshel Business Partner and Vendor Standards, which complement our Code of Conduct.

These standards clearly define our commitments and expectations regarding our business partners and vendors. Compliance with these standards is vital for effective collaboration. Specific terms and conditions are detailed in our contractual agreements.

01 WHAT WE STAND FOR

OUR VALUES FOR THOSE WHO PROPEL THE WORLD FORWARD

With our range of armored vehicles, Roshel has set the foundation for modern security and defense. Today, we stand as one of the foremost manufacturers in the industry. Our actions are rooted in trust - trust within our team, with our clients, our business partners, investors, and the community at large. We are dedicated to leading our field toward sustainable practices in defense and transportation.

- We are driving the future of secured transportation for both people and goods.
- We uphold our responsibility to protect individuals, the environment, and society.

Sustainability is deeply embedded in our corporate ethos. We have integrated an ESG framework—focusing on “Environmental,” “Social,” and “Corporate Governance” aspects—to guide our responsible actions.

Navigating the complexities of our ever-evolving industry requires adherence to a strict code of conduct. We comply with all relevant laws and regulations, both internal and external, and uphold agreements with employees, unions, and other stakeholders.

To meet our goals, we adhere to our core principles:

WE BEGIN BY LISTENING

Before we undertake any initiative, we first seek to understand. We prioritize asking questions and engaging in dialogue rather than jumping to conclusions. We encourage a culture of collaboration where openness and constructive feedback are valued. We recognize that our success is amplified when we work together, learning from each other’s strengths and continuously enhancing our services and products to meet the needs of those who rely on us.

WE INNOVATE TO SOLVE PROBLEMS

Our customers and communities are constantly evolving, which requires us to stay adaptive and responsive. We aim to create an environment where challenges are openly addressed, and solutions are developed collaboratively. This approach encourages innovation, careful decision-making, and weighing risks and opportunities to foster growth and resilience. We remain vigilant against conflicts of interest and ensure our practices are free from corruption, bribery and fraud, always promoting fair competition.

WE FOCUS ON LONG-TERM SUCCESS

Drawing from a rich history of serving our clients, we are committed to looking beyond immediate gains to pursue sustainable solutions. We leverage our experience to prepare for future challenges and opportunities, ensuring that our impact on people, society, and the environment is positive and lasting. Our goal is not just immediate success but also the long-term well-being of our clients and partners, whom we support through every step of their journey.

WE GROW TOGETHER

A connected and collaborative approach is crucial for progress. By pooling our diverse talents and resources, we achieve far more collectively than we could individually. This philosophy drives us to support one another, learn from each other, and innovate together. Our commitment to respecting each individual's rights and fostering a culture of inclusivity and diversity ensures that we build stronger, more effective teams capable of meeting any challenge. United by a shared purpose, the Roshel family is dedicated to creating value and advancing the interests of our customers.

Our motivation is anchored in a simple, yet profound goal: everything we do, we do for those who strive to make the world safer.

02 HOW WE WORK

GUIDELINES FOR COLLABORATION /SELECTING BUSINESS PARTNERS

At Roshel, we hold our business partners, including suppliers and distributors, to high standards throughout the entire value chain. We expect them to adhere to Roshel's Business Partner and Vendor Standards and comply with all relevant laws.

Before entering into any partnership agreements, we conduct thorough integrity checks. This process is risk-based and involves a comprehensive evaluation by our team members responsible for partner selection. They are required to follow a transparent and legally compliant screening process to ensure that potential partners align with our Business Partner and Vendor Standards.

After formalizing agreements, we expect our partners to continue meeting our requirements. They are encouraged to base their actions on these shared values and to regularly assess their adherence to them. Furthermore, our business partners are required to educate their employees on our standards, relevant laws, and guidelines. They must also ensure these standards are communicated down their own value chains and that compliance is consistently upheld.

If any concerns regarding ethical conduct or possible breaches of legal obligations arise, these will be reviewed collaboratively with the business partner. Should the issues remain unresolved, we reserve the right to take appropriate legal action, which may include ending the partnership.

MANAGING CONFLICTS OF INTEREST

Roshel and its partners value the personal interests and private lives of their employees. However, it is imperative that personal financial interests do not interfere with professional decision-making processes. To maintain objectivity, we avoid scenarios where personal or private financial interests of our employees could conflict with the interests of Roshel or its partners. We expect all our partners to similarly avoid situations that could create conflicts of interest.

POTENTIAL CONFLICTS OF INTEREST

Conflicts may occur if employees:

- Accept, offer, or provide gifts or invitations.
- Serve as members of governing bodies of other companies.
- Engage in side businesses.
- Invest in competitor companies.

When collaborating with partners and clients, it is common to exchange gifts and invitations, provided these remain within reasonable and appropriate limits. To safeguard Roshel and our partners from reputational or financial risks, all decisions are made based on verifiable and objective criteria, avoiding any undue influence.

Roshel employees are prohibited from soliciting or accepting gifts, favors, or services that could appear to compromise impartiality. We ensure any discounts or rebates are justifiable and align with ethical standards. We expect similar conduct from our business partners and their staff when conducting business with us or on our behalf.

Promotional items or occasional gifts can be acceptable if they are modest in value. Invitations from business partners to events or dinners are only accepted when they serve a legitimate business purpose, are infrequent, and are appropriate for the context. We have established a maximum acceptable value for gifts and invitations to prevent any appearance of impropriety.

Employees wishing to serve on external company boards or any other roles in side companies must obtain prior approval to avoid potential conflicts. Ownership or acquisition of shares in competing businesses is only permissible after ruling out any conflict of interest.

PROTECTING INFORMATION AND BUSINESS SECRETS

At Roshel, safeguarding sensitive information is crucial. We are committed to ensuring that unauthorized individuals do not gain access to proprietary insights about our operations. We take responsibility for protecting our information through robust security practices.

Business secrets, such as innovations, new products, or design concepts, provide us with a competitive edge. We maintain strict standards to protect this information and expect our partners to do the same. All parties, including employees and partners, must adhere to internal rules and legal requirements regarding the protection of confidential information.

EMBRACING ARTIFICIAL INTELLIGENCE

As technology evolves, artificial intelligence (AI) is poised to significantly impact our products, services, and processes. We are committed to the ethical use of AI, ensuring transparency, privacy protection, security, and reliability.

We expect our partners developing or utilizing AI technologies to adhere to these same principles, fostering a responsible approach to AI implementation.

ADHERENCE TO LEGAL AND REGULATORY STANDARDS

ENSURING PRODUCT SAFETY AND REGULATORY COMPLIANCE

At Roshel, we place a high emphasis on the quality and safety of our products and services. We are dedicated to maintaining the highest standards at every level within our organization to ensure that the future of mobility is both safe and secure. Throughout each stage of a product's lifecycle, we work to guarantee that our offerings meet all legal and regulatory requirements.

Our expectation is that our business partners will uphold the same standards. Upon delivery, all products and services provided must satisfy the criteria set out in our contracts, covering both active and passive safety standards. These products must be safe for their intended use, and both Roshel and our partners are responsible for providing clear information on the use and potential risks associated with our products.

To meet these standards, strict compliance with all relevant laws and regulations is essential. It is also important to consider the potential consequences of actions throughout the product's lifecycle. If there is any uncertainty regarding legal requirements, our employees are encouraged to seek guidance by implementing clear procedures and structures.

ADDRESSING LEGAL RISKS

If you encounter any uncertainties or risks in interpreting laws or regulations, we encourage open and direct communication with us. We also expect immediate notification from our business partners if there are any signs of legal breaches or regulatory issues related to compliance, emissions, or product safety that could impact Roshel.

COMPLIANCE WITH TAX AND CUSTOMS LAWS

Roshel strictly adheres to all laws governing the import and export of goods, services, and information. Compliance with all applicable tax laws is also mandatory for us and our business partners. Our partners are expected to maintain this same level of commitment to legal compliance.

MAINTAINING FAIR COMPETITION

We believe that fair, effective competition is a cornerstone of a healthy economic and social system. By promoting open markets and fair pricing, we foster growth and innovation. Both Roshel and its partners

are committed to supporting laws that promote fair competition, and we expect all partners to comply fully with antitrust laws.

ADHERENCE TO FOREIGN TRADE REGULATIONS

Following foreign trade laws is critical for a globally active company like Roshel. All regulations concerning the export of both tangible and intangible goods must be respected. This includes adhering to restrictions on military goods and certain civil products that may be used for military purposes. Partners must ensure compliance with all relevant foreign trade regulations within their scope of responsibility.

COMPLIANCE WITH ECONOMIC SANCTIONS AND PREVENTION OF FINANCIAL CRIMES

We comply with all relevant economic sanctions and work to prevent financial crimes, including money laundering and the financing of terrorism. This requires robust business processes designed to detect and prevent white-collar crime. Partners are expected to implement similar risk management practices to ensure adherence to these regulations.

PROTECTING INTELLECTUAL PROPERTY

Roshel and its partners are committed to safeguarding intellectual property rights, including patents, trademarks, and copyrights. Compliance with laws designed to protect these rights is essential to prevent infringement and maintain fair competition. We expect our partners to adhere to these same standards.

INSIDER TRADING AND MARKET INFORMATION

Collaboration with Roshel may provide access to sensitive information that could impact financial markets. Sharing such information without authorization or using it for trading purposes is strictly prohibited unless disclosed legally. Partners are expected to maintain confidentiality and adhere to all relevant market regulations.

PREVENTING CORRUPTION, BRIBERY AND FRAUD

At Roshel, we have a firm understanding of the types of business practices we engage in and those we avoid. Roshel and its partners commit to adhering to our Code of Conduct and Business Partner and Vendor Standards, especially in interactions with public officials.

This commitment is grounded in compliance with the Corruption of Foreign Public Officials Act (Canada) and applicable international anti-corruption laws.

Roshel maintains a zero-tolerance policy toward corruption in all its forms, whether involving our employees, business partners, or clients. **Corruption is the act of a person who unlawfully and wrongfully uses his station or character to procure some benefit for himself or for another person, contrary to duty and the rights of others.** Corrupt practices undermine fair competition, damage the reputation and assets, and go against the principles of ethical conduct. To protect the interests of both Roshel and our partners, we take measures to prevent even the appearance of inappropriate influence.

We strictly prohibit giving or accepting bribes - **actions that could be perceived as attempts to exert undue influence, including monetary gifts, non-cash rewards, or other benefits, or anything of value that is either directly or indirectly provided in return for favorable treatment of any kind, even if such actions are customary in some business contexts.** Our goal is to build trust with our business partners and clients through the quality of our products and services, not through improper influence. Similarly, we do not allow any undue influence on our operations and make decisions based on clear, objective criteria.

Roshel expect partners must not to engage in fraud, including any act or omission involving deceit, falsehood, misrepresentation, concealment, or other dishonest conduct intended to, or that does, result in the improper or unlawful obtaining or withholding of money, property, services, or any other benefit. This includes falsifying records, misrepresenting information, concealing material facts, or improperly diverting funds or assets.

PROHIBITION OF FACILITATION PAYMENTS

We explicitly forbid facilitation payments—small payments made to expedite routine government actions. These are not permitted, either directly or indirectly, under any circumstances. To ensure compliance, we conduct regular trainings and audits to detect, prevent, and penalize any corrupt behaviors.

All members of the Roshel team, as well as our business partners, play a crucial role in adhering to both legal and internal regulations. It's important that everyone is fully aware of the regulations that apply to their specific areas of work.

RESPONSIBLE DATA MANAGEMENT

At Roshel, we take our responsibility for managing data seriously. We have established a clear framework that guides how we handle data, based on three core principles: "creating added value," "enhancing business potential," and "ensuring responsible data use."

By leveraging data, we deliver greater value to our customers and business partners. Through comprehensive data analysis, we continuously refine our products and services and develop innovative digital solutions that benefit our stakeholders. We ensure that our data practices are transparent to both our customers and employees.

We consider data a valuable asset that can drive sustainable growth for Roshel. Proper data management and analysis underpin new business models, innovative technologies, and efficient processes. Therefore, we maintain high standards of quality, transparency, and availability of data across our organization. By using data responsibly, we build sustainable trust with our customers, employees, and business partners. We ensure that we adhere to all data protection laws and requirements. We create a secure foundation for data use.

We also expect our partners to comply with all applicable laws and regulations concerning data privacy and security. It is crucial that they manage data responsibly and transparently, in alignment with the standards we have set for ourselves.

SOCIAL RESPONSIBILITY AND ENVIRONMENTAL PROTECTION

At Roshel, we are deeply committed to our role in society and the protection of the environment, guided by strong, forward-thinking governance. We take responsibility not only for our company but also for the well-being of our employees and the broader community. Whenever we have the opportunity to make a positive impact, we actively pursue it.

Aligned with the Paris Climate Agreement, Roshel is dedicated to achieving CO₂-neutral transport. Our goal is to make sustainable transport a reality, contributing to efforts against climate change. We aim for CO₂-neutral road transport by 2050.

In pursuit of these objectives, we expect our business partners to align with and support the following commitments:

UPHOLDING HUMAN RIGHTS

Roshel is committed to respecting and advocating for internationally recognized human rights, in line with the UN Guiding Principles on Business and Human Rights. We place significant importance on the principles outlined in the UN International Bill of Human Rights and the fundamental conventions of the International Labor Organization (ILO).

We strive to ensure that both our practices and those of our business partners—especially suppliers and their subcontractors—adhere to the following standards:

HUMAN RIGHTS DUE DILIGENCE

Our company, along with its partners, supports all internationally recognized human rights and works to prevent human rights violations. We are committed to preventing slavery and human trafficking in our operations and throughout our supply chain, and to respecting human rights and human dignity at every level of our business. This includes conducting due diligence concerning potential impacts on human rights. In all their activities, our partners are required to assess, prevent, and mitigate any negative impacts on human rights.

PROHIBITION OF CHILD LABOR

Roshel and its partners are devoted to eradicating child labor as defined by relevant ILO conventions. The health, safety, and well-being of children are paramount, and they must be protected from exploitation in all forms.

ENSURING FREEDOM OF CHOICE IN EMPLOYMENT

We reject all forms of forced or compulsory labor. We stand firmly against modern slavery and require the same from our business partners. All labor within our supply chain must be voluntary, with employees free to leave their employment under fair conditions and aware of their rights.

SUPPORT FOR FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING

We respect the rights of employees to assemble, join trade unions, and bargain collectively. In cases where these rights are restricted by local laws, we seek alternative methods to honor these principles.

PROMOTING DIVERSITY, EQUITY, AND INCLUSION

Roshel values diversity and the unique contributions of each employee. Our corporate strategy emphasizes diversity, equity, and inclusion as key drivers of innovation and success. Discrimination, harassment, or bullying have no place within our company. We expect our partners to uphold these same standards.

COMMITMENT TO HEALTH AND SAFETY

Ensuring a safe and healthy workplace is essential at Roshel. We comply with national regulations and promote systematic prevention to improve working conditions and reduce workplace incidents. We expect our partners to provide safe work environments, free from hazards and in compliance with health and safety standards.

FAIR COMPENSATION AND WORK CONDITIONS

Roshel and its partners provide fair wages and benefits that meet or exceed local standards and legal requirements. We ensure that employees are compensated for overtime and are provided with adequate rest periods.

PROHIBITION OF CORPORAL PUNISHMENT

We categorically oppose all forms of corporal punishment or coercive practices. No form of physical or psychological coercion should be used against any employee.

RESPONSIBLE USE OF SECURITY PERSONNEL

Where security personnel are employed, Roshel ensures they respect internationally recognized human rights and adhere to high ethical standards.

PROTECTION OF MINORITY AND INDIGENOUS RIGHTS

Roshel acknowledges the special protections required for minority and indigenous communities and ensures their rights are respected in all operations.

ETHICAL SOURCING OF MATERIALS

We are aware that sourcing materials from conflict-affected regions can be linked to human rights abuses. Therefore, Roshel expects its suppliers to exercise due diligence in sourcing materials to avoid contributing to such issues.

ENVIRONMENTAL COMMITMENT

Environmental stewardship is a core objective at Roshel. We strive for exemplary environmental practices, promoting sustainable development and the use of environmentally friendly technologies. Our business partners are expected to implement similar environmental management systems and comply with all relevant regulations.

SUSTAINABLE PRODUCTION AND CLIMATE PROTECTION

We aim for carbon neutrality and expect our partners to join us in this effort. Our focus is on reducing emissions, conserving resources, and promoting sustainable production processes.

03 ADHERENCE TO BUSINESS PARTNER STANDARDS

At Roshel, the standards we uphold are non-negotiable and serve as the foundation for our business conduct. We expect our partners to share this commitment by ensuring that these standards are effectively communicated to their employees and further shared with their own suppliers. Active promotion and compliance with these standards are essential for all business relationships. Partners who fail to adhere to our Business Partner Standards cannot maintain a business relationship with us.

ADDRESSING VIOLATIONS

Any violations of laws, regulations, or established standards, especially those related to our Business Partner and Vendor Standards, need to be identified and managed promptly to protect all involved parties, including Roshel, its business partners, and anyone affected by such violations. Early detection is crucial to prevent harm and ensure fair treatment.

We have established several channels through which potential violations can be reported and assistance can be requested. These channels include the Roshel Employee Committee, industry groups, global union partnerships, and notably, our whistleblowing system.

WHISTLEBLOWING SYSTEM

Our Whistleblowing system (Ethic Hotline) serves as a primary contact point for Roshel employees, business partners, and any third parties wishing to report breaches of laws or regulations. This system covers potential violations of our Business Partner and Vendor Standards, including infractions related to human rights or environmental standards by both direct and indirect partners, suppliers and vendors.

The purpose of our Whistleblowing system is to maintain a transparent and fair process that respects the principle of proportionality for all parties involved, while also safeguarding whistleblowers. If there are credible signs of misconduct by Roshel employees or those of our partners, we urge you to report these through dedicated Ethic otline.

Email Hotline: hotline@roshel.com

Secure Web Form: <https://www.roshel.ca/compliance/report>

Direct Report: Human Resources Department or Compliance Manager