

# Vendor Code of Conduct

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To ensure safety and security and provide the best possible work environment at Abnormal AI, Inc. (“Company”, “we”, “us”), we expect all third parties who provide goods and services to us (our “Vendors”) to follow basic, common sense rules of conduct that will protect everyone’s interests and safety. This Vendor Code of Conduct (the “Code”) applies to all Vendors, including any Vendor affiliate, subsidiary, employee, agent, supplier, subcontractor, or other representative that provides goods or services to Company. We expect all Vendors to abide by this Code in all business matters – online and in-person – as well as in all one-on-one communications with customers and other third-parties pertaining to Company business. This Code also applies to behaviors occurring outside the scope of business activities when such behavior has the potential to adversely affect the safety and well-being of Company, staff and clients.

## Acceptable Behavior

The following is a non-exhaustive list of the behavior we expect from our Vendors and consider acceptable:

- Participating in an authentic and active way;
- Contributing to the health and longevity of others;
- Maintaining a safe and secure work environment;
- Exercising consideration and respect in your speech and actions;
- Attempting collaboration before conflict;
- Refraining from demeaning, discriminatory, or harassing behavior and speech;
- Be mindful of your surroundings and of your fellow participants;
- Alerting the appropriate authorities if a dangerous situation presents itself or someone appears to be in distress;
- Reporting suspected violations of this Code of Conduct, even if they seem inconsequential;
- Reporting any suspected information security policy infraction, including witnessing a Staff member, partner or other third-party attempting to circumvent a security control; and
- Being respectful toward all patrons or customers when you attend events on behalf of the Company.

The above list of Acceptable Behavior does not require a Vendor to tolerate behavior, by other employees or third parties, such as customers, that violates Equal Opportunity, Sexual and other Unlawful Harassment, or Anti-Retalation laws and policies. If an employee or third party engages in behavior that violates any of these policies, Vendors should, as applicable, follow appropriate reporting procedures or follow the reporting procedures outlined in this Code.

## Unacceptable Behavior

It is not possible to list all the forms of behavior that are considered unacceptable, but the following are examples of infractions of rules of conduct that may result in disciplinary action up to and including disqualification as a Vendor:

- Violating any applicable laws, regulations, court orders or other binding requirements of government authorities (domestic and international);
- Falsification of books and records;

- Theft or the deliberate or careless damage of any Company property or the property of any Staff or client;
- Use of Company materials, supplies, technology resources, tools or products for personal reasons without advanced permission from Company;
- Using unlicensed or otherwise illegally obtained software programs or services;
- Circumventing, or attempting to circumvent, any information security control or physical security control;
- Unauthorized access (or exceeding authorized access) to any Company information, computing system or other resources;
- Committing a fraudulent act or intentional breach of trust under any circumstances;
- Using abusive, violent, threatening or vulgar language against another person;
- Inappropriate physical contact, unwelcome sexual advances, or harassment of others;
- Using discriminatory language (particularly those related to gender, sexual orientation, race, religion, or disability);
- Advocating for, or encouraging, any of the above behavior; and
- Other conduct which could be reasonably considered inappropriate in a professional setting.

### **Reporting Violations**

Vendors can submit their good faith questions or concerns about conduct they believe may violate our Code, our policies, or the laws and regulations under which we do business to [ethics@abnormalsecurity.com](mailto:ethics@abnormalsecurity.com). Vendors can report concerns on our Ethics Portal located at: <https://ethics.abnormalsecurity.com>.

When a Vendor raises a concern, the Company will maintain confidentiality to the fullest extent possible, consistent with applicable legal requirements and the need to conduct an adequate investigation or review.

When raising concerns, we ask that Vendor provide as much detailed information as possible including the background and history of the concern, names, dates and places where possible, and the reasons why the situation is cause for concern. This is especially important for concerns raised anonymously, so that the Company may conduct an appropriate review and if necessary, begin an investigation.

It is a violation of our policy and this Code to retaliate against any person for making a complaint of unacceptable behavior or against any person for participating in the investigation of (including testifying as a witness to) any such allegation. Any retaliation or intimidation may be subject to disciplinary action up to and including dismissal as a Vendor.

### **Laws, Rules, and Regulatory Compliance**

All Vendors must conduct their business activities in full compliance with all applicable laws and regulations while conducting business with and/or on behalf of the Company, and must, without limitation, comply with the following:

#### **Anti-Corruption & Anti-Bribery**

Company's policy prohibits bribery in any form. It is Company's policy to comply with the letter and the spirit of anti-corruption laws in the United States and every other jurisdiction in which we do business. Whether in dealings with foreign officials, government employees, or individuals in

the private sector, Vendors must never directly or indirectly engage in any bribery, kickbacks, or other types of corruption when dealing with such persons.

Vendors must conduct business in full compliance with all local anti-corruption, anti-bribery, and anti-money laundering laws that may be applicable.

In particular, as a corporation domiciled in the United States, Abnormal is subject to the United States Foreign Corrupt Practices Act. The UK Bribery Act 2010 applies to Abnormal operations in the UK and has broad extraterritorial effect. Finally, laws implementing the OECD Convention Against Corruption, the United Nations Convention Against Corruption, and additional laws in countries throughout the world (such as the Brazil Clean Companies Act and the Canada Corruption of Foreign Public Officials Act) govern the conduct of Company operations in various jurisdictions. Virtually, all of these laws prohibit bribery of "Government Officials". The UK Bribery Act 2010, and laws in other jurisdictions (including certain U.S. states) also criminalize bribery of private persons.

Company strictly prohibits engaging in or tolerating bribery or any other form of corruption. No Vendor will be penalized for refusing to pay a bribe. Company's full policy can be found in the [Employee Code of Conduct](#).

#### **Antitrust**

Company is committed to fair competition. This means following the antitrust and fair competition laws of the countries where we operate. We expect all Vendors to do the same and not enter into any agreement that violates the letter or spirit of any antitrust or fair competition law.

#### **Insider Trading**

Under federal and state laws, it is illegal to trade in the securities of a company while in possession of material nonpublic information about that company. As a Vendor, you may gain access to any material, non-public information about the Company, our customers or business partners as part of our business relationship. You must not share that information with others or use it for market trading or to tip anyone else in market trading.

#### **Trade and Export Control Laws**

Vendors must comply with all applicable international trade laws and regulations, including those related to export of commodities, technical data, and written or oral disclosures of technical data from the United States, as well as trade with the provision of services to certain individuals, entities, and nations.

Vendors certify that they have conducted a reasonable inquiry and does not provide to Company covered telecommunications equipment or services (as defined in FAR 52.204-25 (Aug 2020)); covered defense telecommunications equipment or services, as defined in DFARS 252.204-7019 (Jan 2021); a covered article, as defined in FAR 52.2204-23 (Jul 2018); and that it does not use a covered article in the development of data, services or deliverables for Company. Vendors must include the substance, including any subcontracting flow down requirements of FAR 52.204-23, FAR 52.204-25, and DFAR 252.204-7018 in all subcontracts for the acquisition of commercial items. If unable to flow down these requirements, Vendors are responsible for ensuring that subcontractors are in compliance with the underlying regulations. Vendors acknowledge that they are responsible for their compliance with any disclosure or reporting requirements of FAR 52.204-

23, FAR 52.204-25, or DFAR 252.7018 and will cooperate with Company to provide any necessary disclosures or reports required by said clauses within the required deadline.

### **Gifts and Entertainment**

All business transactions should be impartial, objective and free of improper influence. While it may be appropriate to exchange business courtesies in certain situations, Vendors must not (a) offer or provide gifts or entertainment to Company staff, customers, or other third parties; or (b) seek or solicit gifts or entertainment from customers or other third parties with the intent of improperly influencing a business decision. Furthermore, Vendors must not offer entertainment or gifts to foreign officials or government employees - or make direct or indirect political contributions – on Company's behalf.

### **Protecting Confidential Information**

Company possesses sensitive, detailed information about our customers who rely on Company to safeguard that information. Laws and regulations tell us how to treat such data. Any inappropriate use of confidential customer information violates our customers' trust and may also violate a law or regulation. Preserving our customers' trust by safeguarding their private data is critical.

### **Conflicts of Interest**

All Vendors must conduct themselves in such a way as to avoid actual or potential conflicts of interest. A conflict of interest exists when a Vendor's personal interests are inconsistent with those of the Company and create conflicting loyalties. Vendors must avoid situations where his or her personal interests conflict, or appear to conflict, with the interests of the Company. The following are examples of prohibited conflicts of interest in any aspect of the Vendor-Company relationship:

- Acting as a director, officer, consultant, agent or employee of a supplier, customer, competitor or any entity that engages in business with the Company;
- Owning a material interest in or being a creditor of or having other financial interest in a supplier, customer, competitor or any entity that engages in business with the Company;
- Receiving from or giving to any supplier, customer or competitor gifts, gratuities, special allowances, discounts or other advantages not generally available to Vendors of the Company;
- Having any significant direct or indirect personal interest in a business transaction involving the Company;
- Conducting outside activities that materially detract from or interfere with the full and timely performance of a Vendor's job duties for the Company; and
- Influencing commercial transactions involving purchases, contracts or leases in a way that would have a negative impact on the Company or its business.

If a Vendor has, or is considering the assumption of, a financial interest or outside employment relationship that might involve a conflict of interest, or if the Vendor is in doubt concerning the proper application of this policy, they should promptly seek legal counsel and refrain from exercising responsibility on the Company's behalf in any manner that might reasonably be considered to be affected by any adverse interest. Failure to disclose the fact of a conflict or potential conflict may constitute grounds for suspension or dismissal as a Vendor. This policy in no way prohibits Vendors' affiliations or activities that are protected under applicable state and federal laws.

## **Data Protection and Privacy**

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