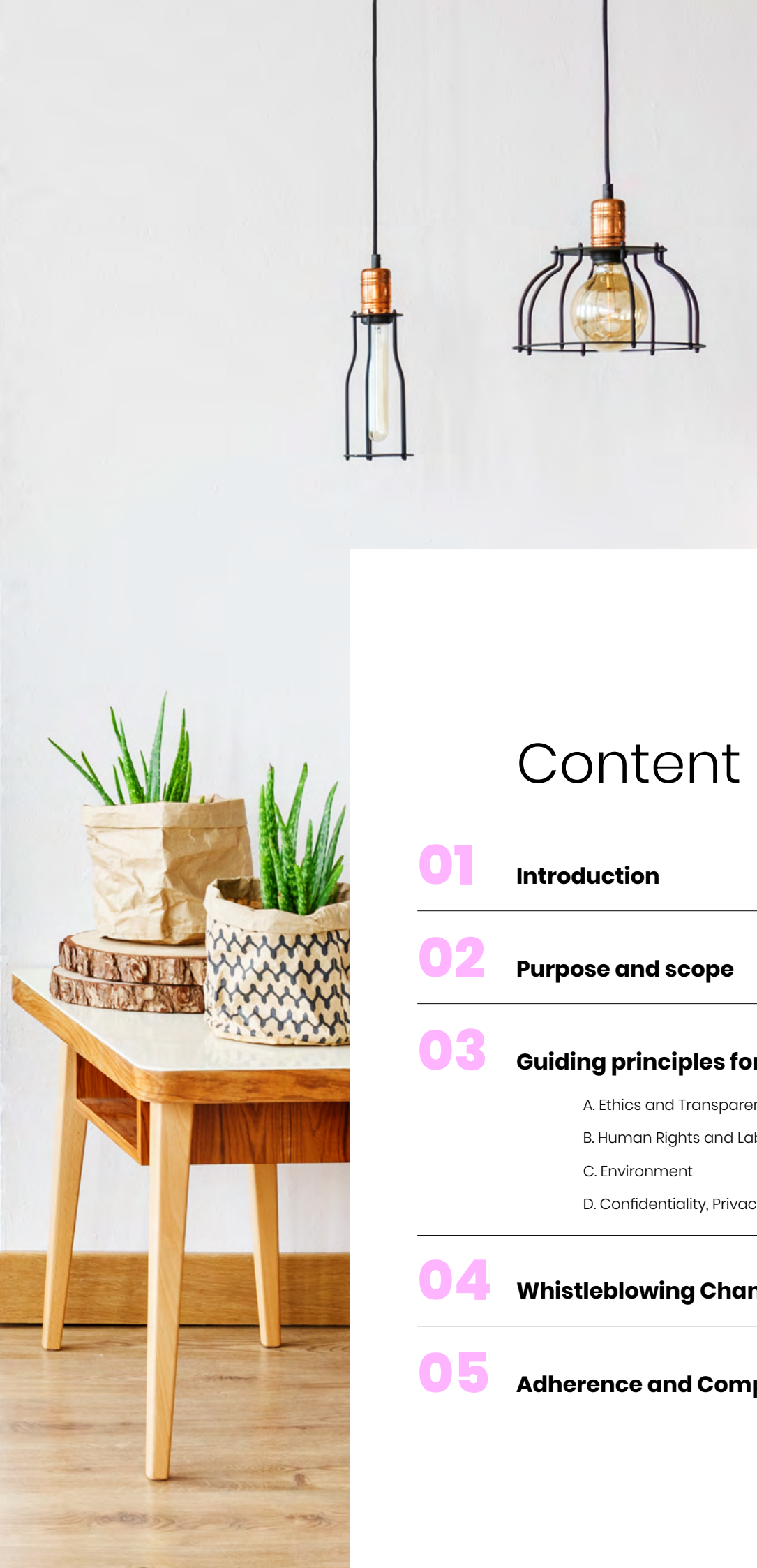




CODE OF ETHICS AND CONDUCT

Suppliers

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Introduction

Empathy Holdings upholds ethical values in our business operations and expects our Suppliers to do the same.

Behaving with ethics and accountability involves, among other things, adhering to and following all relevant laws and regulations. It also entails conducting business in a way that acknowledges and promotes fundamental human rights principles during interactions with our organisation.



Motive (as a part of Empathy Holdings) is committed to establishing a framework of

mutual respect, transparency and trust with its suppliers.



As a fundamental rule, Motive will exclusively engage suppliers who conduct their operations in line with ethical, societal, and environmental standards, while also demonstrating a commitment to sound corporate management.

To this end, the company has adopted this "Supplier Code of Ethics and Conduct"

which sets out the expected practices, standards and principles as the basis of the relationship with our suppliers,



with the aim of achieving continuous improvement and excellence in our business.



Purpose and scope

Recognizing the vital role of our suppliers in fulfilling its growth targets and enhancing service excellence, Motive endeavours to foster trusting relationships with them, all while upholding ethical values as the cornerstone of these associations.

Adherence to the standards outlined in this Supplier Code of Ethics and Conduct is crucial in the process of selecting and appraising suppliers.



The Supplier Code of Ethics and Conduct determines specific values on:

Human and labour rights

Ethics and transparency

Environment

Confidentiality, privacy and intellectual property

Motive insists that its Suppliers adhere to these principles

and abstain from engaging in any behaviour, whether explicitly or implicitly, that could result in financial or reputational harm to our company, either through lawful or illicit means.



Furthermore, Motive will actively foster communication to ensure that suppliers are fully informed about and committed to upholding this Code.

It is important to note that this Code acts as a supplement to the individual agreements made with each supplier.



Guiding principles for Motive suppliers

A. Ethics and Transparency



Motive highly values the

ethical practices, integrity, and transparency

demonstrated by our network of suppliers and partners, as these qualities are vital to upholding the esteemed reputation of our brand in all aspects of our operations.

Every single one of our suppliers is dedicated to safeguarding Motive's reputation during the course of our collaborative engagements, and they are expected to conduct their business affairs with the utmost commitment to ethical conduct and transparency.

In line with this commitment, Empathy Holdings maintains a zero-tolerance policy towards any activities that contradict the fundamental values outlined in the Code of Ethics and Conduct, which govern the fundamental principles of cooperation between all parties involved.

Moreover, the suppliers are obligated to actively participate in any inspections or audits required by Motive, demonstrating their willingness to cooperate in all necessary measures for maintaining the highest standards of business integrity.

B. Human Rights and Labour Rights

Motive places significant emphasis on the strict adherence to human and labour rights by its suppliers.

As such, suppliers are obligated to adhere to all relevant labour, health, and safety regulations concerning their workforce.



Moreover, suppliers are strongly encouraged to abstain from any discriminatory practices and activities that do not align with ethical standards and values.

Ensure the preservation of **human rights**

Respect the **freedom of association and the right to collective bargaining**, in accordance with applicable laws.

Prohibit workplace and employment discrimination based on gender, race, religion, political affiliation, age, sexual orientation, disability, or any other legally protected status.

Reject all forms of human rights violations and actively support the eradication of forced and compulsory labour, as well as the effective elimination of child labour.



Prevent any form of exploitation or forced labour through the abuse of power, ensuring the protection of employees.

Promote **equal opportunities** for all employees.



C. Environment

Motive is dedicated to safeguarding and conserving the natural environment, consistently meeting all pertinent environmental laws and guidelines while exemplifying responsible environmental practices.

Consequently, Motive mandates that its suppliers operate in an eco-conscious manner,

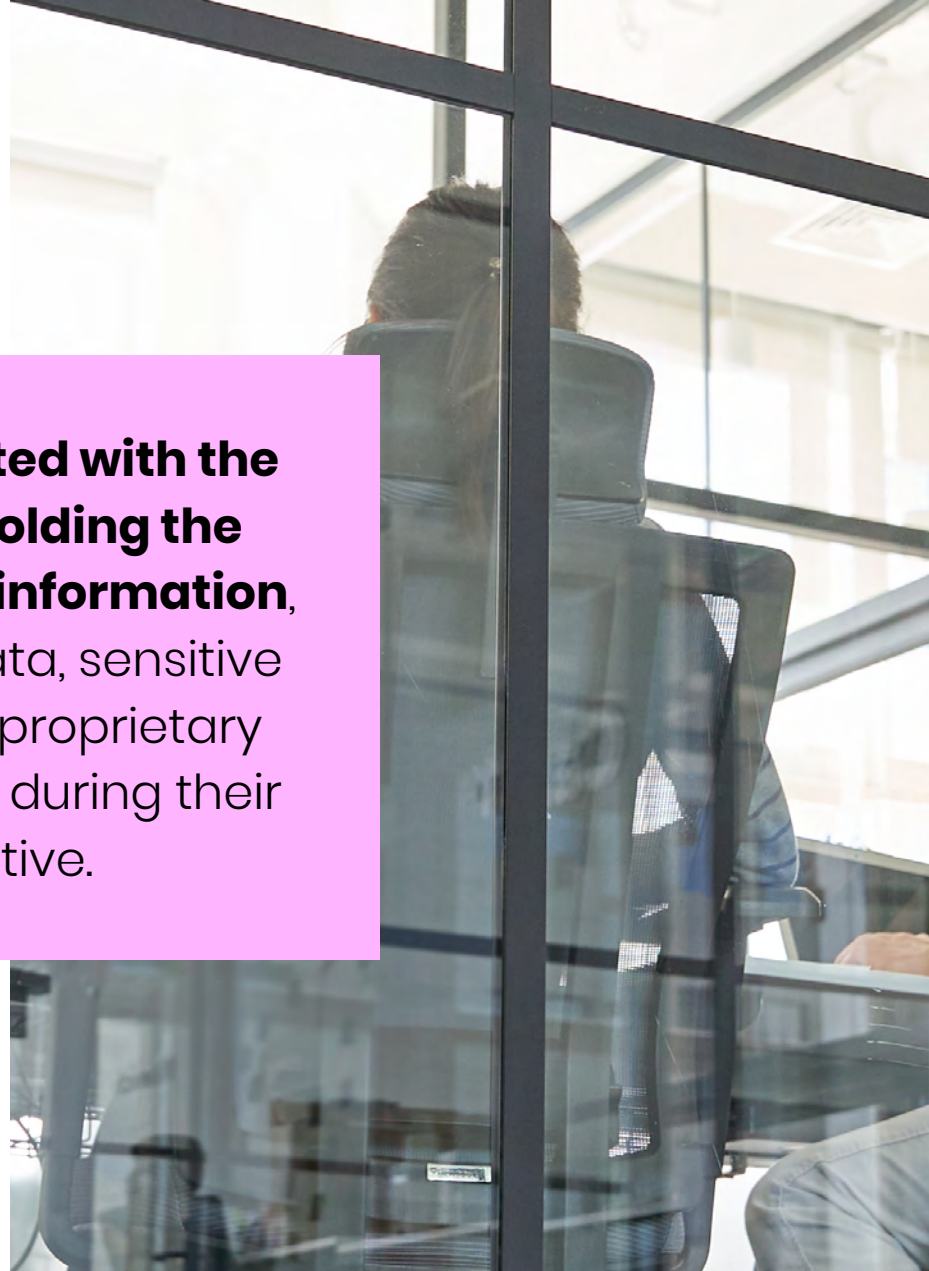
adhering to both national and international environmental regulations. They are expected to actively minimise their environmental impact, championing initiatives that combat climate change and preserve biodiversity.

Suppliers should prioritise the efficient utilisation of key resources, such as energy, water, and materials, while striving to reduce waste generation. Furthermore, they are encouraged to promote practices centred on reuse and recycling, whenever feasible.

D. Confidentiality, Privacy and Intellectual Property

Suppliers are entrusted with the responsibility of upholding the confidentiality of all information, including personal data, sensitive business details, and proprietary information acquired during their engagement with Motive.

This confidentiality mandate is a critical component of the business relationship.



In addition, Suppliers are legally bound to adhere to all pertinent data protection and privacy laws and regulations while handling data within the scope of their contractual commitments with Motive.

Under no circumstances should Suppliers disclose, transfer, or share any confidential information or personal data associated with the Empathy Holdings without the explicit prior consent and authorization.

Furthermore, as part of their collaboration with Motive, Suppliers are obligated to ensure that they do not violate the intellectual and industrial property rights of Empathy Holdings or any third parties. Maintaining the integrity of intellectual property rights is essential to fostering a relationship built on trust and mutual respect.



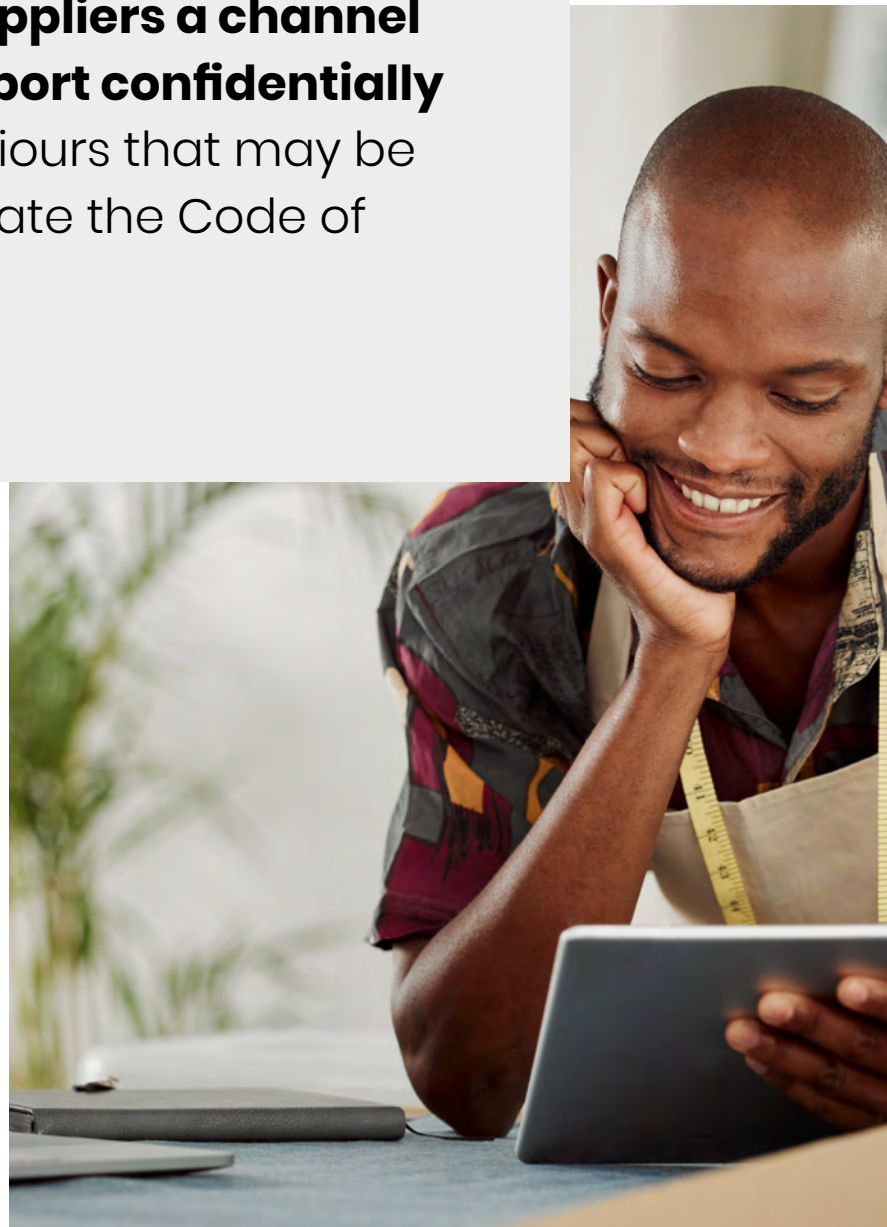
Whistleblowing Channel

In compliance with recent regulations for companies with more than 50 employees, all companies belonging to Empathy Holdings **provide its suppliers a channel that allows them to report confidentially** those actions or behaviours that may be considered likely to violate the Code of Ethics of our company.

Our whistleblowing channel is a secure and confidential platform that allows anyone connected with Motive to report (anonymously) unethical practices, promoting transparency, accountability and a culture of integrity in organisations.

You can find more information

[Whistleblower channel](#)

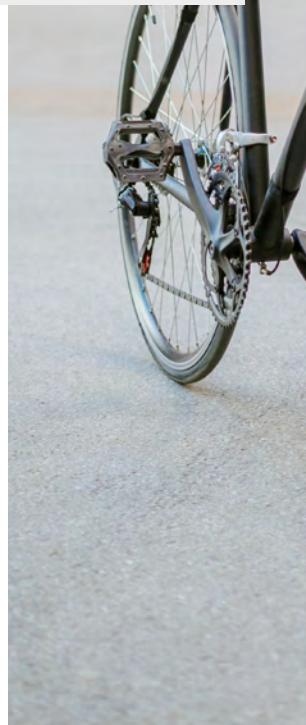




Adherence and Compliance with the Code

Suppliers are contractually bound to uphold this Code upon initiating their partnership with Motive.

They are required to establish effective methods for disseminating the Code to their employees, especially those working with Motive.



Any breach of this Code by a supplier may lead to repercussions in the contractual relationship with Motive.

The consequences, contingent on the severity of the transgression, can range from a formal warning to the early termination of the contract.

These actions are without prejudice to other legal or administrative measures, as stipulated in the contract.



Suppliers are responsible for internally monitoring adherence to this Code

and must promptly inform Motive of any violations that may impact the company economically, legally, or in terms of reputation.



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