



POLICY

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REVISION NUMBER	002
EFFECTIVE DATE	December 10, 2024
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SUBJECT: SUPPLIER AND PARTNER CODE OF BUSINESS CONDUCT AND ETHICS

SUPPLIER AND PARTNER CODE OF BUSINESS CONDUCT AND ETHICS

Revision Number	Description of Change	Effective Date	Author	Approver
00	Initial Document Creation	December 8, 2022	T. Robillard	Board of Directors
01	Annual Review	December 7, 2023	Y. Fushman	Board of Directors
02	Annual Review	December 10, 2024	Y. Fushman	Board of Directors



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1. PURPOSE OF THIS POLICY

- 1.1 Northland’s values help to define who we are, what we stand for, and guide our decisions and actions on a day-to-day basis.
 - 1.1.1 **Do what's right.** We act with integrity and respect to ensure a sustainable future for our people, our communities and our planet.
 - 1.1.2 **Work in partnership.** We place team needs and priorities over individual needs. We build relationships across functions, geographies, and with our project partners, embracing differing perspectives to make better decisions.
 - 1.1.3 **Take care of ourselves and each other.** We uphold the highest health and safety standards and understand the importance of balance and well-being.
 - 1.1.4 **Drive performance.** We honour our commitments, always taking ownership of our actions and our results.
 - 1.1.5 **Act on opportunities.** We are passionate about our work. We think creatively and are constantly striving to evolve, grow and deliver value for the business.

2. SCOPE

- 2.1 Northland’s business partners, suppliers and vendors play an integral role in helping us to accomplish our purpose and live our values. This Supplier and Partner Code of Conduct (the “Code”) provides the foundation on which we build these relationships and ensure they continue to thrive with mutual understanding and responsibility for our communal impact on our people, our communities, our planet and our businesses.
- 2.2 We expect our partners, suppliers and vendors to adhere to this Code, to comply with applicable laws, to uphold our values in respecting the highest standards of health and safety, environmental management, human rights and labour rights, and to act with transparency, integrity and respect.
- 2.3 Northland maintains the right to monitor compliance to the Code and where required to conduct due diligence over adherence to this Code and any other applicable Northland policies within the counterparty’s control environment, including Northland’s Human Rights Policy. Northland may request information and/or documents from its counterparties to confirm their compliance with the principles of this Code and any other applicable Northland policies, including Northland’s Human Rights Policy.
- 2.4 This policy is reviewed annually by the Board of Directors of Northland.



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3. PEOPLE

Human and Labour Rights

- 3.1 Northland has implemented a Human Rights Policy and adheres to the United Nation’s Guiding Principles on Business and Human Rights and respects the rights and dignity of all employees and stakeholders. Everyone is entitled to fair treatment, courtesy and respect.
- 3.2 We expect our suppliers and partners to:
 - 3.2.1 Respect internationally recognized human rights, including the United Nations Guiding Principles On Business and Human Rights.
 - 3.2.2 Prohibit, directly and indirectly, the use of slavery, forced labour, and child labour in accordance with local regulations and international standards.
 - 3.2.3 Not tolerate discrimination, abuse or harassment towards any person at any working location.
 - 3.2.4 Provide employees with fair wages at or above the statutory minimum wage and adhere to acceptable working hours.
 - 3.2.5 Acknowledge employees’ right to participate in trade unions.
 - 3.2.6 Work collaboratively with Northland in connection with any due diligence requests made by Northland pursuant to its Human Rights Policy.

Health and Safety

- 3.3 Northland is deeply committed to upholding the highest standards of safety and prioritizing the health and well-being of our people, contractors and other stakeholders.
- 3.4 We expect our suppliers and partners to ensure that their employees:
 - 3.4.1 Have the right to a safe workplace.
 - 3.4.2 Have the right to refuse work and remove themselves from situations that could cause injury or ill health.
 - 3.4.3 Receive adequate health and safety training.

Diversity, Inclusion and Belonging

- 3.5 Northland is committed to fostering an environment of belonging and empowerment so that all employees, regardless of, among other things, background, age, gender identity or expression, race,



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ethnicity, religion, sexual orientation, disability, or experiences, feel respected and comfortable fully being themselves at work.

3.6 Northland expects its suppliers and partners to be equally committed to promoting diversity and equal opportunities for their employees

4. PLANET

4.1 Northland is committed to decarbonization and managing our planet’s shared resources. We expect our suppliers and partners to demonstrate a proactive approach to contribute to our environmental commitments, by actions including, but not limited to:

4.1.1 Promoting sustainable consumption of energy and natural resources, including reducing emissions and generated waste. This includes but is not limited to operations with consideration for product lifecycle and value chain.

4.1.2 Minimizing any potential environmental impacts and protecting and conserving biodiversity.

4.1.3 Minimizing water withdrawal in their operations, reducing/mitigating impacts to bodies of water in and around their sites and recycling as much of the water taken/withdrawn as possible.

4.1.4 Minimizing the use of hazardous materials and ensuring appropriate management of any hazardous materials.

4.1.5 Ensuring compliance with all permitting obligations, applicable laws and best environmental management practices.

5. COMMUNITY

5.1 Northland is a committed community partner and believes in early and regular engagement with its community stakeholders at every stage of the project lifecycle. Creating positive social impact through our projects is central to this process and is achieved by developing opportunities to support and enhance local communities where we operate.

5.2 We expect our suppliers and partners to:

5.2.1 Demonstrate preferential local hiring and subcontracting practices, and material suppliers, governed by cost competitiveness and adherence to Northland standards.

5.2.2 Engage with local communities and other relevant stakeholders.

5.2.3 Respect the communities where they operate.



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5.2.4 Invest directly and/or indirectly in communities where they operate.

6. BUSINESS

6.1 The core of Northland’s business strategy is to create sustainable, long-term value and prosperity for all stakeholders across Northland’s global operations.

6.2 Honesty, transparency and integrity are integral to Northland’s governance mandate. As such, we conduct business in accordance with the highest ethical standards in all aspects of our activities. We expect the same from our business partners.

Business Integrity and Anti-Corruption

6.3 Northland does not tolerate any form of bribery or corruption practices, whether direct or indirect, as part of our business practice. We expect the same standards from our business partners and to have appropriate procedures in place to prevent and report conduct that contravenes applicable anti-corruption laws, rules and regulations.

6.4 We require our suppliers and partners to:

6.4.1 Comply with all applicable laws, rules, regulations and internal policies and procedures, including this Code and, in some cases, Northland’s Anti-Bribery and Anti-Corruption Policy.

6.4.2 Not offer or make corrupt payments to any person, or solicit such payment from any person, including public officials or private individuals, in order to obtain or retain business or to obtain a business advantage for Northland.

6.4.3 If you believe you have contravened the Code, if you know or suspect that someone else has contravened the Code, applicable laws, rules, regulations, internal policies and procedures, including Northland’s Anti-Bribery and Anti-Corruption Policy, or if you have concerns regarding any questionable accounting or audit matter, situations in which you feel you are being pressured to violate the law or your ethical responsibilities or any other breaches of business ethics or legal or regulatory requirements, you must report it immediately. Please refer to **Northland’s Whistleblower Policy** for details on the reporting procedures, including several available channels for filing a report.

7. SUPPLIER AND PARTNER COMMITMENT

7.1 We expect our suppliers and partners to comply with all laws, rules and regulations applicable to Northland’s business in the countries in which it operates.

7.2 We also expect our suppliers and partners to understand and comply with the requirements of this Code. In the event of serious and/or persistent violations of this Code, Northland reserves the right to review the business relationship with the supplier and take appropriate action, including, but not



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limited to, termination of any applicable contract and initiation of a claim for damages relating thereto.

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As a condition of doing business with Northland, you are required to comply with this Supplier and Partner Code of Conduct. Acknowledged and agreed by:

Company _____

Authorised Representative _____

Date _____

Signature _____