أدنوك
ADNOC

SUPPLIER CODE OF CONDUCT



At ADNOC Group, acting with integrity and taking responsibility are at the heart of how we conduct our business. These principles guide every decision we make and every partnership we form.

Upholding the highest standards of ethical business conduct is not optional – it is fundamental to our success.

The ADNOC Group Supplier Code of Conduct outlines the minimum standards we expect from all those who work with us. It reflects our commitment to building long-term, successful relationships with Suppliers based on trust, transparency, and shared values.

We ask that you review this document carefully and ensure full compliance. Together, we can foster a culture of integrity and responsibility that strengthens our partnerships and supports sustainable growth.

H. E. Dr. Sultan Ahmed Al Jaber
Managing Director & Group Chief Executive Officer



INTRODUCTION

The ADNOC Group believes that its success is intrinsically linked to the standards upheld by its Suppliers. Our goal is to foster long-term relationships with Suppliers that share our dedication to integrity and economic, environmental, and social responsibility. This ADNOC Group Supplier Code of Conduct (the "Supplier Code") sets out the minimum standards that we expect from any Supplier. We expect our Suppliers to comply with all applicable laws and regulations and to embrace the ADNOC values: Responsible, Respectful, Progressive, Collaborative, and Efficient.

If a Supplier uses sub-contractors to undertake the business of the ADNOC Group, that Supplier is responsible for ensuring that the Supplier Code is shared with those sub-contractors and that those sub-contractors also comply with the Supplier Code.

Suppliers should also ensure that any Supplier personnel, including sub-contractor personnel, who work on ADNOC Group business are familiar, and comply, with the standards set out in this Supplier Code.

Suppliers should train all personnel on the topics set out in this Supplier Code on a regular basis in the primary languages of their personnel. Suppliers should also establish a clear system for workers to report concerns and other incidents, as well as a system to investigate, track, and manage such reports.

Failure to comply with the Supplier Code will impact negatively on the Supplier's relationship with ADNOC Group. The consequences will depend on the severity and nature of the non-compliance. The Supplier Code does not exempt Suppliers from legal obligations, nor does it override the terms of any existing agreement. If there is any conflict between the terms of any agreement we have with a Supplier and the Supplier Code, that agreement will prevail.

We will regularly review and update the Supplier Code to ensure that it remains relevant and aligned with ADNOC's evolving business needs and stakeholder expectations. Suppliers should always refer to www.adnoc.ae to ensure they are complying with the latest version of the Supplier Code.

WORKING TOGETHER

We expect our Suppliers to keep their commitments to us and to those who work for them, fostering a relationship built on mutual trust and collaboration.

RESPECT

The ADNOC Group strives to provide a working environment that respects diversity and looks after its people. We expect our Suppliers to do the same. Our Suppliers should foster an environment that is inclusive of all, and treats individuals respectfully, fairly and with dignity.

We expect our Suppliers to be honest with us and with their people, and to communicate in ways that are effective.

Harassment, intimidation, abuse, violence, retaliation against those who raise concerns, and any other disrespectful or offensive behavior to individuals is unacceptable to the ADNOC Group.

How we dress at work is one way we demonstrate our respect for each other within the ADNOC Group. When attending the premises of the ADNOC Group, we ask our Suppliers to adhere to widely accepted standards of professionally appropriate dress, with sensitivity to cultural considerations.

FAIR LABOR PRACTICES

The ADNOC Group supports the protection of labor rights. Suppliers must not deploy any kind of forced labor, and must not use, employ, or seek to exploit in any way the services of child, under-aged, slave or trafficked labor. Except to the extent permitted by law, Suppliers must not retain employees' identification, work or travel documents, or deposits as a condition of employment.

We expect our Suppliers to comply with all applicable labor laws and related laws and regulations, in particular, those relating to working and living conditions, wages, working hours and the payment of overtime.

Suppliers must comply with the terms of the contracts agreed with the people working for them and must comply with the law. Everyone working for our Suppliers should be paid no less than the prescribed minimum wage in a timely manner, and given holidays, leave and medical cover in accordance with applicable laws and the relevant contract.

HEALTH, SAFETY & THE ENVIRONMENT

The ADNOC Group is committed to protecting the health and safety of its people, and protecting the environment. Suppliers should share the same commitment and protect the health and safety of their personnel in their own operations.

There are specific policies, procedures and codes of practice in place throughout the ADNOC Group that are designed to help us achieve these aims. Suppliers should make sure that they and their personnel, including sub-contractor personnel, are aware of the policies, procedures and codes that apply to them and the work they do, and act in compliance with them.

Suppliers must protect their personnel from over-exposure to chemical, biological and physical hazards in the workplace and in any company-provided living quarters. Emergency planning must be undertaken and response procedures implemented.

We expect our Suppliers to operate in an environmentally responsible manner, and comply with all applicable environmental laws and regulations. All required environmental permits and licenses must be obtained and their operational and reporting requirements followed. Sustainability is important to the ADNOC Group, and our Suppliers should minimize any waste of energy, water or other resources.



BUSINESS INTEGRITY

The ADNOC Group has a zero-tolerance approach to bribery, corruption, theft, money-laundering and fraud. We expect our Suppliers to take the same approach.

ANTI-BRIBERY & CORRUPTION

Suppliers must not offer, solicit, give or accept any form of bribe or kickback or participate in other illegal inducements in business or government relationships. They should not make payments to expedite activities that a government employee is required to perform unless it is an official express service offered by the relevant government entity. Our Suppliers should maintain accurate books and records that demonstrate compliance with applicable laws and regulations. Suppliers must comply with all applicable anti- bribery and anti-corruption laws at all times. We expect our Suppliers to take steps to ensure that their personnel and any sub-contractors, agents or representatives engaged to act in relation to any ADNOC Group business also meet these expectations.

Everyone within the ADNOC Group is expected to report any suspicious activity regarding possible bribery and corruption immediately. Unless prohibited by law from doing so, our Suppliers should inform us immediately in the event they become aware of any suspicious activity in connection with ADNOC Group business.

GIFTS & HOSPITALITY

Offering or receiving inappropriate gifts and/or hospitality in the context of a business interaction is unacceptable to the ADNOC Group and will be considered a breach of the Supplier Code. Suppliers are expected to share the ADNOC Group's commitment to avoid impropriety in the offering, giving or receiving of gifts and/ or hospitality. Suppliers should never seek to improperly influence the decisions of ADNOC Group personnel using gifts and / or hospitality.

ADNOC Group personnel are prohibited from accepting any gift or hospitality that is disproportionately lavish, inconsistent with ethical, cultural and professional norms, or unconnected with any legitimate business purpose. Suppliers should refrain from offering ADNOC Group personnel frequent meals or lavish gifts. Suppliers that are engaged in a bid or tender process are prohibited from sending gifts to ADNOC Group personnel that they are aware are involved in a current tendering or decision-making process involving their company. Gifts of cash to ADNOC Group personnel are strictly prohibited.

CONFLICT OF INTERESTS

Conflicts of Interest should be avoided; if unavoidable, conflicts must be managed appropriately by our Suppliers.

If a Supplier has a relationship with any ADNOC Group personnel, or business interest that might present a Conflict of Interest, the Supplier should disclose this fact as soon as they become aware of the conflict to the relevant company within the ADNOC Group using the relevant disclosure process in place. Such Supplier is expected to implement measures to effectively manage the Conflict of Interest.

Suppliers are expected to have appropriate controls in place to ensure that Supplier personnel are not themselves impacted by Conflicts of Interest when undertaking the work of the ADNOC Group.

We also expect our Suppliers to alert us when they have concerns that the business judgement of ADNOC Group personnel could be influenced by a separate or outside interest.

Suppliers should promptly respond to any request for information from the ADNOC Group relating to actual, potential, or perceived Conflicts of Interests, whether such conflicts have been previously disclosed or not. This obligation applies throughout the duration of the contractual relationship and extends to any subcontractors engaged in the performance of work for ADNOC Group.

ANTI-MONEY LAUNDERING

Suppliers must comply with applicable Money Laundering laws and regulations at all times. Suppliers should be alert to any irregular payments, suspicious transactions, or suspected Money Laundering and should have facilities to enable internal reporting within a reasonable timeframe.

FAIR BUSINESS PRACTICES

Our Suppliers should conduct their business consistent with fair competition and in compliance with all applicable anti-trust laws including those related to price fixing, bid rigging and exclusive dealing.

In performing ADNOC Group business, Suppliers are expected to comply with local and international trade laws including laws relating to sanctions, export controls, import, export and customs procedures and restrictions on dealings with certain countries, entities and individuals.

Suppliers should use only fair business practices, including transparent and honest participation in any sourcing process, and accurate and truthful advertising.

SUPPLY CHAIN

Suppliers must carefully select and monitor the third parties they engage to perform work for the ADNOC Group or to supply materials. Suppliers should conduct contextually appropriate due diligence and background checks on third parties they appoint to perform ADNOC Group business.

Third parties, contractors, agents, or subcontractors should be selected based on merit and competitiveness.

We reiterate that Suppliers are responsible for ensuring their sub- contractors comply with this Supplier Code when they are engaged in the execution of ADNOC Group business.

ADNOC Group encourages all Suppliers to integrate responsible sourcing into their supply chain processes. Responsible sourcing involves evaluating the entire supply chain to ensure that all materials and services are obtained in a manner that respects human rights, labor standards, and environmental sustainability.

SAFEGUARDING THE ADNOC GROUP

Suppliers are expected to take steps to ensure that they appropriately protect the use of ADNOC Group's assets, Intellectual Property and confidential information and comply with applicable data privacy and data protection laws.

PROTECTING OUR ASSETS

The ADNOC Group has an overarching duty of care towards the resources and assets it holds or has been entrusted to manage. We expect our Suppliers to share our responsibility to take care of these assets, managing them effectively, using good judgment with how they are utilized, and taking care to avoid damage, loss or wastage.

DATA PRIVACY AND DATA PROTECTION

To safeguard ADNOC Group, Suppliers are required to establish and maintain policies and procedures that protect the privacy of Personal Information and ensure strict compliance with all applicable data privacy and data protection laws.

PROTECTING OUR INFORMATION AND INTELLECTUAL PROPERTY

Our information and Intellectual Property are precious to the ADNOC Group. Where we share information or Intellectual Property with our Suppliers, Suppliers are expected to protect and manage it with the utmost care, and in line with applicable legal and contractual protections. Our Intellectual Property should only be used strictly in accordance with the permissions we provide. Misusing confidential information of the ADNOC Group is unacceptable. Suppliers are expected to take steps to ensure that neither they nor their personnel or sub-contractors make any improper use of confidential information. Market misconduct, such as insider trading, in connection with information received in relation to the undertaking of the business of the ADNOC Group is strictly prohibited.





COMMUNICATION IS KEY

The ADNOC Group is committed to acting with integrity in everything it does. Working with the ADNOC Group means that you support this commitment.

The ADNOC Group requires its Suppliers to provide reasonable cooperation to its Ethics & Compliance personnel in the resolution of any concern or investigation. This may include making relevant documents, information, and personnel available when appropriately requested, and maintaining the confidentiality of any information related to such a request.

We expect Suppliers to disclose to ADNOC Group any lawsuits or penalties received for non-compliance with topics covered in this Supplier Code. Suppliers should notify the relevant ADNOC Group Company, if permitted by applicable law, of any investigation, audit, assessment, litigation or unusual request that relates to the ADNOC Group or concerns the work the Supplier is performing for or with the ADNOC Group.

If you have a concern related to business ethics and the ADNOC Group, or the Supplier Code, there is an Ethics & Compliance function in each ADNOC Group Company – your ADNOC Group contact can provide you with their contact details at any time. You can also contact ADNOC Group Ethics & Compliance on **+971 (0)2 707 5858 or compliance@adnoc.ae** about business ethics and integrity related issues.

The ADNOC Group has a whistleblowing platform called 'Takallam' or 'Speak Up' for raising any business ethics and integrity concerns. The platform is independently hosted by a third party and provides full anonymity if required. Reports can be made either online or by telephone in a number of languages. Details can be found at www.takallam.ae. The ADNOC Group strictly prohibits retaliation of any kind against anyone who reports a business ethics concern in good faith and requires the same of its Suppliers.

For all other general questions or concerns as an ADNOC Group Supplier please use the Supplier support Toll Free Number: **8004455 or the ADNOC Supplier Hub.**

DEFINED TERMS:

ADNOC
means Abu Dhabi National Oil Company (ADNOC) P.J.S.C.

ADNOC Group Company
means any company within the ADNOC Group, other than ADNOC.

ADNOC Group
means ADNOC together with each company in which ADNOC (i) directly or indirectly, controls fifty percent (50%) or more of the share capital, or (ii) controls less than fifty percent (50%) of the share capital but in respect of which ADNOC has, directly or indirectly, the ability to direct or procure the direction of the management and policies (whether through the ownership of shares, by contract or otherwise), and excludes ADNOC Minority Entities.

ADNOC Minority Entity
means any company, including unincorporated joint arrangements, in which ADNOC, directly or indirectly, controls less than fifty percent (50%) of the share capital (and in respect of which ADNOC does not have the ability to direct or procure the direction of the management and policies).

Money Laundering
means the process of making illegally obtained funds appear legitimate. It often involves disguising the origin, ownership, or destination of money through complex transactions.

Intellectual Property
means creations of the mind that are legally protected - such as inventions, designs, artistic works, symbols, names, and images and includes copyrighted documents, trademarks and designs – whether registered or unregistered, trade secrets and proprietary processes, know-how, patents, software and a wide range of other proprietary information such as business plans, research, technical data or similar.

Supplier
means any company or entity that is registered and prequalified in ADNOC's centralized commercial directory to provide goods or services to ADNOC or any ADNOC Group Company.

Supplier Code of Conduct
("Supplier Code") means this Supplier Code of Conduct.

Conflict of Interest
means a conflict of interests that arises when financial, business, social or personal interests and activities (including the interests of family members), directly or indirectly, conflict with the interests of the ADNOC Group or any ADNOC Group company or otherwise interfere with or impair business judgement and workplace objectivity and responsibilities of ADNOC Group employees to act in the best interests of the ADNOC Group or any ADNOC Group company. Conflicts include actual or potential conflicts as well as situations that could create the perception of a conflict.

> *Family Member means an individual's relatives, including but not limited to spouses, children, parents, brothers, sisters, grandparents, grandchildren, nieces, nephews, in-laws or other close, ongoing familial connection that could reasonably be perceived to influence the relatives' objectivity or create a conflict of interest.*

For the purposes of the Conflict of Interest declaration, Suppliers are only expected to disclose those Family Members whose existence and relationship they are aware of.

Personal Information
means any data relating to an individual who can be identified directly from that data (e.g. name or contact details) or indirectly by reference to an identifier (e.g. an identification number, location data) or to one or more factors specific to the physical, physiological, genetic, mental, economic, cultural or social identity of that natural person.

