

Supplier Code of Conduct

D Marin

THE SELECTION OF PREMIUM MARINAS

1. Objective

Scope	Definitions
<p>D-Marin is dedicated to operating with integrity, transparency, and a strong commitment to respecting universal human rights and environmental sustainability. All business activities are guided by the principles and values outlined in our Code of Conduct available at:</p> <p>www.d-marin.com/en/compliance/.</p> <p>This Supplier Code of Conduct defines the standards we expect our suppliers to follow in their business operations. We strive to build and maintain relationships with suppliers, customers, agents, and other business partners that are fair, constructive, and grounded in mutual trust and respect. These relationships require continuous effort and a steadfast commitment to ethical business practices.</p> <p>D-Marin evaluates suppliers based on their compliance with this Code and adherence to the applicable legal and regulatory requirements governing their activities.</p> <p>This document undergoes review every two years and pertains to all activities conducted by D-Marin.</p>	<p>D-Marin: the Group of companies comprising the D-Marin Group, defined as any company which is a direct or indirect subsidiary of Venilia Investments SARL and any entities in which any D-Marin company either owns a majority interest or manages operations (all of the above are referred to throughout this Code individually and collectively as D-Marin or D-Marin Group).</p> <p>This Code applies to:</p> <p>D-Marin suppliers: Anyone providing services or goods to D-Marin and/or related to D-Marin by any type of contractual relationship for the provision of same (including but not limited to suppliers, consultants and other business partners).</p> <p>This document will be uploaded and available at www.d-marin.com/en/compliance/ and become an integral part of any agreement or contract signed by D-Marin.</p>

Owner	Version	Status	Date
Andrea De Santis- D Marin Global COO	1.0	Approved by two D-Marin Directors	01/09/2025
Corinne Reynaud D Marin Global CFO			

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2. Scope of the Code

This Code applies to all suppliers, contractors, consultants, agents and other business partners who provide goods or services to D-Marin, irrespective of their geographic location. D-Marin expects these parties to uphold values and principles aligned with our own, as well as to comply with the provisions outlined in this document.

Furthermore, the Code establishes the responsibilities of D-Marin employees who engage with third parties, underscoring the importance of partnering with entities that share our commitment to ethical business conduct. To support this, competent employees are required to incorporate contractual clauses that enforce adherence to our values and policies, and to conduct regular audits to verify compliance.

The manner in which D-Marin conducts business is fundamental to its reputation and long-term success, and business partners should be regarded as strategic allies. The provisions of this Code are intended to complement the legal framework and the terms of any contractual agreement between the supplier and the Company. This Code does not confer third-party beneficiary rights or entitlements to suppliers, subcontractors, their employees, or any other external party.

3. Definitions

Supplier: Entity upstream from the organisation (i.e., in the organisation's supply chain), which provides a product or service that is used in the development of the organisation's own products or services. A supplier can have a direct business relationship with the organisation (often referred to as a first-tier supplier) or an indirect business relationship

ESG (Environmental, Social, and Governance): A set of criteria used to evaluate a supplier's sustainability and ethical impact, including environmental practices, labor standards, and corporate governance.

Sustainability: Conducting business in a way that meets present needs without compromising the ability of future generations to meet theirs, particularly in environmental and social contexts.

Climate Change Mitigation: The process of reducing GHG emissions and holding the increase in the global average temperature to well below 2 °C and pursuing efforts to limit it to 1,5 °C above pre-industrial levels, as laid down in the Paris Agreement. (based on the Regulation (EU) 2020/852)

GHG (Greenhouse Gas) Emissions: Gaseous constituents of the atmosphere, both natural and anthropogenic, that absorb and emit radiation at specific wavelengths within the spectrum of terrestrial radiation emitted by the Earth's surface, the atmosphere itself and by clouds. This property causes the greenhouse effect.

Natural Resources: Natural assets (raw materials) occurring in nature that can be used for economic production or consumption.

Waste Management: The collection, transport, recovery and disposal of waste, including the supervision of such operations and the after-care of disposal sites, and including actions taken as a dealer or broker.

Conflict of Interest: A situation where personal, financial, or other interests could compromise or appear to compromise the impartiality of procurement decisions.

Bribery: Dishonestly persuading someone to act in your favour by giving them a gift of money or another inducement.

Corruption: Abuse of entrusted power for private gain, which can be instigated by individuals or organisations. It includes practices such as facilitation payments, fraud, extortion, collusion, and money laundering. It also includes an offer or receipt of any gift, loan, fee, reward, or other advantage to or from any person as an inducement to do something that is dishonest, illegal, or a breach of trust in the conduct of the undertaking's business.

Biodiversity: The variety of life in the world or in a particular habitat or ecosystem, which suppliers are expected to protect, especially in marine and coastal areas.

Health and Safety: The principles, policies, and practices aimed at ensuring a safe and healthy working environment for all employees. This includes the prevention of occupational accidents and diseases, the provision of appropriate protective equipment, emergency preparedness, and compliance with relevant health and safety regulations.

Personal Protective Equipment (PPE): Specialized clothing or equipment worn by employees to protect against health and safety hazards in the workplace. PPE includes items such as helmets, gloves, eye protection, high-visibility clothing, respiratory protective equipment, and safety footwear.

Fair Treatment: The principle of ensuring that all individuals are treated with dignity, respect, and equality, regardless of personal characteristics such as race, gender, age, religion, disability, sexual orientation, or political beliefs.

Discrimination: Discrimination can occur directly or indirectly - Direct discrimination will have occurred when an individual is treated less favourably by comparison to how others, who are in a similar situation, have been or would be treated, and the reason for this is a particular characteristic they hold, which falls under a 'protected ground'. Indirect discrimination occurs when an apparently neutral rule disadvantages a person or a group sharing the same characteristics. It must be shown that a group is disadvantaged by a decision when compared to a comparator group.

Human Rights: The basic rights and freedoms that belong to every person, regardless of nationality, gender, ethnicity, or background. These include the right to fair treatment,

freedom of expression, safe working conditions, and protection from abuse or exploitation.

Child Labor: Work that deprives children of their childhood, their potential and their dignity, and that is harmful to physical and mental development. It refers to work that:

- i. is mentally, physically, socially or morally dangerous and harmful to children; and/or
- ii. interferes with their schooling by: depriving them of the opportunity to attend school; obliging them to leave school prematurely; or requiring them to attempt to combine school attendance with excessively long and heavy work.

Forced labour: All work or service which is exacted from any person under the threat of penalty and for which the person has not offered himself or herself voluntarily. The term encompasses all situations in which persons are coerced by any means to perform work and includes both traditional 'slave-like' practices and contemporary forms of coercion where labour exploitation is involved, which may include human trafficking and modern slavery.

Wage: Gross wage, excluding variable components such as overtime and incentive pay, and excluding allowances unless they are guaranteed.

Freedom of Association: The right of workers to join or form trade unions and to engage in collective bargaining.

Local Societies: The communities and populations located in the areas where a company or its suppliers operate. This includes residents, local organizations, and other stakeholders who may be affected by business activities.

Legislative Compliance: The obligation to understand, adhere to, and remain up to date with all applicable laws, regulations, and legal requirements relevant to a supplier's operations and industry. This includes compliance with national and international legislation, customer-specific standards, and contractual obligations.

Corruption: Abuse of entrusted power for private gain, which can be instigated by individuals or organisations. It includes practices such as facilitation payments, fraud, extortion, collusion, and money laundering. It also includes an offer or receipt of any gift, loan, fee, reward, or other advantage to or from any person as an inducement to do something that is dishonest, illegal, or a breach of trust in the conduct of the undertaking's business. This can include cash or in-kind benefits, such as free goods, gifts, and holidays, or special personal services provided for the purpose of an improper advantage, or that can result in moral pressure to receive such an advantage.

Bribery: Dishonestly persuading someone to act in your favour by giving them a gift of money or another inducement.

Risk Assessment & Management: A systematic process used to identify, evaluate, and address potential risks that could impact business operations, employee safety, environmental performance, or compliance. This includes conducting regular risk assessments,

implementing preventive and corrective measures, and developing contingency plans to ensure business continuity.

4. Relationship with suppliers

D-Marin is committed to conducting business responsibly and expects its suppliers to uphold similar social, ethical, and environmental standards. To this end, we uphold the principle of fair competition in all markets and expect the same standard to be reflected in dealings with suppliers.

D- Marin Employees involved in procurement and supplier selection must not have any conflict of interest with suppliers and should act impartially, basing decisions solely on the best interests of the Group. Personal or family interests must not influence any business transactions conducted on behalf of D-Marin. All purchases of goods and services must be made objectively, considering factors such as price, quality, and scope, and must strictly adhere to D-Marin's policies and procedures.

More specifically, all suppliers must be given equal opportunity to present their products and services to D-Marin and should be treated fairly throughout the procurement process. Core expectations include:

- Competition among current and potential suppliers must remain open and unrestricted.
- Product or service specifications must be accurate, detailed, and aligned with the request.
- Requests for quotations must be identical for all prospective suppliers, with equal preparation time and simultaneous access to any additional information or clarifications.
- If a deadline extension is granted to one supplier, the same extension must be offered to all others.

In cases where ethical concerns arise regarding a supplier, D-Marin reserves the right to exclude them from the procurement process, depending on the severity of the issue.

D-Marin Employees responsible for selecting agents or consultants must conduct a thorough assessment of the integrity of potential third parties. They are required to ensure that such parties are contractually bound by robust anti-bribery and anti-corruption provisions and that they comply with the D-Marin's Code of Conduct. Ongoing monitoring and, where necessary, updates to the terms of engagement are essential to maintain compliance, while any commissions or fees paid must be reasonable and proportionate to the services rendered. Under no circumstances should employees authorize or make payments that could be perceived as improper.

Elements with consultants, brokers, agents, or other intermediaries must not be used as a conduit for transferring funds to any individual, including public officials or employees of customers.

5. Environmental performance

D-Marin is committed to conducting business in a manner that respects and protects the environment, with the goal of minimizing its environmental footprint and advancing sustainable development. In line with this commitment, D-Marin expects suppliers and partners to adopt environmentally responsible practices and proactively propose alternative solutions that contribute to reducing environmental impact and promoting sustainability. Suppliers are also expected to share D-Marin's dedication to continuous improvement in environmental performance across their daily operations in all the geographical locations they operate.

5.1 Environmental compliance and permits

Suppliers are expected to minimize their environmental footprint by complying with all applicable environmental legislation and regulations relevant to their sector at a national and international level—covering areas such as emissions, waste (liquid and solid), material usage, energy, water, and biodiversity. They must also hold all necessary environmental certifications and meet the specific requirements of their industry, including proper waste classification and management practices.

5.2 Climate change mitigation

Greenhouse gas (GHG) emissions negatively impact the climate by trapping heat in the atmosphere, leading to rising global temperatures, shifting weather patterns, and increased frequency of extreme weather events. In line with international climate goals, suppliers are encouraged to take proactive steps to understand and reduce their climate impact. This includes:

- Calculating, disclosing and monitoring their GHG emissions.
- Exploring opportunities to improve energy efficiency and reduce emissions over time.
- Sharing relevant practices and progress, where appropriate, to support transparency and collaboration.

5.3 Natural resources and waste management

Suppliers must enhance the efficiency of natural resource use by implementing improvements in their processes. They should also adopt practices that prioritize, waste minimization, recycling and reusing materials as well as recovery, wherever possible. It is essential to proactively reduce environmental impacts within the supply chain, aiming for more sustainable and responsible resource use. Moreover, suppliers must hold the necessary certifications and follow established procedures to ensure effective waste management and better use of resources. They are also expected to demonstrate the implementation of robust pollution prevention measures and actively work to reduce waste generation and emissions of gaseous pollutants and other pollutants such as plastics and microplastics in the marine environment.

5.4 Biodiversity and ecosystems

Suppliers are expected to actively safeguard biodiversity and ecosystems, with particular attention to marine and coastal environments. They are expected to conduct their operations in a manner that avoids harm to natural habitats and contributes to their preservation and restoration, by adhering to International, European and national legislation. This includes implementing responsible practices that prevent degradation, support ecological balance, and align with internationally recognized environmental standards and local conservation efforts.

6. Social performance

Respect for human rights, health and safety in the workplace is a fundamental expectation across all business operations. A safe, inclusive and dignified working environment must be ensured through appropriate preventive measures, training and adherence to occupational health and safety standards.

To this end, D-Marin expects suppliers not only to comply with applicable labor laws and regulations, but also to foster a culture of integrity and accountability, where the protection of human rights and the well-being of employees are treated as core business responsibilities.

6.1 Health and safety

Suppliers shall provide a safe and healthy working environment for all their employees, take actions to prevent occupational accidents and diseases, raise awareness on health and safety issues and ensure emergency preparedness, according to applicable national legislation. More specifically, D-Marin suppliers are expected to:

- **Ensure occupational health and safety** by maintaining a preventive work environment through the implementation of relevant risk management and health and safety standards. They must systematically assess potential risks to prioritize workplace health and safety. This includes avoiding or managing unnecessary risks, providing appropriate personal protective equipment to workers and continuously upgrading equipment and work methods.
- **Strive to minimize work accidents and occupational diseases** by implementing procedures and systems for recording, managing and investigating work accidents and occupational diseases. They shall ensure full compliance with legislation aimed at preventing occupational accidents and oppose any sanctions related to concerns about workplace safety.
- **Commit to providing personal protective equipment** to their employees. The supplier should ensure that staff use the appropriate personal protective equipment, and any other necessary protective materials based on the nature of the work to mitigate

potential health risks. In case of use of chemical substances, it is necessary to issue Material Safety Data Sheets (MSDS), based on the current legislation.

- **Ensure emergency response systems are in place** to minimize the impact on their human resources during emergencies by implementing procedures and policies. These include emergency reporting, written notifications to employees, site evacuation plans, employee training procedures, provision of first aid, appropriate fire detection systems and equipment, adequate facility exits, and recovery plans.

6.2 Labor and human rights

Suppliers are required to respect and uphold the human rights of all workers, ensuring they are treated with dignity and fairness. By 2030, suppliers should make every effort to have in place a structured labor management system and provide comprehensive training to all employees on labor and human rights principles. Key supplier responsibilities include:

- **Fair treatment and non-discrimination:** Suppliers are expected to promote equal opportunity and foster a workplace free from discrimination and harassment. Employment decisions—including performance evaluations and terminations—must not be based on race, gender, color, national or social origin, religion, age, disability, sexual orientation, or political beliefs. Moreover, they must explicitly prohibit any form of physical or verbal harassment, including sexual, racial, or defamatory conduct, both within the workplace and in any work-related context outside of it. Suppliers are also responsible for ensuring that all employees are informed and aware of these standards.
- **Human rights, child labor & modern slavery:** Suppliers must fully comply with all applicable local laws concerning the minimum working age and ensure that no form of child labor is employed under any circumstances. They are also expected to uphold all relevant laws, regulations, and internationally recognized standards related to labor practices and the protection of human rights. This includes a strict prohibition of child labor, forced labor, and all forms of modern slavery within their operations and supply chains.
- **Diversity, equity, and inclusion:** Suppliers are expected to actively foster a workplace culture that values and leverages diversity in all forms. Beyond ensuring non-discriminatory practices, they should implement inclusive policies and initiatives that promote equitable access to opportunities, support the advancement of underrepresented groups, and encourage diverse perspectives at all levels of the organization. To this end, suppliers should take deliberate steps to build a workforce that reflects a wide range of backgrounds, experiences, and identities. They are encouraged to cultivate an environment where every employee feels respected, empowered, and able to contribute fully to the success of the organization.
- **Working hours:** Suppliers are obligated to adhere to all applicable local regulations governing standard working hours and overtime practices. They must ensure that employees are granted sufficient rest and recovery time to support their health, safety,

and sustained productivity. This includes strict compliance with legal limits on daily and weekly working hours, provision of mandated breaks, and fair compensation for overtime work. By doing so, suppliers contribute to a balanced and supportive working environment that prioritizes employee well-being.

- **Wages and benefits:** Suppliers must be able to demonstrate full compliance with all applicable national labor laws and relevant industry standards. This includes the timely and accurate payment of wages or salaries, contributions to social security schemes, and the provision of all legally mandated employee benefits. Suppliers are expected to maintain transparent systems that ensure these obligations are consistently met.
- **Freedom of association:** Suppliers must respect and uphold the fundamental rights of workers to freely associate and engage in collective bargaining, in accordance with applicable national laws and existing agreements. They are expected to actively support open and constructive social dialogue and collaborate with employee representatives to ensure these rights are effectively protected and exercised.

6.3 Contribution to the local societies

D-Marin is committed to fostering strong, trust-based relationships with local communities and supporting initiatives that generate meaningful social impact. In line with this commitment, suppliers are encouraged to actively engage in efforts that enhance the well-being of surrounding communities. This includes contributing to local development, supporting vulnerable groups, and implementing actions that improve quality of life. By doing so, suppliers help create a positive and lasting social footprint aligned with principles of sustainable and inclusive growth.

7. Governance

D-Marin maintains a robust and modern corporate governance framework, grounded in transparency, accountability, and continuous improvement. Towards the same direction, suppliers are expected to align with these principles by fostering a cooperative and ethical business relationship. This includes embracing shared values that support responsible governance, long-term sustainability, and ongoing enhancement of business practices.

7.1 Business ethics

Suppliers must conduct their business in an ethical manner and act with integrity. This includes but is not limited to the following aspects:

- **Anti-corruption and anti-bribery:** Suppliers are strictly prohibited from engaging in any unethical or unlawful financial practices, including bribery, corruption, extortion, embezzlement, and money laundering. They must operate in full compliance with all applicable anti-corruption laws, directives, and regulatory frameworks relevant to their jurisdictions. Integrity and transparency must underpin all business interactions, and suppliers are expected to implement effective controls and procedures to

prevent and detect any form of illicit conduct. Upholding ethical standards is essential to maintaining trust and accountability across the supply chain.

- **Fair competition:** Suppliers are expected to operate in full compliance with the competition laws of all jurisdictions in which they conduct business. They must avoid any form of unfair commercial conduct and refrain from engaging in practices that could obstruct or distort legitimate market activity.
- **Information security and data protection:** Suppliers are expected to uphold strict standards of information security and data privacy. This includes full compliance with all applicable data protection laws and regulations in the jurisdictions where they operate. Suppliers must implement appropriate technical and organizational measures to safeguard confidential information, prevent unauthorized access, and ensure the secure handling, storage, and transmission of data. Protecting the integrity, confidentiality, and availability of information must be treated as a critical responsibility in all business activities.

7.2 Conflict of interest

Suppliers must take all necessary steps to avoid situations that could give rise to actual or perceived conflicts of interest. In the event that a conflict involves any employee or associate of the supplier, it is the supplier's obligation to promptly disclose the relevant details to the company. Transparency and timely communication are essential to maintaining the integrity of the business relationship.

7.3 Legislative compliance and customer requirements

Suppliers are expected to proactively identify and comply with all applicable legal requirements, customer-specific standards and contractual obligations relevant to their operations. This includes maintaining up-to-date knowledge of regulatory developments and ensuring consistent adherence to customer-defined specifications. By doing so, suppliers help uphold the highest levels of quality, reliability and regulatory integrity across the supply chain.

7.4 Risk assessment & management

Suppliers are expected to establish and maintain comprehensive systems to proactively identify, assess, and manage operational risks. This includes conducting routine risk evaluations, implementing preventive controls and developing contingency strategies to address potential disruptions. By embedding risk management into their operations, suppliers help ensure business continuity, safeguard employee safety and maintain operational efficiency —thereby protecting both their own interests and those of their business partners.

7.5 Documentation and records

Suppliers are required to maintain all necessary documentation, professional licenses, and certifications relevant to the lawful and competent execution of the services or work provided to D-Marin. These must be in full compliance with current legal and regulatory

standards. D-Marin reserves the right to conduct periodic inspections, as defined in individual agreements, to verify the supplier's adherence to these requirements.

7.6 Disclosure of information

Suppliers are required to safeguard all sensitive information related to D-Marin's business operations and strategies. Such information is considered confidential and must be protected against unauthorized access or disclosure. Suppliers must implement appropriate procedures and security measures to prevent the release of this information to competitors or the public, thereby upholding strict standards of business confidentiality.

7.7 Training and skills development

Suppliers are responsible for equipping their personnel with the necessary knowledge and competencies to effectively implement the principles and procedures outlined in this Code. This includes providing appropriate training and educational resources to ensure that both management and staff fully understand and are capable of applying relevant policies in their daily operations.

7.8 Continuous improvement

Suppliers are expected to continuously enhance their environmental, social and governance practices by developing and applying suitable measures aligned with the principles outlined in this Code.

8. Compliance and reporting

D-Marin Group expects and encourages its suppliers to develop and implement appropriate measures to ensure compliance with applicable laws and regulations and the requirements of the Code. Acknowledging, the Supplier Code of Conduct demonstrates a supplier's commitment to ethical business practices, responsible operations, and continuous improvement in line with D-Marin's expectations. Furthermore, the Group aims to encourage its top suppliers to have their own Code of Conduct in place by 2030, promoting a shared culture of integrity, sustainability, and respect throughout the supply chain.

As part of the **supplier selection process**, D-Marin conducts an evaluation of candidates' performance across environmental, social, and governance (ESG) dimensions. This assessment is guided by clearly defined criteria, which are transparently documented and shared with suppliers.

The Group retains the right to monitor and audit supplier adherence to the Code, and suppliers are expected to cooperate fully by providing timely and accurate information. Any breach of the Code must be reported to D-Marin Group without delay while non-compliance may lead to the termination of the business relationship.

9. Supplier attestation

By signing below, the supplier attests to having read, understood, and agreed to comply with D-Marin's Supplier Code of Conduct.

I hereby have read and understand the obligations and requirements set forth in this Supplier Code of Conduct. I am familiar with the contents of the entire document and understand that breach of any of these may lead to sanctions including the termination of the supplier agreement entirely.

I confirm that I am authorized to sign on behalf of the supplier.

Name of the Company:

Job Title:

Signature:

Date: