



Supplier Code of Conduct



1. About our Code of Conduct

At Real Matters Inc. (“Real Matters” or “The Company”), our clients include some of the world’s largest, most trusted financial institutions. By choosing to do business with us, they trust that we uphold the highest standards of integrity, accountability, ethical conduct and performance, while observing the laws and regulations that govern our industry. The Real Matters Supplier Code of Conduct is our commitment to extend those principles to business partners. It sets the expectation that our Suppliers will act with the highest level of integrity, uphold the law, and that they will treat all of our stakeholders, and each other, with respect and transparency. It also ensures that our Suppliers behave in a way that safeguards Real Matters’ reputation and the trust that our investors, clients, business partners, regulators and communities place in our Company.

All Suppliers who work with Real Matters, Inc. including any of our direct or indirect subsidiaries, have a duty to demonstrate the highest standard of business conduct.

As a Supplier to Real Matters you are required to read the Code and to adhere to its principles as a condition of your agreement with the Company.

2. Creating a Positive Work Environment

Real Matters is committed to providing a positive work environment that is free of harassment, intimidation, violence and discrimination. As a Supplier, you have an obligation to treat our employees and all of our stakeholders with dignity and respect.

Diversity

Real Matters values diversity and inclusion. Our people are the Company’s most valuable asset. The collective sum of the individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities and talent that our employees invest in their work represents a significant part of our culture.

We embrace our employees’ and Business Partners’ differences in age, color, physical, mental and development abilities, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status, and other characteristics that make our employees unique. We also make all reasonable accommodations to meet our obligations under laws protecting the rights of people with disabilities.

All of our Suppliers are expected to exhibit conduct that reflects inclusion at our work places and within their own company.

We do not accept any type of harassment, regardless of the perpetrator, whether it’s a co-worker, business partner, client or the public. Verbal or physical conduct that disrupts or interferes with your ability to do your job, or that creates a hostile work environment, will not be tolerated.

Real Matters will not work with a client, vendor or business partner that violates the basic principles of human rights.

Health and Safety

The Company is committed to providing a healthy and safe working environment for all employees in accordance with all state/provincial and federal regulations. Workplace health and safety is of critical importance to the Company. As such, the Company and its management will:

-) Make reasonable provisions for the occupational health and safety of its Employees in accordance with the laws of the jurisdictions in which the Company operates;
-) Keep Employees familiar with safe work practices through training or other communication as required from time-to-time;
-) Identify and notify Employees of any hazardous workplace conditions and provide reasonable preventative measures to protect Employees from these hazardous conditions; and
-) Establish and maintain a procedure and protocol to be followed in the case of serious injury or fatality.

Suppliers have a duty to:

-) Strictly comply with directives, approved work procedures and all laws or regulations intended to ensure their health and safety;
-) Advise the Company in a timely manner of any dangerous or hazardous workplace conditions; and
-) Refrain from any conduct or misconduct that they know or reasonably ought to know is dangerous to their own health and safety or to that of others within the workplace.

Smoking is allowed only in designated areas.

Substance Abuse and Weapons

Suppliers are not permitted to manufacture, distribute, possess, sell or attempt to sell, receive or be under the influence of illegal drugs at our worksites.

Suppliers are prohibited from the consumption of alcohol at our worksites, unless they are invited to participate in a Company sponsored event where alcohol is being offered. Always, we rely on you to exercise good judgement and never drink in a way that leads to impaired performance or inappropriate behaviour, endangers the safety of others or violates the law.

Real Matters is also committed to a violence-free work environment and will not tolerate any level of violence or threat of violence in the workplace. All of our Suppliers are strictly prohibited from bringing or storing a weapon at our workplace.

3. Avoiding Conflicts of Interest

You have an ongoing responsibility to identify conflicts or interest in relation to Real Matters. You must disclose actual, potential or perceived conflicts so they can be avoided or managed appropriately.

Anti-Bribery

You may not give cash or cash equivalents to one our employees or Directors, in an attempt to influence an individual's actions or decisions as a means of obtaining business opportunities with Real Matters. In addition, you may not give gifts of material value, in an attempt to influence an individual's actions or decisions as a means of obtaining business opportunities with Real Matters, save and except for gifts given in the ordinary course of business and in line with customary business practice.

4. Preserving Confidentiality

Through your Supplier agreement with Real Matters, you may be provided with, receive or have access to significant proprietary and confidential information which includes information related to the Company's past, present or future products, software, research, development, information security, clients, business partners, financial performance, strategy or administrative activities. You may also receive or have access to third-party confidential or proprietary information; for example, information about a client's customers. Real Matters considers this information, including any materials or documents containing the information, confidential and proprietary ("Confidential Information").

It is your duty to comply with all obligations set out in your Supplier agreement relating to the protection of Confidential Information. You shall protect Confidential information and take precautions before sharing it with anyone, internally or externally. Do not share Confidential Information with friends or family, and do not discuss it in places where others could hear you (e.g. elevators, airplanes). You should always properly label, secure and dispose of Confidential Information. Do not access Confidential Information unless you have the authority or a business reason to do so.

If you are unsure the information you have is confidential, the best practice is to assume that all information you have about the Company and its business including information received from past and current business partners, clients and their customers is confidential. You should only disclose that information on a need-to-know basis.

In the event you become aware that Confidential Information was intentionally or accidentally released, please immediately report the incident to the Company's Privacy Manager at privacy@realmatters.com.

5. Obeying the Law and Ensuring Financial Integrity

Real Matters operates in a highly regulated industry. It is incumbent upon us to be aware of and to comply with the laws and regulations that govern our industry. This is critical to our business and to maintaining the confidence of our clients, partners and regulators.

As Supplier, you are expected to know and comply with the laws and regulations that apply to you.

Insider Trading

At Real Matters, we are committed to candid communications and transparency which is why we openly share information internally. As a Supplier you may become aware of Confidential information about Real Matters or our clients, often called Material Non-Public Information (“MNPI”). Examples of MNPI include: material information about financial performance, new products or services, new or potential clients, proposed acquisitions, joint ventures or disposition, changes in key personal or regulatory investigations. MNPI is information that is not available to the public, and if disclosed may have a significant impact on the market price of a public company (a company that is listed on a stock exchange).

Suppliers are prohibited from disclosing MNPI, using it to buy or sell securities (also known as “insider trading”), or sharing it with others (also known as “tipping”). If you are unsure if information is MNPI, please speak with our Legal Department. Insider trading is not only a violation of our Code, it is illegal.

6. Contact Information

-) Legal and General Counsel: legal@realmatters.com
-) Compliance: compliance@realmatters.com
-) Security: security@realmatters.com
-) Investor Relations and Corporate Communications: ir@realmatters.com
-) Third-Party Ethics Helpline: www.lighthouse-services.com/realmatters or 844-420-0055.