

# BMO's Supplier Code of Conduct

## Doing what's right

At BMO, our reputation is one of our most valuable assets and protecting it is a shared responsibility. We hold ourselves and those we work with to high standards, always considering the impact of our decisions. Our commitment to ethical conduct and doing the right thing is rooted in our core values:



**INTEGRITY**



**EMPATHY**



**INCLUSION**



**RESPONSIBILITY**

The **Supplier Code of Conduct** sets out the principles we expect our suppliers, vendors, contractors, and service providers, along with their owners, officers, directors, employees, representatives, consultants, affiliates, contractors, and subcontractors (collectively, "Suppliers") to uphold. These standards reflect our expectations for integrity, fair dealing, and sustainable practices.

By partnering with Suppliers who share these commitments, we aim to:

- Build strong, mutually beneficial long-term relationships; and
- Protect and enhance the reputations of both BMO and our Suppliers.

### Complying with this Supplier Code

We expect our Suppliers to be aware of, understand, and comply with the principles of this Supplier Code of Conduct ("Supplier Code"). These principles are incorporated into our contractual arrangements. If a supplier fails to comply with this Supplier Code or breaches our contractual arrangement, it will be grounds for termination of a supplier's relationship with us. We will contact law enforcement if laws are broken. We expect Suppliers to respond to requests for information to confirm compliance. BMO reserves the right to monitor, audit, and require remediation of supplier practices.



## Speak Up!

Suppliers must promptly report potential misconduct involving BMO and potential violations of the Supplier Code to their BMO Supplier Manager or use BMO's Speak Up! whistleblower reporting service (**Speak Up! Service**), for secure, confidential, and anonymous reporting 24 hours a day, 7 days a week, in multiple languages. BMO's Ethics Office ensures that all concerns raised through the Speak Up! Service are appropriately actioned. We have zero tolerance for retaliation against anyone who speaks up to report potential violations. We also expect our Suppliers to have confidential channels for their employees to raise concerns and to never engage in retaliation against anyone from reporting potential violations.

### BMO's Speak Up! Service



**Canada/USA:** 1-844-783-9209

**International or collect:** 1-647-426-7281\*



Visit [BMO's Speak Up! Service](#) to submit a report.

\*For international toll free, see [Whistleblower Hotline page](#).

## Responsible business practices

### Compliance with laws and regulations

Suppliers must comply with the applicable laws and regulations in the jurisdictions where they operate. This includes not making any express or implicit agreements that violate the letter and spirit of those laws and regulations. As BMO is a regulated financial institution, Suppliers must also comply with our Anti-Money Laundering controls and Economic Sanction obligations.

### Conflicts of interest

Suppliers must be alert to situations that could create a conflict of interest and use good judgment to avoid them. A conflict of interest can happen when personal or business interests interfere with a Supplier's ability to act fairly and in BMO's best interest.

Suppliers must promptly notify their BMO Supplier Manager about any actual, potential, or perceived conflicts of interest related to their engagement with BMO. This includes situations where a Supplier's personal or business interests could:

- affect their ability to make objective decisions.
- give them, or their affiliated parties an unfair advantage.
- harm BMO's reputation; or
- impact how they carry out their responsibilities for BMO.

Suppliers must not use their relationship with BMO to gain any improper benefit, influence, or special treatment in their personal dealings with the bank.

### Subcontracting and Outsourcing

Suppliers must not subcontract or outsource services that impact the delivery of goods or services to BMO without prior written approval. Suppliers must conduct reasonable due diligence on their suppliers and maintain oversight of subcontracting arrangements to ensure compliance with their contractual arrangements and this Supplier Code.

### Business Continuity and Disaster Recovery

Suppliers are expected to maintain and regularly test business continuity and disaster recovery plans to ensure compliance with applicable regulatory and contractual requirements.



### Anti-Bribery and Anti-Corruption

Suppliers must never engage in any conduct that would put BMO at risk of violating Anti-Bribery and Anti-Corruption laws, including:



**Bribery:** providing any item of value (such as a gift, charitable donation, entertainment, favour, or cash) with the intention of influencing a business decision, securing an improper business advantage, obtaining or retaining business or favourable business treatment, or creating a sense of obligation.



**Facilitating payments:** providing anything of value, including money, to expedite a routine or necessary government service (for example, processing permits).



**Prohibited gifts and entertainment:** offering or receiving gifts or entertainment that are extravagant, excessive, or frequent; offering or receiving cash or cash equivalents (such as pre-paid credit cards, vouchers redeemable for cash, cheques, loans, securities, jewelry, time shares, lottery tickets); offering or receiving gifts or entertainment during an active procurement initiative. Gifts and entertainment must comply with BMO's policies and jurisdictional limits. If a Supplier is unsure whether a gift or entertainment complies with BMO policies, they should consult their Supplier Manager.

Corruption can occur within a Supplier's or BMO's supply chain. BMO expects Suppliers to promptly report any potentially corrupt practices to their BMO Supplier Manager, [ethics@bmo.com](mailto:ethics@bmo.com) or through the [Speak Up! Service](#).

### Sustainable practices

We trust our Suppliers to understand and manage environmental and social risks. These risks include the threat of adverse impacts on climate and the natural environment, including climate change, pollution and waste, energy, water and other resource usage, biodiversity and land use, as well as risks to labour and human rights, including human trafficking, forced labour, child labour, community health, safety and security, Indigenous Peoples rights, cultural heritage and land acquisition and involuntary settlement.

We follow regulatory and risk management guidance to measure and manage greenhouse gas (“GHG”) emissions from our operations, including our supply chain. BMO requires Suppliers to disclose and report their Scope 1 and 2 GHG emissions in accordance with applicable regulations. Upon request, suppliers must provide detailed emissions data to BMO.

### Responsible treatment of workers

#### Human rights and employment practices

Suppliers must follow applicable human rights and employment laws, including those pertaining to employment standards, labour (for example, those pertaining to wages and hours of work, or the right to join a union), non-discrimination, workplace health and safety, forced labour, human trafficking, and child labour. In addition, Suppliers must provide fair and competitive wages and benefits that meet or exceed applicable legal requirements. In jurisdictions where employment standards and laws do not address these topics, Suppliers must adopt policies or codes of conduct that consider the United Nations Guiding Principles (as endorsed by the UN Human Rights Council) and convey these expectations to their own suppliers and subcontractors.

Consistent with [BMO’s Statement Against Modern Slavery and Human Trafficking](#), Suppliers must not tolerate slavery, servitude, forced or compulsory labour, human trafficking or child labour (“modern slavery”) in their business or supply chain. To support transparency, monitoring and regulations regarding child and forced labour on a global scale, Suppliers must report to their BMO Supplier Manager, when requested, in respect of all locations in which they or their subcontractors operate (including locations outside of North America). Should Suppliers become aware of any violations of modern slavery in their operations, Suppliers shall notify their BMO Supplier Manager. Suppliers are expected to respond to requests for information about their practices to address and manage risks of modern slavery in their operations and in their supply chain. Suppliers must not tolerate any form of harassment in their workplaces.



#### Inclusion

Suppliers must comply with laws that prohibit discrimination based on gender, race, ethnicity, sexual orientation, age, disability, or any other legally protected status. This includes a commitment to providing products, services and workplaces that are accessible to persons with disabilities.

#### Workplace safety, security, and health

A safe work environment affects all of us and that is why Suppliers and their workers must adhere to safety laws and regulations and use equipment properly. When accidents occur on BMO’s premises or while performing work for BMO, they must be reported immediately to **BMO’s Physical Security Contact Centre at 1-800-268-9373**.

## Responsible use of information, systems, and other assets

### Protecting BMO information and assets

Suppliers must protect and treat BMO's confidential information as agreed to with us. This includes intellectual property, personal employee or customer information, and any data generated or created on BMO's behalf. Suppliers are responsible for protecting BMO's property as well as assets that belong to our clients in accordance with applicable laws, industry practices, and contract terms. Suppliers may use BMO assets (e.g. customer information, systems, equipment, materials, or premises) only for their authorized purpose. Any physical security event (e.g. break and enter/theft) involving a BMO physical asset must be reported immediately to **BMO's Physical Security Contact Centre at 1-800-268-9373**.

Suppliers must also promptly notify their BMO Supplier Manager if they become aware of any security incident, privacy incident or other event that impacts or is likely to impact confidentiality, integrity, or availability of BMO confidential information, including employee or customer personal information, or the systems or services provided by the Supplier to BMO.

### Responsible use of artificial intelligence

Suppliers must use artificial intelligence (AI) technologies responsibly, ethically, and in compliance with all applicable laws and regulations. This includes ensuring transparency, fairness, accountability, and human oversight in AI systems used in the delivery of goods or services to BMO. Suppliers must not use AI in ways that compromise data privacy, security, human rights, or other legal obligations. Where AI is used, Suppliers must be able to demonstrate how risks are identified, assessed, and mitigated, and how decisions made by AI systems are governed. Suppliers are expected to stay informed of and align with emerging best practices, legal standards, and regulatory requirements related to AI in the jurisdictions where they operate.

### Insider trading

While working with BMO, Suppliers may become aware of certain non-public "inside information" about BMO or other publicly traded companies. Suppliers must ensure that effective information barriers are in place to prevent buying, selling, or tipping information about securities based on inside information, in breach of securities laws.



### Let's connect

Additional information about BMO, including how to contact us, can be found online at [bmo.com](https://www.bmo.com). Suppliers can contact their Supplier Manager with any questions or concerns related to this Supplier Code. They can also contact BMO's Ethics Office through our confidential and anonymous [Speak Up! Service](#) or at [ethics@bmo.com](mailto:ethics@bmo.com).