



## EXACT SCIENCES CORPORATION

### VENDOR CODE OF CONDUCT

#### Scope and Purpose

Exact Sciences Corporation and its subsidiaries (“we”, “us”, “our”, or “Exact”) are committed to a policy of fair, honest and ethical business practices and conduct, including all principles outlined in our Code of Business Conduct and Ethics, and to full compliance with all applicable laws and government regulations wherever we operate including internationally.

This commitment extends to all vendors and suppliers, whom we hold to the same standards and principles by which we operate. This Vendor Code of Conduct applies to Exact suppliers, vendors, and contractors (each a “Vendor”) providing goods or services to Exact or for use with Exact’s operations.

#### General Rules

We expect each Vendor to fully conform with the laws, rules, and regulations (collectively, “laws”) of the countries and states where it operates, conform to the requirements of this Vendor Code of Conduct, and to communicate these requirements to its own suppliers, vendors and subcontractors. We expect Vendors to be able to demonstrate compliance with the Vendor Code of Conduct on request. Exact will consider a Vendor’s conformance with these requirements in making sourcing and procurement decisions.

#### Labor and Human Rights

Our social responsibility standards are drawn from industry codes of conduct, International Labor Organization Conventions, the Universal Declaration of Human Rights, and the United Nations Guiding Principles on Business and Human Rights.

##### *No Forced or Child Labor; Applicability of Human Rights and Labor Policy*

We expressly forbid Vendors from the use of all forms of forced labor, including involuntary prison labor, indentured labor, bonded labor, military labor, any form of slavery and any form of human trafficking. Forced labor includes transporting, harboring, recruiting, transferring, receiving or employing persons by means of threat, force, coercion, abduction or fraud for labor or services. All work must be voluntary and workers shall be free to terminate their employment at any time.

Vendors must conform to child labor laws in their respective jurisdictions and are prohibited from hiring or contracting individuals that are under 18 years of age for positions in which hazardous work is required in the production and fulfillment of Exact’s requested goods and services. To reflect Exact’s commitment to the protection of human rights, the standards and expectations expressed within our Human Rights and Labor Policy extend to all Vendors.

## *Labor Rights*

Each Vendor should comply with all applicable wages and benefits laws. We expect Vendors to comply with all applicable laws on abuse of employees. Each Vendor will not engage in any harsh or inhumane treatment, including but not limited to sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, or verbal abuse. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers. We expect Vendors to comply with all applicable laws on freedom of association and collective bargaining and without discrimination, intimidation or harassment as well as respect the right of workers to refrain from such activities. Workers and/or their representatives should be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, intimidation or harassment.

## *No Discrimination*

In its hiring and employment practices, each Vendor will not unlawfully discriminate based on race, religion, color, age, gender, sexual orientation, gender identification or expression, national origin, citizenship, marital status, disability, veteran status, or any other category or characteristic protected by applicable law.

## **Health and Safety**

Exact requires an active commitment to, and personal accountability for, safety and safety compliance from all Exact team members. Because safety is our most important priority, Exact expects its supplier, vendor and subcontractor representatives to adhere to all company health-and-safety requirements and applicable safety regulations and to provide assurances that international trade partners of our suppliers conform and adhere to these policies. Exact may engage the services or require our vendors to engage the services of a third-party inspection firm to ascertain that the vendor is in compliance with fair labor standards and safety.

## **Environment**

Exact is committed to operating its businesses and facilities and to producing its products in a manner that respects and protects human health and the environment. Exact requires that its operations are in compliance with all national, regional, and local regulations relating to the environment, such as those affecting air emissions, water purity and waste disposal. Compliance with legal requirements is only a minimum standard. All Vendors with responsibilities in any of these areas are expected to inform themselves of all standards applicable to their activities and to comply with such standards.

## **Intellectual Property**

We expect each Vendor to display the highest standards of respect, legal and ethical behavior with regard to the intellectual property rights of third parties, including Exact's. Vendors must ensure that the products sold to Exact do not violate the patent, trademark, copyright or any other proprietary rights of any third party. Use of Exact's name, trademark and any representations of our products or services are prohibited without Exact's written authorization.

## **Privacy and Confidential Information**

Each Vendor must comply with all applicable laws and regulations related to the collection, use, disclosure, destruction or otherwise processing of proprietary, confidential and personal information. Vendors must have documented, implemented, and maintained a written information security and privacy program containing the appropriate administrative, technical and organizational measures, procedures, and other safeguards, appropriate to the size and complexity of the Vendor's operations, the nature and scope of its activities, and the information involved, to protect proprietary, confidential and personal information against accidental or unlawful destruction or accidental loss, alteration, unauthorized disclosure or access, and against all other forms of unlawful use or processing, including, but not limited to, unnecessary collection or further usage or processing. Confidential or proprietary information about our company, products, customers, business partners, or other parties, which has been obtained through business contact with Exact, must not be misappropriated or used for personal advantage or for the benefit of third parties.

## **Ethics Requirements**

Each Vendor should strive to uphold the highest standards of ethics in its operations, including:

### *Business Integrity*

We expect each Vendor to uphold the highest standards of integrity in business interactions. All dealings should be transparently performed and accurately reflected on a Vendor's books and records. Each Vendor should have a zero-tolerance policy that prohibits all forms of bribery (covering promising, offering, giving, or accepting any bribes), corruption, extortion, fraud, and embezzlement, and strive to implement monitoring and enforcement procedures to ensure conformance with anti-corruption laws, including the laws against bribery and corruption of international trade partners. Exact does not tolerate corruption in any form, including giving, accepting, or authorizing bribes anywhere in the world. We do not tolerate bribes to government officials or commercial bribery and we require compliance with the Foreign Corrupt Practices Act (the "FCPA"). We expect all Vendor employees, contractors, agents, and other individuals acting on behalf of our Vendors to maintain the same standards.

### *Gifts*

Each Vendor will not give gifts of anything more than nominal value to any Exact employee working in procurement or supply chain management. Moreover, each Vendor will avoid gifts to any Exact employee when the circumstances create or appear to create a conflict of interest. For example, a Vendor shall not offer anything of value during a bid process or contract negotiation. Gifts offered or given at such times may appear as attempts to improperly influence Exact employees. Any gifts, meals, or entertainment must comply with applicable laws and must be consistent with local custom and practice. Cash and cash equivalents, such as gift cards, are never acceptable.

### *Training and Communication*

Each Vendor should strive to implement training and communication programs to educate its employees regarding the requirements of this Code and Vendor's own related policies. Each Vendor should strive to maintain a process for communicating clear and accurate information about its practices, policies, and expectations to its workers, next-tier supplier(s), and customers.

### *Reporting Questionable Conduct*

Each Vendor and its employees and representatives should report possible violations of this Vendor Code of Conduct or other questionable behavior. Report through Exact's Integrity Alertline website at [exactsciences.alertline.com](http://exactsciences.alertline.com) or by calling the Integrity Alertline at 1-800-93-ALERT (25378) in the United States or the following numbers outside of the United States:

COUNTRY	LINE TYPE	PHONE NUMBER
Brazil	OneConnect	0800 000 0543
France	OneConnect	0 800 90 20 73
Germany	OneConnect	0800 1818163
Hong Kong	OneConnect	800969482
Ireland	OneConnect	1800851343
Italy (includes San Marino, Vatican City)	OneConnect	800761655
Japan	OneConnect	0800-123-7510
Netherlands	OneConnect	0800 0227032
Sweden	OneConnect	020-043 98 63
Switzerland	OneConnect	0800 121 162
United Kingdom & Northern Ireland	OneConnect	0800 102 6496

### **Quality**

Exact expects Vendors to provide quality products and services. We believe quality is best optimized by ensuring that Vendors have appropriate quality assurance processes and controls. Each Vendor will strive to make supplier management a part of its quality system. We expect each Vendor to actively manage its suppliers, alert Exact if it becomes aware of any quality (or other) risks posed by a particular supplier, and collaborate with Exact to agree on how to mitigate and manage any such issues.

### **Assessments**

We expect each Vendor to periodically evaluate its operations and those of its subsidiaries, affiliates, and contractors to ensure compliance with this Vendor Code of Conduct. Each Vendor should allow Exact or an Exact agent to conduct an onsite assessment of any operations that are providing goods or services for Exact or for Exact's benefit. We expect each Vendor to commit to timely correct any deficiencies identified by an assessment, inspection, or review.

Adopted Effective October 20, 2022