



Cogent Supplier Code of Conduct

Cogent is strongly committed to conducting business in a manner that is ethical and that keeps in the forefront the best interests of our customers, employees, and stockholders. We also expect that our suppliers be ethical and honest, comply with all applicable laws and regulations, and avoid any appearance of impropriety or conflict of interest. Cogent suppliers are never authorized to commit, or direct others to commit, any illegal or unethical act. To assist our suppliers, Cogent has prepared this Supplier Code of Conduct to provide a clear statement on our expectations from our suppliers in all procurement dealings. As a Supplier, we encourage you to exceed these requirements wherever possible. Cogent may amend or add to this Code at any time and from time to time.

Applicability

As used in this Code, “Supplier” refers to any entity or person providing products, people or services to Cogent, and where applicable, the personnel of Supplier and its subcontractors and agents. Cogent expects Suppliers to comply with these guidelines and always exercise good judgment in applying them to their conduct as a Supplier.

In the event Cogent determines that Supplier has their own code of conduct that provides at least equivalent protections to those contained in the Code, Cogent will deem Supplier to be compliance with this Code.

This Code does not create additional obligations for Cogent or any new or additional rights in favor of Suppliers, Supplier personnel, or any third parties. It does not supersede any agreements between Cogent and our Suppliers.

Raising Concerns

Suppliers who wish to register concerns, including any act of conduct that is in violation of the Code, actual or suspected misconduct, illegal behavior should contact Cogent’s Chief Legal Officer or Audit Committee by email at compliance@kogentco.com or by mail: Cogent Compliance, 2450 N St., 4th Floor, NW, Washington, DC 20037. Suppliers shall ensure that a reasonable belief or basis exists for the concern and that any reports are made in good faith.

Cogent expects all Suppliers to provide reasonable assistance to any investigation by Cogent of a violation of this Code and to protect anyone who works for them, either as an employee or a contractor, from any form of retaliation for reporting suspected or actual violations.

Business Practices

Compliance with Laws

Suppliers shall comply all applicable laws and regulations in all jurisdictions in which they operate, including any and all sanctions programs or export/import restrictions. Suppliers shall also ensure that they have obtained all necessary regulatory approvals, including any licenses or permits, to conduct their business.

Prohibition on Bribery and Corruption

Suppliers may not, with respect to any government official, pay bribes, improperly influence or otherwise engage in corrupt practices to advance or retain any business advantage for Cogent. This includes directly or indirectly offering, promising to pay, or authorizing the payment or provision of money or anything of value to government officials, political parties, or candidates for political office for the purpose of influencing their acts or decisions. A Supplier acting on Cogent's behalf may not engage in any form of bribery, including commercial bribery. For the avoidance of doubt, when Suppliers team with Cogent in providing goods and services to government entities or otherwise deal with government officials in connection with Cogent matters, gifts or entertainment of any value, including gifts in the form of cash or cash equivalents, are not permitted. Suppliers are required to notify Cogent if any government or public official requests any such payments.

Suppliers may not offer a bribe, gift or kickback in any form to Cogent employees or members of their families or otherwise engage in unethical business practices to obtain or maintain Cogent's business. Suppliers are required to notify Cogent if any Cogent employee requests any such payments. Bribes and gifts include all forms of entertainment, travel and hospitalities, donations and sponsorships.

Suppliers must know and abide by the laws of the United States, including the Foreign Corrupt Practices Act, and the countries in which international operations are being conducted.

Conflicts of Interest

Supplier must report to Cogent in writing if any director or employee of Cogent or any of its affiliates and/or relatives of director or employee of Cogent or any of its affiliates are employees, partners, directors, or shareholders (other than publicly traded securities) of the Supplier. Relatives are defined to include spouses, parents, children, brothers or sisters, or spouse of child, brother or sister.

Whistleblower Protection

Suppliers shall ensure that their employees have a process where they can report workplace wrongdoings in confidential manner. Suppliers shall prohibit retaliation against workers who report misconduct in good faith, or refuse an instruction that would be a material breach of the Code.

Labor Rights and Working Conditions

Respect and Dignity

Suppliers shall treat all employees with respect and dignity and not to use corporal punishment, threats of violence, or other forms of physical coercion or harassment.

Non-discrimination

Suppliers shall not discriminate in their hiring, wage and benefits practices. Forms of discrimination may include gender, gender identity or expression, race, age, social or ethnic origin, religion, nationality, marital status, pregnancy, veteran status or disability. Cogent encourages Suppliers to use their best efforts to achieve a diverse work force.

Forced or Involuntary Labor

Suppliers shall not use forced or involuntary labor of any kind, whether bonded, imprisoned, or indentured, including debt servitude.

Child Labor

Suppliers shall not use child labor. Suppliers must implement hiring practices to accurately verify the age of all workers and workers' legal right to work prior to employment. Suppliers may not employ individuals under the lowest of (i) the age of 15, (ii) the age for completing compulsory education, or (iii) the legal minimum working age of the jurisdiction and/or country where the Supplier operates.

Freedom of Association

Cogent expects Suppliers to respect the legal rights of their employees to join or not to join worker organizations, including trade unions or similar external representative organizations, and to bargain collectively as permitted by law. Suppliers should strive for effective employee communication as a means of promoting positive employee relations.

Wages and Benefits

Suppliers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits.

Health and Safety

Supplier shall provide their employees with a safe and healthy workplace that is in compliance with all applicable laws and regulations. Suppliers should provide appropriate health and safety information and training to their employees. Suppliers are expected to follow all applicable health and safety laws and regulations and should have a program or mechanism(s) to enforce and monitor compliance with health and safety requirements. Such programs and/or mechanisms should include at least the following: (i) assurances that the Suppliers' workers are provided with a safe place to work and are qualified to perform their work functions safely; (ii) the ability to track occupational injuries and illness; and (iii) an emergency preparedness plan and response procedure.

Environment

Suppliers should operate in a manner that is protective of the environment. At a minimum, Suppliers shall comply with all applicable environmental laws and regulations, including those related to hazardous materials, contaminants in air, soil and water, the protection of natural resources and recycling.

Confidential Information

Cogent may execute a non-disclosure agreement with a Supplier before providing access to confidential information. Suppliers are required to protect Cogent's confidential information in accordance with that agreement; any disclosure of Cogent's confidential information is prohibited. This includes inadvertent disclosures, which means that Suppliers must not have discussions involving Cogent's confidential information in public areas where discussions could be easily intercepted or overheard. Suppliers may use Cogent's confidential information solely for the purposes for which it is provided under the agreement, and must not make independent use of Cogent's data.

If you are aware of material, non-public information relating to Cogent, its business, its customers or any other business partner, you must not buy or sell securities or engage in any other action to take advantage of that information, including passing that information on to others.

Data Privacy

Cogent expects Suppliers to comply with all data privacy and data protection laws and regulations when collecting or processing the personal information of Cogent employees or customers. All such personal information may only be processed in accordance with Cogent's instructions. Suppliers shall promptly notify Cogent in the event of any anticipated, suspected or actual breach or non-compliance with any laws or regulations or of any threat or security breach of Cogent's data or information.