



Supplier Standards of Conduct



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Cognizant's Supplier Standards of Conduct, or Supplier Standards, which align with our [Code of Ethics](#), apply to all our third-party representatives, suppliers, vendors, subcontractors and business development agents and their parent, subsidiary and affiliated entities, or collectively, Suppliers, including Suppliers engaged by Cognizant's subsidiaries and affiliates.

All Suppliers are responsible for ensuring that their employees, including temporary, migrant, student, contract and direct employees, performing services in relation to Cognizant's business are familiar, and comply, with these Supplier Standards. Cognizant expects its Suppliers to adopt similar standards within their own businesses and apply those standards to their next-tier suppliers (e.g., subcontractors).

The Supplier Standards are not intended to conflict with or modify any existing contractual terms between Cognizant and its Suppliers. The Standards are intended to offer guidance for Cognizant's Suppliers and, should a conflict arise, any existing contractual terms and conditions will take precedence.

We earn trust

The relationship between Cognizant and its direct and indirect affiliates and its Suppliers is an integral part of achieving and maintaining high performance in Cognizant's business. Cognizant is committed to working with reputable business partners who share our dedication to ethical business conduct and policies.

Suppliers are required to comply with all applicable laws, regulations and rules in the countries in which the Supplier is located or does business, including relevant international laws and regulations such as those related to business integrity, human rights, health and safety, privacy, trade and the environment.

We do the right thing, the right way

Suppliers must conduct business interactions and activities with integrity and must, without limitation:

- Conduct business in compliance with antitrust and fair competition laws that govern the

jurisdiction(s) in which they conduct business. Suppliers must avoid agreements and practices that have a restrictive effect on competition such as price fixing, market allocation or abuse of a dominant position.

- Cognizant is committed to conducting its business in an honest and ethical manner and has zero tolerance for corruption or any other activity that violates anticorruption laws in any place we conduct business. Suppliers are required to comply with all applicable anti-corruption laws, including the U.S. Foreign Corrupt Practices Act ("FCPA"), the U.K. Bribery Act 2010, the India Prevention of Corruption Act of 1988 and local anti-corruption laws, as well as applicable laws governing lobbying, gifts, donations, hiring and payments to public officials, political campaign contribution laws and other related regulations. In addition, Cognizant expects Suppliers to implement appropriate policies and procedures to ensure compliance with anti-corruption laws.
- Suppliers must not engage, directly or indirectly, in bribery or corruption. Suppliers must not promise, authorize, offer or pay, demand or accept, anything of value (including but not limited to gifts, travel, hospitality, charitable donations or employment) to or from any person in order to influence any act or decision for the purpose of obtaining or retaining business or any improper business advantage related to Cognizant or that would otherwise constitute a bribe, facilitation payment (small, unofficial cash payments to low level Government Officials to expedite routine government administrative actions), kickback, or other illegal payment or benefit. A Government Official includes anyone acting in an official capacity for or on behalf of:
 - a. Government;
 - b. Department, agency or instrumentality (any entity determined to be partially or wholly government/state controlled having regard to an entity's ownership, control, status and function) of such a government; and
 - c. Public international organizations.

- Implement sufficiently robust risk management procedures and internal controls to detect, prevent, deter and respond to all forms of financial crime, including tax evasion, facilitation of tax evasion, money laundering, fraud and the financing of terrorism
- Establish and implement a due diligence process with appropriate measures to ensure that its suppliers and subcontractors, in turn, also comply with the standards and rules set out in this document. To promote the implementation of this Supplier Standards of Conduct, we expect the supplier to take the following actions:
 - a. Risk Management:** Cognizant expects Suppliers to implement an appropriate and effective corporate due diligence management system relating to human rights and the environment, covering both their own organizations as well as those of their direct suppliers. This includes, but is not limited to, contractual agreements and supplier audits.
 - b. Further development and training:** Suppliers shall ensure that their employees receive appropriate training on human rights and environmental standards in accordance with the local laws in the jurisdictions where they operate or, upon request, in accordance with Cognizant's requirements.
 - c. Compliance with due diligence obligations:** Comply with the human rights and environmental due diligence obligations of the local laws in the jurisdictions in which they operate. Upon request, Suppliers shall provide Cognizant with information that is suitable for verifying Suppliers' compliance with human rights and environmental obligations under those local laws.
- Maintain accurate books and records, including receipts and expenses, related to Cognizant's business, and report all business information and comply with all applicable laws regarding their completion and accuracy. Suppliers shall make such books and records available for review by Cognizant, or by an independent party agreed upon by the Supplier and Cognizant, at Cognizant's reasonable request. Suppliers must create, retain and dispose of business records in compliance with all applicable legal and regulatory requirements.
- Be clear, transparent and truthful in providing information to Cognizant. Suppliers must not engage with Cognizant employees in any way that could cause a potential or actual conflict of interest, for example dealing with any Cognizant employee who has a close personal relationship with anyone that holds a financial interest in the Supplier, including their family members, intimate partners and close friends. Suppliers must not seek to take advantage through concealment, manipulation, abuse of confidential information, misrepresentation of facts or any other unfair dealing practice.
- Suppliers must not unlawfully use insider information relating to Cognizant for material gain or disclose insider information to unauthorized persons. Suppliers must not buy or sell Cognizant securities when in possession of information about Cognizant that is (a) not available to the investing public and (b) could influence an investor's decision to buy or sell the security.
- Suppliers must not engage subcontractors in performing work for Cognizant without prior notification. Cognizant generally prohibits Suppliers from using subcontractors in performing their work for Cognizant unless Cognizant gives prior written approval, and then only after the Supplier acknowledges that it has provided the subcontractor a copy of this document.

- Comply with applicable trade control laws and regulations of the countries and jurisdictions in which Cognizant operates worldwide (i.e., export controls, economic sanctions, import/customs and United States antiboycott laws). This includes, but is not limited to:
 - a. Complying with all applicable sanctions and export controls administered by the governments of the United States, India, the European Union, the United Kingdom, the United Nations and other equivalent body (governmental or otherwise). Sanctions laws include those imposing restrictions on Belarus, Cuba, Iran, North Korea, Russia, Myanmar, Syria and Venezuela, as well as the Russian proxy authorities in occupied territories of Ukraine, currently Donetsk, Luhansk, Kherson, and Zaporizhzhia and Crimea.
 - b. Not providing Cognizant with any controlled software, technology, technical data or information without in advance providing notice of such controls as necessary for Cognizant to maintain compliance with applicable laws.
 - c. Ensuring that Cognizant does not engage with any Specially Designated Nationals, or other denied parties, who are named on lists published by governmental authorities, including, for example, OFAC's Specially Designated Nationals list, HM Treasury Sanctions List and the EU Consolidated List of Financial Sanctions.
 - d. Not causing Cognizant to be in violation of US antiboycott laws.

We respect people and the environment

Labor and human rights

As expressed in Cognizant's [Human Rights Policy](#), Cognizant respects, considers, integrates and promotes internationally recognized human rights in accordance with principles outlined in the United Nations Declaration of Human Rights and the International Labor Organization's (ILO)

Declaration on Fundamental Principles and Rights at Work.

Cognizant expects its Suppliers to commit to these same principles concerning fundamental rights at work in the eight core conventions of the ILO's Declaration and conventions on working hours. In addition, we expect our Suppliers to respect, in particular, the rights of women, children, migrants and other vulnerable groups and individuals, in accordance with the ILO conventions and the Convention on the Rights of the Child. Cognizant also expects its suppliers to comply with the German Act on Corporate Due Diligence Obligations in Supply Chains, where applicable. Cognizant's standards on labor and human rights specifically include the following requirements:

- **Prohibition on Discrimination.** Suppliers must provide a workplace free from discrimination, harassment or any type of abuse. Suppliers must not discriminate against a person's legally protected characteristics, such as race, color, religion, gender identity, pregnancy, age, national origin, sexual orientation, marital status, disability status, veteran status or freedom of association, including political affiliations and union memberships, when making employment decisions, including recruiting, hiring, training, promotion, termination or providing other terms and conditions of employment. Suppliers should also promote diverse and inclusive workplace environments where everyone is treated with respect and where people are encouraged to embrace diverse backgrounds, cultures and thought. In addition, Suppliers should make reasonable efforts to engage underrepresented diverse businesses such as minority-owned, women-owned, disabled-owned, LGBTQ-owned and veteran-owned companies (where it is legal to classify suppliers in these groups) when making their own sourcing decisions. Please see [Cognizant's Global Harassment, Discrimination & Workplace Bullying Prevention Policy](#) and [Supplier Diversity Policy](#).

- Prohibition on Child Labor.** Cognizant strictly prohibits the use of child labor in any of the Supplier's operations. Suppliers must not employ workers younger than the greater of (a) 15 years of age, or 14 where the local law allows such exception consistent with International Labor Organization guidelines, or (b) the age for completing compulsory education, or (c) the minimum age established by law in the country of operations. In addition, Suppliers must comply with all legal requirements for authorized young workers (including students and interns), particularly those pertaining to hours of work, wages and working conditions.
 - Prohibition on Forced Labor.** All forms of forced or compulsory labor, such as prison labor, bonded labor or indentured labor, are forbidden in any operations. Forced overtime and human trafficking are also strictly prohibited. Additionally, Cognizant expects Suppliers to follow responsible recruitment practices to prevent forced labor and other forms of modern slavery. Suppliers and their agents and subagents shall not hold, destroy, conceal, confiscate or deny workers access to their identity or immigration documents. Cognizant leverages publicly available globally recognized slavery risk indices to assign country and purchase commodity-level risk to suppliers, which determine appropriate due diligence to perform on our supply chain.
 - Prohibition on Charging Workers for Employment:** Suppliers should not charge any recruitment or other related fees to workers for employment. If any such fees are found to have been charged by the Suppliers to workers, such fees shall be repaid to the workers immediately.
 - Commitment to Health and Safety.** Suppliers must provide clean, safe and healthy working conditions for all employees. Suppliers must comply with all applicable, legally mandated standards for workplace health and safety in the countries in which they operate, and Cognizant encourages Suppliers to implement industry best practices.
 - Fair Wages and Benefits.** Suppliers must pay workers according to any applicable minimum wage, as well as any legally
- mandated overtime premium for all hours worked. Suppliers also must ensure that any legally mandated benefits are being provided to their employees and that there are no illegal deductions for employee benefits. Workers must be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed. Suppliers shall also take steps to ensure equal pay for equal work and that remuneration for work of equal value is established without discrimination.
- Working Hours.** Working hours are not to exceed the maximum set by local law. Furthermore, a standard workweek should not exceed 48 hours or 60 hours, including overtime, except in emergency or unusual situations. All overtime must be voluntary and workers must be allowed at least one day off every seven days.
 - Freedom of Association and Collective Bargaining.** Suppliers must respect the right of all workers to form and join, or not join, a trade union of their choice (or equivalent worker bodies where the right to freedom of association and collective bargaining is restricted under law) and to bargain collectively. Suppliers will prohibit any form of intimidation, harassment, retaliation and violence against workers exercising these rights.
 - Private and Public Security Forces.** Where our suppliers employ security personnel, we expect them to respect all internationally recognized human rights and to ensure that personnel receive appropriate guidance and training. We will not tolerate unlawful behavior towards employees or third parties.
 - Prohibition of Unlawful Eviction.** The supplier shall not unlawfully evict or take land, forest, waters in the acquisition, development, or other use of land, forests, and waters, the use of which secures the livelihood of a person or persons.

- **Commitment to Responsible Sourcing.** Suppliers will be committed to sourcing goods and services for Cognizant in alignment with all the principles and standards laid out in Cognizant’s Supplier Standards of Conduct. Suppliers should give exceptional emphasis to sourcing with the same fundamental support of human rights, labor, health and safety, environment and ethics as set forth in these Supplier Standards. This commitment also applies to the responsible sourcing of minerals, including conflict minerals. Suppliers must take steps to determine if their products contain conflict minerals (including tin, tantalum, gold and tungsten) and, if so, implement supply chain processes to identify the sources of these minerals and support efforts to eradicate the use of conflict minerals, which directly or indirectly finance or benefit armed groups in the Democratic Republic of Congo or adjoining countries.

Environmental responsibility

Cognizant expects its Suppliers to align with internationally recognized principles to advance social and environmental responsibility.

- **Compliance with all Applicable Environmental Laws.** Suppliers must comply with all local environmental laws applicable to their operations in the countries in which they operate.

Cognizant also specifically expects suppliers to operate in alignment with the following conventions:

- a. Prohibition on the manufacture, use, and treatment of mercury and mercury-added products/components pursuant to the Minamata Convention on Mercury.
- b. Prohibition on the production, use of chemicals, and the handling, collection, storage, and disposal of waste in a manner that is not environmentally sound pursuant to the Stockholm Convention on Persistent Organic Pollutant.

- c. Prohibition on exports of hazardous and other waste and prohibition on the import of hazardous waste under specific circumstances pursuant to the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal.

- **Prohibition of causing any harmful soil change, water pollution, air pollution.** Suppliers must not cause any harmful soil change, water pollution, air pollution, harmful noise emission or excessive water consumption that significantly impairs the natural bases for the preservation and production of food; denies a person access to safe and clean drinking water; makes it difficult for a person to access sanitary facilities or destroys them; or harms the health of a person or persons.
- **Environmental Management.** Suppliers are expected to read and be familiar with Cognizant’s [Environment, Health and Safety \(EHS\) Policy](#).

Suppliers are expected to focus on continuous improvement of environmental performance, including in the areas of water, waste, chemicals and energy and emissions management. In particular, we expect Suppliers to begin their transition away from fossil fuel-based energy sources and set net zero greenhouse gas (GHG) emissions goals

Violations of human rights and environmental standards

- In the event of actual violations of human rights and environmental standards within their own businesses, Suppliers shall take appropriate remedial measures to prevent, end or minimize the violations as required under the local laws in the jurisdictions in which they operate. Cognizant is entitled, upon request, to actively participate in the joint development and implementation of an action plan to remedy any such violation.

- Suppliers shall inform Cognizant immediately upon becoming aware of any actual or potential violations of applicable human rights and environmental standards within their own businesses as well as the businesses of their upstream and downstream suppliers. Cognizant may conduct audits of Suppliers' operations and supply chain to ensure compliance with local laws in the jurisdictions in which they operate. Suppliers agree to provide access to all relevant documentation and cooperate fully with such audits.
- If Suppliers violate human rights and environmental standards and where such violations are classified as serious under the local laws in jurisdictions in which they operate, or if the Supplier fails to remedy violations of human rights and environmental standards within a period set by Cognizant, Cognizant may terminate its contract or the business relationships as a last resort.

We live up to our responsibilities

Data and Intellectual Property Responsibility

Suppliers will respect intellectual property rights, protect confidential information and comply with privacy rules and regulations. All Cognizant Suppliers must, without limitation:

- Protect and responsibly use the physical and intellectual assets of Cognizant, including intellectual property, tangible property, supplies, consumables and equipment, when authorized by Cognizant to use such assets.
- Respect and protect the intellectual property rights of all parties by using only information technology and software that has been legitimately acquired and licensed.
- Use software, hardware and content only in accordance with their associated licenses or terms of use.
- Use Cognizant-provided information technology and systems (including email) only for authorized Cognizant business-related purposes. Cognizant strictly prohibits Suppliers from using Cognizant-provided technology and systems to (1) create, access, store, print, solicit or send any material that is intimidating,

harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate, or (2) send any false, derogatory or malicious communications. Any solicitation of Cognizant employees using information gathered from Cognizant-provided technology or systems is prohibited.

- Consider all data stored or transmitted on Cognizant-owned or leased equipment to be the property of Cognizant. Cognizant may monitor all use of the corporate network and all systems (including email) and may access all data stored or transmitted using the Cognizant network.
- Comply with the intellectual property ownership rights of Cognizant and others, including but not limited to copyrights, patents, trademarks and trade secrets.
- Manage the transfer of technology and know-how in a manner that protects intellectual property rights.
- Comply with all privacy and data protection laws, rules and regulations in any jurisdiction applicable to Cognizant Suppliers as well as any applicable contractual terms between Cognizant and Cognizant Suppliers.
- Where required by applicable privacy and data protection laws, provide clear and accurate privacy notices when collecting or processing personal information.
- Honor privacy choices by using personal information only as contractually agreed to and as instructed by Cognizant representatives or Cognizant's customers.
- Ensure that data protection principles and best practices are embedded in products and services.
- Ensure necessary support to review the sensitive data discovery results and provide feedback on the correctness of sensitive data discovery.
- Ensure provision to configure role-based access control so that only the authorized persons have access to application modules.

Information security responsibility

We expect our Suppliers and their Third-Party suppliers or subcontractors to comply with contractually agreed Information Security & Privacy requirements throughout the contracted period. Suppliers must:

- Act in good faith to deliver Information Security & Privacy obligations in a timely manner, including but not limited to extending support to annual audits and risk assessments, ensuring Third-Party assessments and attestations are kept current (e.g., ISO 27001, SOC2 Type 2), meeting regulatory requirements at all times (e.g., GDPR, CCPA, PCI DSS, HIPAA), notifying Cognizant proactively of lapse in any of the aforementioned, and mitigating and cooperating with Cognizant in the resolution of any security incidents or breaches impacting Cognizant or its customers.
- Notify Cognizant:
 - a. Within contractually agreed upon timeframes of any security incident that impacts Cognizant or our customers at CSIRT@cognizant.com.
 - a. As soon as reasonably possible of any change in their security management or controls affecting the services or solutions provided to Cognizant.
- Adhere to and maintain security standards commensurate with industry recognized security frameworks (ISO/IEC 27001, SOC 2 Type 2, NIST CSF).
- Obtain approval from Cognizant's Corporate Security Third Party Risk Management team prior to performing any integration between the infrastructure of:
 - a. Cognizant and Suppliers,
 - b. Cognizant's Customers and Suppliers, or
 - c. between Cognizant, Cognizant's Customers & Suppliers.

Assets involved in integration must be updated with current patch levels and their configuration must be hardened and follow "least privilege policy."

- Mitigate, within contractually agreed upon turnaround times, any risks discovered through Cognizant's or any external accredited party's security assessments or audits.
- Provide appropriate physical and technical security measures to protect Cognizant's or its clients' data in Supplier's possession throughout the contracted period against unauthorized access, usage, destruction and modification.
- Terminate the integration of Supplier's IT platforms or those of its Third-Party suppliers with Cognizant's or our clients' IT platforms, delete relevant security credentials created in supplier systems at the time of contract termination or when the need for such integration ceases and provide written confirmation to Cognizant of such termination.
 - a. Upon termination as agreed in the Supplier's contract, any assets and/or confidential data must be returned or deleted. Evidence of secure disposal of data must be provided to the Cognizant Corporate Security Team upon request.

Business continuity responsibility

Cognizant expects Suppliers and their third-party suppliers or subcontractors to comply with contractually agreed-upon Business Continuity and Disaster Recovery requirements throughout the contracted period to ensure the continuation of services and to protect Cognizant's business interests. Here are some steps that can be taken to comply with these requirements:

- A Business Continuity Management (BCM) system which is implemented and executed sustainably, and Business Continuity Plans (BCPs) are compiled following international standards, such as ISO 22301.
- Documented continuity, resumption, and recovery measures in their BCPs for identified critical employees, infrastructure, suppliers, as well as IT applications and systems. Preventative measures are implemented as required.

- BCPs are regularly tested, reviewed, and updated. Upon request, suppliers shall also provide reports on the results of BCP tests and any incidents that have occurred.
- A defined training program on the Business Continuity Management System (BCMS) for employees to participate in regular training sessions to ensure they are well-versed and prepared for continuity protocols.
- Suppliers conduct an evaluation of the BCM systems of their suppliers that are critical to their own operations.
- In the event of an incident affecting the integrity or availability of BCP, Suppliers shall notify Cognizant in writing within 24 hours of becoming aware of such an incident. Suppliers shall provide regular updates on the status of remediation efforts.

Artificial Intelligence responsibility

We expect that Suppliers who provide services using Artificial Intelligence (AI) systems comply with applicable AI legislation (e.g. the EU AI Act) and to adhere to [Cognizant's Responsible AI Principles](#). This compliance should be supported by strong oversight and appropriate technical measures. Our suppliers' AI systems should be designed and developed in such a way that they achieve, in the light of their intended purpose, an appropriate level of accuracy, robustness, and reliability. Such systems should be:

- **Resilient.** AI systems that are resilient and can perform as required, with the ability to recover, under given circumstances.
- **Reliable and accurate.** AI systems that operate and produce outcomes, that perform to specification and are designed to address risks of hallucinations.
- **Robust.** AI systems that are robust and can maintain their level of performance under a variety of circumstances, including unexpected circumstances.
- **Supported by documentation (technical and use case).** Criteria and requirements for each stage of the AI system lifecycle and its intended use cases should be defined and documented, in line with applicable regulatory requirements.

Compliance with the supplier standards of conduct

These Supplier Standards are incorporated into the Agreement between Suppliers and Cognizant by reference. Compliance with these Supplier Standards is mandatory. At the same time, should these Standards conflict with the terms of any Agreement, any existing contractual terms and conditions will take precedence.

Cognizant reserves the right to monitor and audit each Supplier's compliance with the Supplier Standards including, but not limited to, conducting on-site audits of our Suppliers' premises, IT systems and infrastructure. Suppliers should maintain all documentation necessary to demonstrate compliance with the Supplier Standards and cooperate with Cognizant associates or third-party monitoring firms in connection with such inspections, or other Cognizant-initiated fact-finding inquiries related to Supplier's work for Cognizant.

Failure to comply with these Supplier Standards may lead to consequences up to and including termination as a Supplier to Cognizant.

Reporting of violations

Suppliers, and their employees and supply chains, are obliged to inform Cognizant immediately if they suspect or become aware of any unethical conduct, actual or potential violation of the Supplier Standards or of any applicable law, regulation or rule. Reports can be made to your business sponsor and/or the Cognizant Ethics & Compliance Helpline, anonymously where legally permissible, which is staffed by a third-party provider and available by phone or online. Cognizant does not retaliate against anyone for submitting in good faith a report of suspected or known misconduct, nor does Cognizant tolerate others retaliating.

- To access the Ethics & Compliance Helpline via the internet, go to <http://www.cognizant.com/compliance-helpline> and follow the instructions for submitting a report.
- To make a report by telephone, dial the number specific to your country and follow the prompts.
 - a. U.S. and Canada: 1-866-824-4897
 - b. India: AT&T Direct Access Code 000-117 followed by 866-824-4897
 - c. UK: AT&T Direct Access Code 0-800-89-0011 (or 0-500-89-0011) followed by 866-824-4897.
 - d. All other locations: Country access code + 866-824-4897

Whom should I contact with questions?

If any part of the Supplier Standards is unclear, please reach out to your business sponsor or contact us using the Ethics & Compliance Helpline above.



Cognizant (Nasdaq-100: CTSH) engineers modern businesses. We help our clients modernize technology, reimagine processes and transform experiences so they can stay ahead in our fast-changing world. Together, we're improving everyday life. See how at www.cognizant.com or [@Cognizant](https://twitter.com/Cognizant).

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