



**TRITON INTERNATIONAL LIMITED**  
**VENDOR CODE OF CONDUCT**

## I. Overview

Triton International Limited and its subsidiaries (“Triton,” “we,” “us” or “our”) are committed to conducting business in an ethical and honest manner, and in compliance with all applicable laws and regulations. This Vendor Code of Conduct (“Vendor Code”) is designed to promote honest, ethical and lawful conduct by any company, entity or person that sells goods and/or services to Triton, including the employees, representatives, agents and subcontractors thereof, such as equipment manufacturers, depots, suppliers, service providers and equipment inspection companies (collectively “Vendors”).

The Vendor Code is not only intended to help Vendors understand Triton’s minimum standards relating to ethical and lawful business practices, but compliance with the Vendor Code is a condition of doing business with us. The provisions of this Vendor Code are in addition to those specified in any agreement between a Vendor and Triton and in Triton’s [Code of Conduct](#) which sets forth Triton’s commitment to conducting business ethically and honestly.

## II. Compliance with Applicable Laws and Regulations

Vendors are expected to comply with all laws and regulations applicable to their business, including but not limited to those related to business conduct, anti-corruption and anti-bribery, labor, employment, health, safety, the environment, and data protection and information security. When the Vendor Code imposes additional expectations or higher standards than applicable law, Vendors should embrace the expectations in this Vendor Code. Vendors must also maintain and comply with licensing, registration and permit requirements as required and appropriate for their business.

### 1. Integrity, Ethics and Anti-Corruption

Triton has a zero-tolerance approach towards illegal activities, including bribery and corruption, money laundering, tax evasion and sanctions and export control violations and views the prevention of Triton being involved in, or facilitating, any illegal activities as integral to its business. Triton expects all Vendors and their agents to:

- Comply with all applicable anti-money laundering, anti-corruption and anti-bribery laws, and avoid all forms of corruption, including extortion, bribery, embezzlement, theft or other abuse of power to gain an unfair advantage.
- Refrain from making any payments directly or indirectly (in the form of checks, currency, expense reimbursements, gifts or other favors in any form) or promises of payments for the purpose of inducing an improper business advantage or favorable action by business partners, government officials or private individuals. This includes a prohibition on “facilitation” payments of any kind.
- Refrain from soliciting or accepting any bribes in any form. The foregoing prohibitions shall apply in all areas, irrespective of whether such activity may or may not violate local law.

- Refrain from entering into business relationships or transactions with Triton personnel in an individual capacity or in any way that could create the appearance of a conflict of interest or impropriety.
- Have adequate processes in place to identify and prevent conflicts of interest and disclose to Triton and avoid or appropriately manage any actual or potential conflicts of interest arising due to either personal or business relationships.
- Not knowingly facilitate a person committing to the fraudulent evasion of tax.
- Promptly apprise Triton in the event either they or any affiliated company (including parent companies) have been: (i) named or listed as the target of any economic, trade, or transactional sanctions imposed by any governmental agency; or (ii) otherwise banned or blocked pursuant to any laws that are enforced or administered by any governmental agency.
- Comply with all applicable trade restrictions and sanctions laws, and not knowingly employ or do business with anyone suspected of being connected with criminal or terrorist activities or who is the subject of applicable trade sanctions.

## 2. Gifts and Gratuities

Vendors shall conduct business in an ethical and legal manner, free from potential personal or private interests that may affect professional judgment or adversely impact the Company. Giving or accepting gifts or entertainment from people with whom the Vendor does business (or people who are trying to do business with the Vendor) in connection with work performed for the Company, must be refused. This includes donations of cash, gift cards, goods or services, entertainment or any other gift, which could reasonably cause the donor to expect to be favored as a supplier or provider, or otherwise influence the recipient to so favor the donor.

\* Specific Requirements Applicable to Equipment Inspection Vendors:

Vendors are not permitted to accept any additional compensation, in whatever form, in connection with services rendered to Triton, including but not limited to, extra survey costs, transportation costs, gas money or housing or hotel accommodations, whether temporary or permanent, from any third party. Any additional services performed by equipment inspection Vendors for an equipment manufacturer doing business with Triton must be disclosed in advance to and approved by Triton in writing. Vendors are not permitted to invoice equipment manufacturers for any services, equipment or work conducted on behalf of the Triton. All costs and charges must be invoiced by the Vendor directly to the Triton for payment.

Exceptions to the foregoing requirements are as follows:

- Accepting transportation provided by an equipment manufacturer to and from the factory on a daily basis for the purpose of performing surveys.
- Consuming meals in the cafeteria at a factory.

Triton employees are permitted to give and accept gifts of only a modest value and that are reasonable and appropriate under the circumstances.

Any uncertainty concerning appropriate or permissible conduct should be resolved by obtaining prior written approval from Triton.

### 3. Responsible Labor Practices

Triton respects and supports human rights and requires that workers are treated with dignity, respect and in accordance with applicable laws. Triton expects our Vendors to respect human rights and maintain processes to identify and prevent adverse human rights impacts that could arise from their or their suppliers' operations. Triton expects Vendors to:

- Provide a safe and secure workplace for employees, contractors, and representatives that complies with all applicable health and safety laws, regulations, and practices.
- Provide fair compensation, fair benefits, overtime pay, time off, breaks, leave, and holidays in the context of local market factors that, at a minimum, comply with applicable laws and regulations, including those pertaining to withholding taxes, minimum wage, labor relations, insurance, and health and occupational safety. Wage deductions will not be used as a disciplinary measure.
- Provide training as necessary to ensure personnel have the required skills and certifications to perform the assigned work.
- Adhere to age-related standards set by the International Labor Organization and not use child labor or any form of forced or involuntary labor.
- Provide a workplace free from discrimination and harassment, whether on the basis of gender, age, disability, ethnicity or cultural affiliation, sexual orientation, belief, educational background or any other basis prohibited by applicable law.
- Respect the legal right to freedom of association and collective bargaining, without fear of discrimination or reprisal.

### 4. Workplace Health & Safety

Vendors shall provide a safe and healthy working environment for their employees and comply with all applicable safety and health laws and regulations in the countries in which they operate that seeks to prevent injury and ill-health and at a minimum:

- Provide and maintain a clean, safe, and healthy working environment that complies with applicable laws, directives, and regulations, and minimizes occupational hazards. Working conditions should at a minimum include reasonable access to sanitary facilities, fire exits, potable water, and adequate lighting and ventilation, and any Vendor-provided residential spaces must be sanitary and safe.
- Implement procedures designed to prevent injury to workers, including providing adequate work training and personal protective equipment as appropriate and safeguards against infectious disease.
- Maintain reporting systems for workers to document health and safety hazards and incidents.
- Promptly inform Triton of any material health and safety incidents that occur in connection with work performed for Triton or its customers.

## 5. Environment, Social and Governance

Triton's Environmental, Social and Governance ("ESG") principles are embedded throughout its operations to ensure that its business model will be sustainable. As such, we expect our Vendors to:

- Have appropriate policies and programs in place to maintain good relationships with local communities and other stakeholders.
- Comply with all applicable environmental laws and regulations in the countries in which they operate, including having suitable plans for notifying local authorities in the case of accidental discharge or release of hazardous materials or any other environmental emergency, as appropriate.
- Work continuously towards minimizing and mitigating any adverse impacts over time.

## 6. Intellectual Property

Vendors will not appropriate or otherwise use any Triton equipment, goodwill, trademarks or other property in violation of Triton's intellectual property rights, or otherwise violate the patent, trademark, copyright or any other proprietary rights of any third party.

## 7. Confidentiality

Vendors may, throughout the course of the business relationship, become privy to non-public proprietary and confidential information concerning the businesses of the Company, or of its customers, including but not limited to trade secrets, technical, design or process data, improvements, inventions, models, manuals, know-how, financial data, pricing information, marketing plans, customer and supplier lists, private or sensitive personal information and intellectual property ("Confidential Information"), including information that they access, receive or process on behalf of Triton. Vendor agrees to maintain the confidentiality of Confidential Information acquired by reason of the business relationship and shall not disclose any such information to any third parties. Vendor shall moreover comply with all applicable privacy laws and regulations governing the protection, use and disclosure of Confidential Information, which may include private and sensitive personal information.

## 8. Data Protection and Information Security

The safeguarding of Triton Confidential Information and privacy is of paramount importance to Triton. Triton expects Vendors to:

- Comply with applicable laws and regulations, including those relating to data protection, privacy, security or the processing of personal data and information and not take any action that would prevent Triton from complying with its obligations thereunder.
- Provide services, where Vendors have access to Triton Confidential Information, in accordance with an industry recognized information security framework and information



security policy. Upon request, Vendors will provide a copy of their information security policy. Maintain appropriate administrative, technical, organization and physical safeguards to preserve and protect Triton Confidential Information.

- Vendors must notify Triton immediately of any privacy breaches, security breaches or loss of Triton Confidential Information.

#### 9. Business Continuity and Disaster Recovery

We expect our Vendors to have adequate business continuity and disaster recovery plans in place designed in accordance with industry standards to maintain continuity of services to a reasonable degree after the occurrence of an event that results in an interruption or suspension of services. Upon request by Triton, Vendors will disclose in reasonable detail and discuss the elements of their business continuity plans.

#### 10. Insider Trading

Information provided to Vendors by Triton may include material non-public information (“MNPI”) that is not available to the public and that could influence an investor’s decision to buy or sell securities. Our Vendors agree not to, and not permit their employees, contractors and agents who are in possession of Triton MNPI to (a) buy or sell any securities based on MNPI; or (b) recommend that any other person buy or sell any securities while in possession of MNPI.

If Vendors have any employees, contractors or agents located physically on-site at a Triton office, they may be subject to additional trading restrictions.

#### 11. Insurance

Vendors will maintain all required insurance coverage needed in connection with work performed for Triton. Vendors will provide documents to Triton as proof of insurance coverage upon request.

#### 12. No Publicity

Vendors will not use any Triton name, marks or other proprietary trademarks in any public or promotional materials without the prior written consent of Triton.

### **III. Compliance & Monitoring**

#### 1. Certification & Documentation

Vendors are required to acknowledge and commit to the responsible business principles of the Vendor Code. Vendors are expected to implement the principles and standards of this Vendor Code by developing and adhering to relevant policies, procedures and management systems appropriate for a company of their size and industry.



## 2. Monitoring; Right to Inspect

Vendors should self-monitor and self-assess their actions to ensure compliance with this Vendor Code. If requested, Vendors are expected to provide details and data about their performance on the topics included in this Vendor Code. Triton has the right to assess and monitor Vendor compliance through audits conducted by third parties and by Triton personnel. Triton may also use self-assessments and documentation reviews.

## 3. Enforcement

Vendors are responsible for the enforcement of and compliance with the Vendor Code, including distribution thereof to ensure employee awareness, knowledge and compliance at every level of their organization. If a Vendor is found to be in violation of the requirements of the Vendor Code, we will expect that Vendor to inform us immediately or as soon as is practicable and remedy any such violation in a timely and appropriate manner. In addition to Triton's rights and remedies under applicable contracts and laws, failure by a Vendor to comply with the Vendor Code may lead to review or termination of our business relationship, in appropriate cases.

## 4. Reporting

Please contact your Triton representative if you have any questions regarding the Code. Triton also maintains a Reporting Hotline for its employees, vendors, partners, and various other interested parties to anonymously report any concerns or raise any issues free of discrimination, retaliation or harassment pertaining to (i) accounting, auditing or other financial reporting irregularities; (ii) unethical business conduct (known circumstances that violate the standards set out in this Vendor Code, including safety or environmental concerns, conflicts of interest, theft and fraud); or (iii) suspected or known violations of applicable law. Triton's Ethics Hotline may be accessed by telephone (toll free) at: +855-657-8028 or by visiting: [www.tritoncontainer.ethicspoint.com](http://www.tritoncontainer.ethicspoint.com). Triton will investigate all reports in compliance with applicable laws or as it otherwise deems necessary.

## IV. Amendments

Triton reserves the right to modify this Vendor Code at any time.



## CERTIFICATION

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I have read and understand the Triton International Limited Vendor Code of Conduct. I acknowledge and agree to adhere to its guidelines.

Signature:

I have the authority to bind the company (in my capacity as owner, principal or authorized officer)

Name of Signatory:

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Title of Signatory:

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Company:

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Date:

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