

virtusa

Virtusa Supplier Code of Conduct

May 30, 2025

Document Revisions

No.	Ver. No.	Release Date	Prepared by	Reviewed by	Approved by	Reasons for New Release
1.	1.0	04-20-14	Z. Marcelline	Harshaa De Silva	Denver De Zylva (Director–Shared Services)	New policy published.
2.	1.1	04-21-16	Z. Marcelline	Harshaa De Silva	Denver De Zylva (Vice President–Shared Services)	Reviewed and revised.
3.	1.2	07-12-17	Z. Marcelline	Harshaa De Silva	Denver De Zylva (Vice President–Shared Services)	Reviewed and revised.
4.	1.3	10-11-17	Z. Marcelline	Harshaa De Silva	Denver De Zylva (Vice President–Shared Services)	Reviewed and revised.
5.	1.4	06-27-20	Z. Marcelline	Denver De Zylva (Senior Vice President–Shared Services)	Paul Tutun (Vice President–General Counsel and Assistant Secretary)	Reviewed and revised.
6	1.5	06-05-21	Z. Marcelline	Denver De Zylva (Senior Vice President–Shared Services)	Kiran Aidhi (Vice President–HR) Madhu K (Senior Vice President–IT) Paul Tutun (Executive Vice President–General Counsel and Assistant Secretary)	Reviewed and revised.
7	1.6	03-27-23	Z. Marcelline	Denver De Zylva (Senior Vice President–Shared Services)	Paul Tutun (Vice President–General Counsel and Assistant Secretary)	Reviewed and revised.
8	1.7	10-16-23	Z. Marcelline	Denver De Zylva (Senior Vice President–Shared Services) Paul Tutun (Vice President–General Counsel and Assistant Secretary)	ESG Committee	Reviewed and revised.



9	1.8	10-25-24	Kamil Ismail Aqeel Aarif	Denver De Zylva (Global Head of Sustainability and Facilities) Paul Tutun (Executive Vice President and General Counsel)	Sustainability Committee	Reviewed and revised.
10	1.9	05-30-25	Aqeel Aarif	Paul Tutun (Executive Vice President and General Counsel)	Denver De Zylva (Global Head of Sustainability and Facilities)	Annual review.





Virtusa Goods and/or Services Provider Requirements Guide

Virtusa Corporation is a global information technology services company with headquarters in Massachusetts and offices in North America, Europe, and Asia.

Virtusa's Engineering First philosophy anchored on our PIRL values—passion, innovation, respect, and leadership—has led us to adopt a purpose-driven approach to future-proof our businesses and supply chain, while ensuring transparency and holding ourselves accountable for our sustainability footprint.

We do so, by enabling all our stakeholders—customers, suppliers, investors, and teams—to have a purpose, with a passion for people and the planet.

Virtusa has policies governing sustainability, environment, health and safety, climate change, energy, water, waste, and corporate social responsibility. Our management systems are certified/aligned with the following standards:

- ISO 22301 Business Continuity Management System
- ISO 27001 Information Security Management System
- ISO 27701 Privacy Information Management System and General Data Protection Regulation (GDPR) (EU)
- ISO 14001 Environment Management System
- ISO 45001 Occupational Health and Safety Management System
- ISO 41001 Facilities Management System
- ISO 50001 Energy Management System
- Foreign Corrupt Practices Act of 1977
- Bribery Act 2010 (UK)

Virtusa conducts supplier evaluations both during the initial selection process and through continuous assessments to ensure responsible operations. In addition to meeting commercial and quality expectations, environmental stewardship and sustainability practices are key assessment criteria. Preferred suppliers are expected to demonstrate strong performance, align with and support Virtusa's sustainability goals and targets, and comply with our Supplier Code of Conduct. Achieving preferred supplier reflects a high level of commitment to sustainability.

Virtusa is an equal opportunity company and welcomes offers from suppliers regardless of race, gender, or ethnic group.

While Virtusa aims to minimize the burden placed on suppliers as part of evaluations, Virtusa may require inputs in a timely manner such as to respond to our supplier engagement surveys and accept site visits or audits. Failure to respond to the supplier engagement surveys may affect your supplier status.

This document is not a guarantee of engagement but sets forth our business objectives for your clarity. Our expectations from suppliers are as follows:





Business Ethics

Virtusa is committed to conducting its business in an honest and ethical manner and has zero tolerance for corruption or any other activity that violates anti-corruption laws in any place we conduct business. Our Ethics and Compliance program is enforced through our Code of Business Conduct and Ethics (“Code”) and anti-bribery and corruption policies. It sets out the ethical standards that govern our interactions with external parties including suppliers. All suppliers (and their employees and contractors) must comply with the Code, which is available on our website at www.virtusa.com/about/corporate-compliance.

All suppliers must adhere to Code, including the following:

- Understand and comply with all applicable laws.
- Compete ethically for our business and not give or accept bribes.
- Divulge all potential conflicts of interest prior to contract.
- Keep accurate financial records to support the audit of any Virtusa invoices.
- Comply with anti-money laundering and counter-terrorist financing laws wherever they do business, and do not engage in or assist any third parties with these crimes.
- Not offer gifts or entertainment that could secure any improper business advantage and be perceived as bribes.
- Not give or offer, directly or indirectly, anything of value such as money, shares, goods, or service to a third party (public or private sector), which could be regarded as influencing any business decision or for obtaining improper advantage in connection with our business.
- Have processes in place to ensure that resources and materials are ethically sourced and do not negatively impact human rights or the environment.
- Comply with all applicable anti-bribery and anti-corruption laws and regulations, including the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act 2010.
- Conduct business in compliance with applicable anti-trust or fair competition laws in all jurisdictions they do business in, including those related to information sharing with competitors as well as avoiding agreements and practices that restrict competition (i.e., price fixing, market allocation, and abuse of a dominant market position).
- Comply with all applicable international trade controls (export controls and economic sanctions laws and regulations).

Virtusa encourages a culture of transparency and encourage all to speak up about legal and ethical concerns. Suppliers must report suspected violations of these standards by any person including its own employees, contractors, sub-contractors, or suppliers) as outlined and enforced in our Code. Suppliers, their employees, and sub-contractors can report any concerns to their Virtusa point of contact or utilize one of the following reporting options:

- By e-mail using a web-based submission tool www.openboard.info/VRTU/
- To the Whistleblower Hotline at (US/Domestic) 1-844-403-4964 & (International) 402-999-0449

Any reported violation will be kept confidential to the maximum extent allowed under applicable laws. Such reports may be made anonymously by using the methods set forth above. Virtusa expressly forbids any retaliation against any employee or third party who, acting in good faith, reports suspected misconduct.



Human Rights and Labor

Virtusa is committed to respecting human and labor rights as set out in our **Human Rights Policy**, **Equal Employment Opportunity Policy**, and other labor policies. We expect our suppliers to maintain similar standards with regards to human and labor rights.

Suppliers should:

- Comply with all applicable laws and regulations in all our jurisdictions of operation.
- Respect human rights in accordance with the International Bill of Human Rights and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work to ensure they are not complicit in human rights abuses.
- Provide a written employment agreement containing terms and conditions of employment to all employees.
- Ensure that child labor is not used in any operations or in the supply chain, and at a minimum, adhere to ILO Convention No.138 on Minimum Age and Convention No. 182 on the Worst Forms of Child Labor. As such, suppliers should abide by the legally specified minimum age requirements for geography of operation, or in the absence of such laws, the ILO Minimum Age Convention No. 138.
- Ensure that all forms of forced, bonded, or indentured labor, slavery, or human trafficking are not used in any operations and in the supply chain.
 - Suppliers must confirm that their goods and services do not involve forced labor and acknowledge compliance with modern slavery laws such as the U.K. Modern Slavery Act 2015 and California Uyghur Forced Labor Prevention Act (UFLPA).
 - Virtusa reserves the right to conduct audits or request supporting documentation to verify compliance with human rights laws including the U.K. Modern Slavery Act 2015 and UFLPA.
- Provide a safe and healthy work environment for all employees and comply with all relevant health and safety laws and regulations, as applicable.
- Provide a workplace free from discrimination, harassment, or abuse with regards to race, color, religion, creed, national origin, ancestry, sex, age, qualified mental or physical disability, sexual orientation, genetic carrier status, veteran status, military service, any application for any military service and other areas protected by law.
- Comply with legal requirements related to wages and working hours.
- Provide adequate career management and training opportunities.
- Suppliers and their agents should not confiscate any identity or immigration documents, such as passports unless required by law.
- Not engage in or condone corporal punishment and actions that cause physical harm for any wrong committed be it of any quantum.
- Comply with all applicable rules and laws related to conflict minerals. i.e., minerals obtained from areas of conflict that affects its mining, such as tantalum, tin, tungsten, and gold (TG3).
- Ensure that business and supply chain operations do not adversely impact the human rights and environmental rights of local communities.
- Respect the rights of all workers to join or not join an association of their choice and to bargain or not bargain collectively in accordance with local laws.



Commercial and Quality Aspects

Virtusa expects that suppliers adhere to our commercial process.

Suppliers should:

- Review and abide by the terms of the PO, SLA, or MOU as the case may be in providing the goods or services.
- Be cost effective, consistent, and secure in your delivery.
- Maintain a high standard in the product or service provided.
- Comply with all applicable laws and regulations.
- Have specific Purchase Orders in advance with respect to deliveries.
- Deploy suitable tools and mechanisms to ensure optimization of delivery beyond manual systems and controls.

Information Security

We are committed to safeguarding the privacy of information shared with us by our clients, employees, contractors, and suppliers in line with the following policies: **Information Security Policy, Enterprise Data Privacy Policy, Website Privacy Policy, Global Workforce Privacy Notice, AI Security Policy and AI Usage Policy.**

We expect our suppliers to maintain similar standards with regards to information security and data privacy.

Suppliers should:

- Adhere to all information security requirements specified in **Virtusa Vendor Security Risk Management Policy.**
- Protect any information that Virtusa shares, handle such information in accordance with applicable legal and regulatory requirements, and implement appropriate measures to protect this information against loss, unauthorized access, and unauthorized use.
- Report any security incidents related to Virtusa directly to incidentreporting@virtusa.com.





Environmental Stewardship

Virtusa is committed to reducing the environmental impact of our business operations and services as set out in our **Environmental Responsibility Policy** and **Environment, Health, and Safety (EHS) Policy**, and by doing so, to support the transition to a low-carbon economy.

We expect our suppliers to maintain similar standards with regards to environmental stewardship.

Suppliers should:

- Comply with all applicable environmental laws, regulations, and standards.
- We have aligned our targets with the criteria of the Science Based Targets initiative (SBTi) by committing to reduce absolute Scope 1 and 2 GHG emissions 75% and Scope 3 GHG emissions 42% by 2030 and to reduce absolute Scope 1, 2 and 3 GHG emissions 90% by FY2040 from a FY2020 base year. We expect our suppliers to support these targets by:
 - Committing to set SBTi near-term and net-zero targets as soon as possible with near-term target years of FY2030 and net-zero targets of FY2040, respectively
 - Getting SBTi validation for near-term and net-zero targets
 - Having third-party validation of emissions
 - Disclosing to CDP and maintaining at least a rating of B
- Minimize the environmental impact when providing goods and services to Virtusa, such as by reducing emissions from fossil fuels and air pollution, reducing resource use, using sustainable materials and packaging, and where possible, providing end-of-life/buy back services.
- Minimize the environmental impact of goods and services provided to Virtusa, by reducing emissions and air pollution, reducing resource use, using sustainable materials and packaging, and where possible, providing end-of-life/buy back services.
- Have processes to manage and reduce waste.
- Track and continuously improve on environmental performance.
- Avoid polluting lakes, rivers, oceans, and other waterbodies.
- Respect and avoid negative impacts to nationally and internationally protected areas (such as UNESCO Heritage Sites, Biosphere reserves and Ramsar sites) or flora and fauna listed on the IUCN Red List of critically endangered species.
- Collaborate with Virtusa and other stakeholders on climate change mitigation, and where possible, engage in environmental advocacy.





Supply Chain Management

Virtusa is committed to minimizing environment, social and governance (ESG) risks in our supply chain. We expect our suppliers to maintain similar standards with regards to their supply chains. We actively seek the support of our suppliers to positively contribute to future proofing both our supply chain as well as their supply chain.

Suppliers should:

- Engage with Virtusa to improve the ESG impacts of products or services such as reducing their environmental footprint.
- Have appropriate due diligence processes, such as vendor audits, in place to identify and minimize negative impacts in supplier’s own supply chain.
- Share sustainability performance data and respond to Virtusa’s supplier engagement surveys.

Annual Assessment

To obtain better understand our supply chain, we request suppliers to share sustainability performance data and respond to Virtusa’s supplier engagement surveys. Selected suppliers will be required to:

- Complete an annual sustainability assessment to identify possible risks in our supply chain. As part of this assessment, suppliers will be evaluated on their Sustainability practices along with evidence of policies and practices. If a supplier fails to complete the assessment and meet the required assessment scores, suppliers should provide an improvement management plan to Virtusa.
- In cases where suppliers fail to meet our expectations set out in the Supplier Code of Conduct/sustainability assessment, we may decide to work with them to develop an improvement plan. If any issues are deemed sufficiently serious or cannot be resolved in a reasonable time frame, Virtusa may undertake a review of the terms of the contract, which could include triggering the right to terminate.





Compliance

Compliance with the supplier guidelines and all other relevant Virtusa standard policies made available on our supplier portal at www.virtusa.com/suppliers is mandatory for all procurement contracts or other instruments of Virtusa and its subsidiaries.

Failure to comply with these standards of conduct or with applicable laws would result in termination as a supplier to Virtusa and/or to disclose the matter to appropriate authorities, regulators and/or law enforcement bodies. If permitted by applicable law, Virtusa will inform the supplier of the matter and give the supplier a reasonable opportunity to respond, before Virtusa discloses the matter to the relevant authority, regulator, or law enforcement body.

Denver De Zylva
Global Head of Sustainability and Facilities
May 30, 2025

(Next date of review: May 30, 2026)

