

PAYCHEX THIRD PARTY CODE OF CONDUCT

PURPOSE

This Paychex Third Party Code of Conduct (“Code”) sets forth Paychex’ expectations for environmental, ethics, anti-corruption, human rights, diversity and inclusion, workplace safety and health, financial integrity, trade controls and non-retaliation policies and practices for Third Parties conducting business with Paychex. “Third Party” means any party with whom Paychex has some form of business relationship, excluding clients. Third Parties include, but are not limited to joint venture partners, consortium partners, contractors, consultants, suppliers, vendors, service providers, agents, intermediaries, distributors, or resellers. The Code is guided by the Universal Declaration of Human Rights and the International Labour Organization’s Fundamental Conventions. Paychex expects its Third Parties to conduct their operations in accordance with all applicable professional standards, legal requirements, the Paychex Code of Business Ethics and Conduct, and this Code.

Applicable terms in a Third Party’s contract with Paychex supersede any conflicting provisions of this Code.

SCOPE

Respect the Environment

Paychex seeks to engage Third Parties who are environmentally conscious and who strive to reduce the environmental impact of their products or services. Paychex Third Parties must comply with all applicable environmental laws and regulations; document and post safety practices to reduce the risk of injury, death or damage to property and the environment; take proactive measures to mitigate any environmental impacts of their operations; promote environmental responsibility; conduct supply chain audits for environmental management; and encourage the development of sustainable and environmentally friendly technologies.

Paychex considers environmental factors in the aspects and decisions of spend management throughout the sourcing, procurement and life cycle of products and services acquired by Paychex.

Ethical Business Practices

Paychex believes that appropriate anti-corruption, labor, and human rights practices are in the best interests of our clients, shareholders, employees, partners, and communities.

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Anti-Bribery & Anti-Corruption

To support anti-corruption regulations and ethics, Paychex Third Parties should not directly or indirectly provide or give money, gifts of more than nominal value, or other compensation benefiting Paychex or Paychex personnel in efforts to influence business decisions. Paychex Third Parties should not make payments or donations to political campaigns on behalf of Paychex or to gain favor or to influence Paychex business decisions, to benefit Paychex, or to increase the likelihood of working with Paychex. All Third Parties must comply with all applicable anti-corruption laws and regulations including but not limited to the U.S. Foreign Corrupt Practices Act.

Anti-money Laundering

Paychex Third Parties must comply fully with applicable anti-money laundering laws and regulations.

Insider Trading

Paychex Third Parties must comply with insider trading laws. Third Parties who have access to, or knowledge of, material nonpublic information from or about Paychex are prohibited from buying, selling, or otherwise trading in stock or other securities.

Conflict of Interest

Third Parties are expected to disclose any potential conflict of interest prior to initiating their relationship with Paychex, or as soon as a Third Party becomes aware of a conflict after initiating a relationship.

Privacy and Data Protection

Paychex Third Parties must comply with relevant laws and regulatory requirements regarding privacy and information security. Third Parties must have appropriate controls in place to safeguard all confidential information regarding Paychex and its clients, or others with whom Paychex may conduct business.

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Corporate Property

Third Parties may have access to Paychex property. They must use Paychex' property in a responsible manner, solely for authorized business purposes. Paychex property includes hardware, software, websites, e-mail, telecommunications, internet access, documents, supplies and intellectual property. Third Parties must return all of Paychex' property at the end of a project. Third Parties cannot use Paychex' name, trademark, or logos without Paychex' consent.

Human Rights

In respect of human rights, we expect our Third Parties to comply with Paychex' human rights and occupational health and safety policies; all applicable employment laws, including laws related to wages and hours and collective bargaining; ensure against the use of child or forced labor; promote freedom of association; and maintain policies and protections against workplace discrimination, violence, abuse, and harassment.

Reporting Requirements

Paychex expects its Third Parties to ensure that their representatives understand and comply with Paychex' Third Party Code of Conduct. Violations and suspected violations of this code should be reported to its primary Paychex contact, or to [Paychex Third Party Ethics & Compliance](mailto:thirdpartyethics@paychex.com) at thirdpartyethics@paychex.com.

Value Inclusion and Diversity

Paychex believes that a well-rounded combination of people and ideas fosters creativity and makes Paychex a stronger company. Paychex is committed to fostering an inclusive environment where we acknowledge, respect, and employ all dimensions of diversity. Paychex Third Parties are expected to value and incorporate diversity and inclusion policies and practices in operations and their supply chains.

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Supply Chain Audits

Paychex reserves the right to periodically review any Third Party's compliance with this Third Party Code of Conduct, including by conducting audits and other reviews of any environmental, supply chain, labor practices, and other business practices described in this Third Party Code, including site audits with reasonable notice to verify adherence to the standards set forth in this Code.

Workplace Safety and Health

Paychex emphasizes workplace safety and health and expects its Third Parties to incorporate health and safety management practices into all aspects of their business. Third Parties are expected to fully comply with all applicable safety and health laws, including in the areas of occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food, and housing. Third Parties should minimize employee and visitor exposure to potential safety hazards by appropriately identifying, assessing, and minimizing risk.

Financial Integrity

All Third-Party business dealings, structure, financial situation, and performance should be transparently performed and accurately reflected in their business books and records in accordance with applicable laws and regulations, as well as prevailing industry business practices. Paychex expects its Third Parties to have zero tolerance policies regarding corruption, misrepresentation, extortion, embezzlement, kickbacks, bribery, and any other type of corrupt actions to obtain or retain business or to obtain an unfair or improper advantage.

Conflict Minerals

All Third Parties are expected to ensure that products and goods supplied to Paychex do not contain metals or materials that are derived from minerals originating from conflict regions ("Conflict Minerals"). Conflict Minerals are minerals and their derivatives that directly or indirectly finance or benefit armed groups.

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Trade Controls

International trade control (“ITC”) laws and regulations and country-specific trade sanctions, affect international transactions involving goods, services, technology, and financial transactions. All Third Parties are expected to operate in full compliance with all applicable ITC laws and regulations.

Non-retaliation

Paychex is committed to providing a working environment that promotes ongoing and open communication in relation to ethics, compliance or other related matters and encourages reporting of violations or potential violations of any Paychex policy, professional standards, any applicable law or regulation, without fear of retaliation. Personnel of Third Parties shall not be subjected to harassment, intimidation, threats, coercion, discrimination, or any form of reprisal, because they have reported, in good faith, an ethics, compliance or related concerns; or assisted or participated in an ethics, compliance or related investigation or proceeding.

ADMINISTRATIVE AND GOVERNANCE

This Policy and all statements herein – including any recommended changes or updates – are (or, as applicable, must be) approved by relevant members of the Paychex Executive team who oversee implementation of this Policy. A Steering Committee – including the Vice President, Chief Legal & Ethics Officer, and Secretary – monitors compliance with this Policy and developments within the industry. They are also responsible for inspecting the overall governance of this Policy.

REVIEW SCHEDULE

Revised: September 2023

Next Review Date: September 2024