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		Issue No. 1	Issue Date 02-01-2023
Scope Worldwide	Effective Date 02-01-2023	Approved By James Bedore, EVP, General Counsel and Secretary	
		Organization Office of Risk Management	

POLICY PERSPECTIVE

NCR Corporation (“NCR” or the “Company”) is committed to establishing and maintaining a Third Party Risk Management Program (“TPRM Program”) to support the Company’s oversight of NCR’s suppliers and other third party partners. The Company recognizes that effective third party risk management is a core management practice and is integral to making decisions with sufficient information regarding applicable risks and opportunities.

This Third Party Risk Management Policy (this “Policy”) sets forth the duties of NCR’s risk management, procurement, and other key personnel required to effectively manage risks and opportunities related to third party engagement.

POLICY

The purpose of this Policy is to articulate NCR’s third party risk management philosophy and to define the key objectives of NCR’s TPRM Program. This Policy also sets forth roles and responsibilities that the Company utilizes to identify, assess, respond to, and monitor third party risks and opportunities that may impact achieving the Company’s strategic objectives.

Certain businesses within the Company may be subject to oversight from applicable regulatory bodies and may have requirements and assessment processes and/or criteria in addition to those defined in this Policy.

POLICY STATEMENTS

1. Objectives
 - 1.1. Establish a standard risk framework and supporting policies and processes to identify, assess, respond to, and monitor third party risks and opportunities
 - 1.2. Establish clear roles and responsibilities in support of the Company’s third party risk management activities
 - 1.3. Provide appropriate oversight of third party risks and opportunities and assess the impacts on the Company’s risk profiles and tolerances
 - 1.4. Provide appropriate communication and reporting of third party risks and opportunities including related response strategies and controls

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2. Roles and Responsibilities

- 2.1. The BoD Risk Committee (the “Risk Committee”) has primary oversight responsibility for the Company’s TPRM Program including, without limitation, the review of significant third party risks and opportunities and their associated response plans. The Risk Committee also oversees whether the Company’s third party risk management framework, policies and processes are appropriately established and maintained
- 2.2. The Office of Risk Management (“Risk Office”), led by NCR’s Chief Risk Officer (“CRO”), is the owner of the Company’s TPRM Program and is responsible for developing and overseeing the strategic direction and implementation of the program, including, without limitation:
 - 2.2.1. Developing and maintaining the Company’s TPRM Program risk framework, risk universe and applicable policies and procedures
 - 2.2.2. Executing regular assessments to identify risks and opportunities which may impact achieving the Company’s strategic objectives
 - 2.2.3. Assisting risk owners in the assessment of key risks and opportunities and associated response planning to optimize the Company’s risk versus reward profile
 - 2.2.4. Reporting and communication to the Risk Committee and the Company’s executives to ensure appropriate oversight and management responsibilities are achieved
- 2.3. The Procurement office, led by NCR’s Chief Procurement Officer (“CPO”), is the owner of the source-to-pay process (CFAP0815), including the responsibility to maintain the NCR approved third party registry. Procurement collaborates with the risk owners to ensure NCR third parties have completed all applicable risk reviews prior to inclusion in the approved third party registry, including:
 - 2.3.1. Performing the day-to-day tasks of the TPRM program such as supplier and partner onboarding screening and inherent risk assessment based on criteria defined within the TPRM Program risk framework
 - 2.3.2. Expanded supplier and partner due diligence, as applicable, based on results of the inherent risk assessment and in alignment with the TPRM Program risk framework
 - 2.3.3. Maintenance and execution of risk identification, assessment, response and monitoring activities in support of this Policy
 - 2.3.4. Continuous monitoring of third parties for adverse media, ownership changes, mergers and acquisitions, and other factors which may impact the entity’s assessed risk profile

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2.4. Risk owners define risk management activities to identify and manage key risks within their areas of responsibility:

2.4.1. Define supplier and partner due diligence criteria based on risk factors critical to the success of the Company in achieving its strategic objectives

2.4.2. Identification and effectiveness of risk management resources to support the Risk Office in the implementation of this Policy

2.5. Internal Audit acts as an additional and independent line of assurance to the Risk Office and supports the Company's TPRM Program including verification that specific risk response and control mechanisms are comprehensive and effective in managing the Company's third party risks.

3. Third Party Risk Management Framework

3.1. The TPRM Program is based on industry best practices and is designed to identify, assess, respond to, and monitor risks and opportunities across key risk domains, namely:

3.1.1. Compliance, including sanctions screening and anti-bribery/anti-corruption (ABAC) reviews

3.1.2. Responsible sourcing, including modern slavery and conflict minerals restrictions

3.1.3. Data privacy and security, including system access permissions and related controls

3.1.4. Financial risk, including credit and liquidity risk

3.1.5. Business continuity, including disaster preparedness and recovery capability.

3.2. The TPRM Program leverages a defined risk assessment process that utilizes standard commodity definitions, assessment steps, and rating criteria to provide a consistent method for analyzing and comparing NCR third party risk. The process includes the following major components:

3.2.1. First an Inherent Risk Assessment (IRA) is performed based on the third party's location and annual spend, the types of goods and/or services provided, the criticality of the goods and/or services to NCR operations, and the redundancy, if any, of alternate sourcing or partner options available to NCR

3.2.2. Based on the IRA, third party inherent risk is rated as higher, median, or lower risk. Third parties with higher or median inherent risk profiles are further reviewed via various enhanced Due Diligence (DD) questionnaires based on the risk framework described in 3.1 above

3.2.3. Subsequent to the DD process NCR works with our third parties to develop

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agreed upon remediation actions to establish a plan to reach an acceptable level of third party residual risk for each element of the risk framework

- 3.2.4. The third party's overall residual risk rating is determined to be equal to the highest individual residual risk area determined in the DD and remediation steps described above.
- 3.3. The TPRM Program incorporates regular periodic assessments for third parties post-onboarding based on the results of the prior onboarding or periodic assessment. Periodic assessments will occur based on the following schedule:
 - 3.3.1. For third parties identified as Higher risk, regular reviews will be performed annually
 - 3.3.2. For third parties identified as Median risk, regular reviews will be performed every two years
 - 3.3.3. For third parties identified as Lower risk, regular reviews will be performed every three years
 - 3.3.4. Note that certain significant changes to third party profile (e.g. significant annual spend increase, contract renewal, etc) will trigger an updated risk assessment irrespective of the schedule defined in 3.3 above.
4. Policy Review
 - 4.1. This Policy will be reviewed and updated, as applicable, at the direction of NCR's General Counsel or Chief Risk Officer.