

HENKELS & MCCOY®
Group

**CONNECTIONS FOR
GENERATIONS™**

Supplier & Subcontractor Code of Conduct





PERFORMANCE has built our business...®
“Is a statement of fact and a promise to the future.”

—Paul M. Henkels (1924-2009)

SUPPLIER AND SUBCONTRACTOR CODE OF CONDUCT

Employment Practices

We strive to treat all individuals fairly at Henkels & McCoy Group (HMG) companies, we do not discriminate, and we do not tolerate workplace harassment of any kind. We are committed to creating a workplace where everyone is treated in accordance with our core values, and our goal is to provide a safe work environment with a culture of respect and non-discrimination for all. Our suppliers and subcontractors are required to adhere to these standards and must comply with all applicable employment labor laws and regulations, including but not limited to:

- a. Equal Employment Opportunity and Non-Discrimination
- b. Wages and Benefits
- c. Forced or Compulsory Labor
- d. Freedom of Association
- e. Child Labor
- f. Human Rights
- g. Workplace Harassment
- h. Working Hours
- i. Payment of Wages
- j. Health and Safety
- k. Verification of Employment Eligibility
- l. Whistleblower Protection and Non-Retaliation

Drugs and Alcohol

We are committed to providing a safe and drug-free environment for all employees, suppliers, and subcontractors. The company maintains a zero tolerance policy for substance abuse.

All employees, suppliers, and subcontractors are expected to participate in post-accident testing. Random and other testing, including reasonable suspicion testing, is conducted as required by governmental agencies and as permitted by law.

Employees, suppliers, and subcontractors may not possess, buy, sell, or use illegal drugs. Under no circumstances may employees, suppliers, or subcontractors report to work, or conduct work for the company, while being impaired by legal or illegal substances.

Consuming alcoholic beverages on company property, including company vehicles, and company job sites is not permitted.

Diversity

At Henkels & McCoy Group (HMG) companies, we are committed to diversity in the workplace and to engaging diverse suppliers and subcontractors to assist us in performing the work on our projects. We are committed to maximizing opportunities for diverse and disadvantaged business enterprises and we search for suppliers and subcontractors that share our commitment and support our desire to maximize diverse participation.

Antitrust and Fair Competition Laws

Antitrust Laws refers to laws that are intended to protect against illegal business practices that limit competition or control prices. Our suppliers and subcontractors must avoid practices that restrain trade, fix prices, rig bids, or divide territories/markets. All suppliers and subcontractors are required to comply with all applicable local, state, and federal laws and regulations, including but not limited to:

- a. Antitrust and Fair Competition Laws
- b. Insider Trading Laws and Regulations
- c. Customs and Import/Export Laws
- d. Anticorruption Laws (including the US Foreign Corrupt Practices Act (FCPA), UK Anti-Bribery Act, and any other applicable foreign or US federal, state, or local laws that prohibit bribes, kickbacks and similar conduct)

Antitrust and Fair Competition Laws

At Henkels & McCoy Group (HMG) companies, decisions are made on the basis of what is best for the company, not based on personal interests. We conduct the company's business at arm's length and do not engage in activities that may conflict with, or appear to conflict with, the interest of the company. Our suppliers and subcontractors are expected to conduct business in a similar manner and shall not engage in any activities that may be a conflict of interest. Situations that may create a conflict of interest with our suppliers and subcontractors may include, but are not limited to:

- a. A supplier or subcontractor having a significant financial interest in another company working within the same industry as HMG
- b. A supplier or subcontractor having access to HMG company proprietary information while providing goods and services to companies that compete with HMG
- c. A supplier or subcontractor having family members working at a HMG company or a close personal relationship with someone working for a HMG company

Supplier and/or subcontractor representatives should immediately disclose any Business Relationships by submitting a completed Supplier/Subcontractor Business Relationship Disclosure Statement (copy attached) and disclose any actual or potential conflicts of interest to the Business Integrity Hotline.

Corruption and Bribery

Henkels & McCoy Group (HMG) companies pride ourselves in striving for and maintaining the highest level of integrity in everything we do. We do not tolerate corruption or bribery of any kind, whether direct or indirect, to obtain or retain business. Providing anything of value to gain an unfair advantage in business is not tolerated, and we expect the same from our suppliers and subcontractors. No employee, supplier, or subcontractor may ever request, accept, or receive anything of value in order to influence a business decision.

If foreign transactions are involved, activities must be compliant with the Foreign Corrupt Practices Act (FCPA) and laws in the jurisdiction where the business is being conducted.

Gifts and Entertainment

Building successful business relationships promotes affinity and goodwill with our customers, suppliers, and subcontractors. As a step in building these business relationships, the exchange of occasional meals, hospitality, gifts, or entertainment may occur; however HMG and its subsidiaries discourage amounts exceeding \$500.00 per person per year.

Keep in mind business entertainment should always be business appropriate, within the guidelines set forth above, and also in accordance with the guidelines established by the customer's, supplier's, or subcontractor's company policies.

"If I had observed anything since we started, it is this. A shovel won't shovel unless there is a person shoveling it. It's the people that count, and Henkels & McCoy has real people from the first."

—John B. Henkels Jr.



SUPPLIER AND SUBCONTRACTOR CODE OF CONDUCT

Environmental Protection

The Henkels & McCoy Group (HMG) companies are committed to protecting the environment. Being environmentally responsible is very important to the health and well-being of our employees and the communities in which we live and work. Our suppliers and subcontractors must comply with all laws, regulations, and environmental statutes related to the work being performed.

Violence

Violence in the workplace is never acceptable, and at Henkels & McCoy Group (HMG) companies we have a zero-tolerance policy for all workplace violence including:

- a. Threatening, intimidating, abusive, bullying, or violent behavior towards others
- b. Physical fighting, pushing, shoving, slapping, or punching
- c. Intentionally damaging the property of another employee, the company, a customer, or others

Firearms or weapons are not allowed on customer property for any reason. Firearms or weapons are not allowed on any company worksite, facility, or in any company-owned vehicle or personally-owned vehicle on company property while working. Compliance with this policy is required by all suppliers and subcontractors.

Business Information, Records and Assets

In the course of performing contracted work, suppliers and subcontractors may have access to confidential information about Henkels & McCoy Group (HMG) employees, customers, or other third parties. Suppliers and subcontractors have an ethical and legal obligation to preserve the privacy, confidentiality and security of such information and must limit the use of this information to appropriate business reasons and must comply with all applicable laws, regulations, and contractual obligations.

Suppliers and subcontractors must recognize and respect the individual intellectual property rights of Henkels & McCoy Group (HMG) and others. Suppliers and subcontractors are not permitted to use HMG's name, logo, trademarks, or printed materials without the express written consent of authorized HMG personnel.

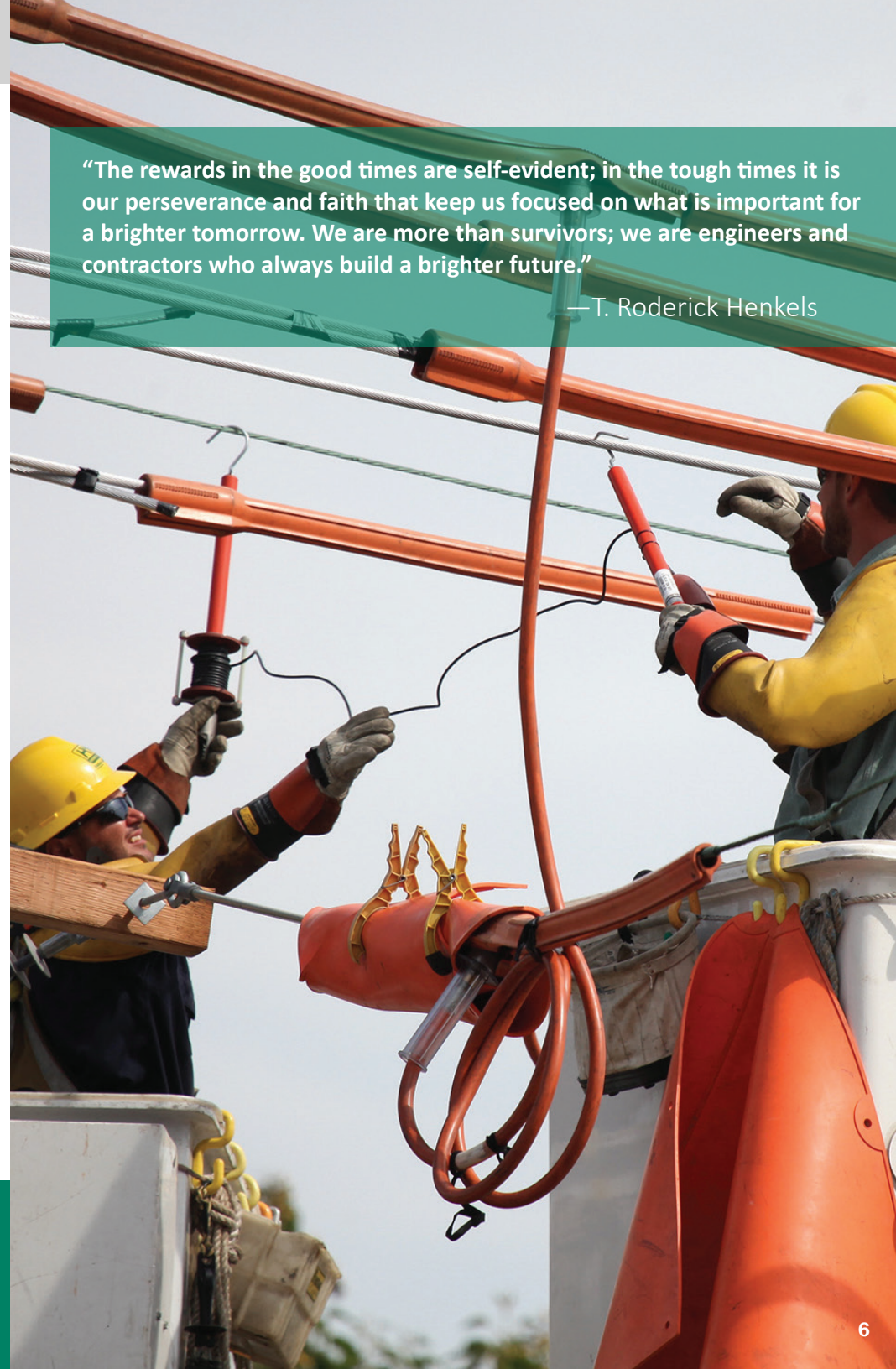
The creation, retention, and disposal of financial and operating records by suppliers and subcontractors must be done in compliance with all applicable laws, rules, regulations, and Henkels & McCoy Group (HMG) policies and procedures.

All supplier and subcontractor computers and computer systems that interact with Henkels & McCoy Group (HMG) computer network must contain the necessary security firewalls, and they must be free from any malware that could damage any HMG system. Suppliers and subcontractors must comply with all applicable HMG information security policies, procedures, and standards.

This Supplier and Subcontractor Code of Conduct is not a Contract. It does not confer rights on any supplier or subcontractor, nor does it impose obligations on any Henkels & McCoy Group company. In case of a conflict between this Supplier and Subcontractor Code of Conduct and your Contract, the terms of your Contract prevail.

"The rewards in the good times are self-evident; in the tough times it is our perseverance and faith that keep us focused on what is important for a brighter tomorrow. We are more than survivors; we are engineers and contractors who always build a brighter future."

—T. Roderick Henkels



Business Integrity Hotline

Since being founded in 1923, Henkels & McCoy Group (HMG) has built a reputation for integrity and performance that is reinforced by our values. In short, we commit ourselves to the highest ethical standards in all dealings with customers, employees, suppliers, subcontractors, and the public at large. This Supplier and Subcontractor Code of Conduct reflects our commitment to these standards in an ever more complex business and social environment. It is the responsibility of all, including suppliers and subcontractors, to hold themselves accountable to these principles.

The Business Integrity Hotline is a means by which each of us as employees, suppliers, subcontractors, and the public can anonymously report suspected unethical behavior. This may include suspected fraud, waste, abuse, theft, misconduct, or any violation of company policy, a law, or regulation. This 24/7 hotline is available to all employees, consultants, customers, vendors/suppliers, and the public. Employees, suppliers, subcontractors, and individuals submitting reports in good faith are protected from retaliation. The Business Integrity Hotline is hosted by a third-party provider, Lighthouse Services, to maintain independence and confidentiality.

How the Business Integrity Hotline Works

- 1. A supplier or subcontractor employee identifies a potential ethical issue. He/she determines that the issue must be reported, but wants to keep their anonymity, or doesn't feel the situation may be resolved through a manager.
- 2. The supplier/subcontractor employee calls the confidential Business Integrity Hotline and a Lighthouse Services Communication Specialist will go through a series of questions to completely identify the reason for the call. The person has a choice to remain anonymous; however, the employee may leave their name at their discretion.
- 3. Lighthouse Services will forward information to the company's Business Integrity Hotline Committee. All information received is handled with discretion, fairness, and objectivity.
- 4. HMG will evaluate the complaint and complete an investigation based on the issue. Corrective actions are taken as appropriate to resolve the matter and prevent reoccurrence of similar circumstances.

A. PURPOSE

For the purposes of this Disclosure Statement, the term "Conflict of Interest" means:

- (a) in relation to the procurement process, the supplier/subcontractor may have an unfair advantage or engages in conduct, directly or indirectly, that may give them an unfair advantage, including but not limited to (i) having access to confidential information, (ii) communicating with any person who can influence the procurement process, or (iii) engaging in conduct that could be seen to compromise the integrity of the procurement process; or
- (b) in relation to the performance of its contractual obligations contemplated in the contract that is the subject of this procurement, the supplier's/subcontractor's other commitments, relationships or financial interests could be seen to exercise an improper influence over the objective, unbiased and impartial exercise of its independent judgement.

B. PROCEDURE

Full disclosure of business relationships and all potential material conflicts of interest must be made as soon as reasonably practical.

- (a) The completed Disclosure Statement shall be submitted to H&MSS Procurement via email to supplychain@henkels.com or mail to Henkels & McCoy Shared Services, Attn: Procurement Dept., at 985 Jolly Road in Blue Bell, PA 19422 for confidential review and processing.
- (b) Upon receipt of the completed Disclosure Statement, a Henkels & McCoy Group (HMG) Rep-resentative may contact you if additional information is needed.

C. CONFLICT OF INTEREST – A Conflict of Interest exists when an employee's personal interests are inconsistent with (i.e. conflict with) the interests of the Company.

DEFINITIONS

- 1. Immediate Family Member – includes an employee's spouse, domestic partner, child or stepchild, parent, parent-in-law, sibling, and anyone sharing the employee's household (other than a tenant).
- 2. Relative - includes an employee's grandparents, spouse's grandparents, grandchildren, great-grand-children, stepsiblings, half-siblings, uncles, aunts, nephews, nieces, and cousins.
- 3. Financial Interest or Financial Involvement – may include transactions involving cash, securities, loans, forgiveness of debt, non-cash trades or benefits, or ownership interests.
- 4. Passive Investment – a purely financial involvement in an organization for which an employee performs no managerial functions, provides no advice, and has no ability to influence the policies, products, or business of the outside organization. Passive investments include ownership of shares in a public or private company, whether individually, in a 401k plan, or as an investment in a stock mutual fund or stock market index fund.
- 5. Substantial Interest – a financial investment that is more than 1% of the total outstanding class of securities/capital value of an entity or represents more than 5% of the personal net worth of the em-ployee, the employee's family members, or others with whom the employee has a close personal rela-tionship.
- 6. Senior HMG Officers – are HMG Principal Vice Presidents, Senior Vice Presidents, and Directors.

D. HENKELS & MCCOY GROUP EMPLOYEE INFORMATION (if applicable)

Name of Employee: _____

Position: _____

FORM 5823 Created 03/08/2018 – The Company reserves the right to change this Form in accordance with applicable Laws and/or Company Policies & Procedures.

- | | |
|--|---|
| <input type="checkbox"/> Henkels & McCoy, Inc. | <input type="checkbox"/> HMI Technical Solutions, LLC |
| <input type="checkbox"/> Henkels & McCoy Shared Services, Inc. | <input type="checkbox"/> HMI Communications, LLC |
| <input type="checkbox"/> HMI Services, Inc. | <input type="checkbox"/> HMI Utilities, LLC |
| <input type="checkbox"/> Henkels & McCoy Group, Inc. | |

E. SUPPLIER / SUBCONTRACTOR INFORMATION

Name of Supplier / Subcontractor: _____

Name of Employee: _____

Position: _____

Work Phone: _____

Work Email Address: _____

Work Address: _____

City, State, Zip Code: _____

F. DESCRIBE THE BUSINESS RELATIONSHIP OR POTENTIAL CONFLICT OF INTEREST

(attach additional sheet if necessary)

I hereby declare that the above details are correct to the best of my knowledge and I submit this Supplier / Subcontractor Business Relationship Disclosure Statement in good faith.

Signature of Supplier/Subcontractor Representative Name (Please Print)

Date

INTERNAL PROCESSING & APPROVALS

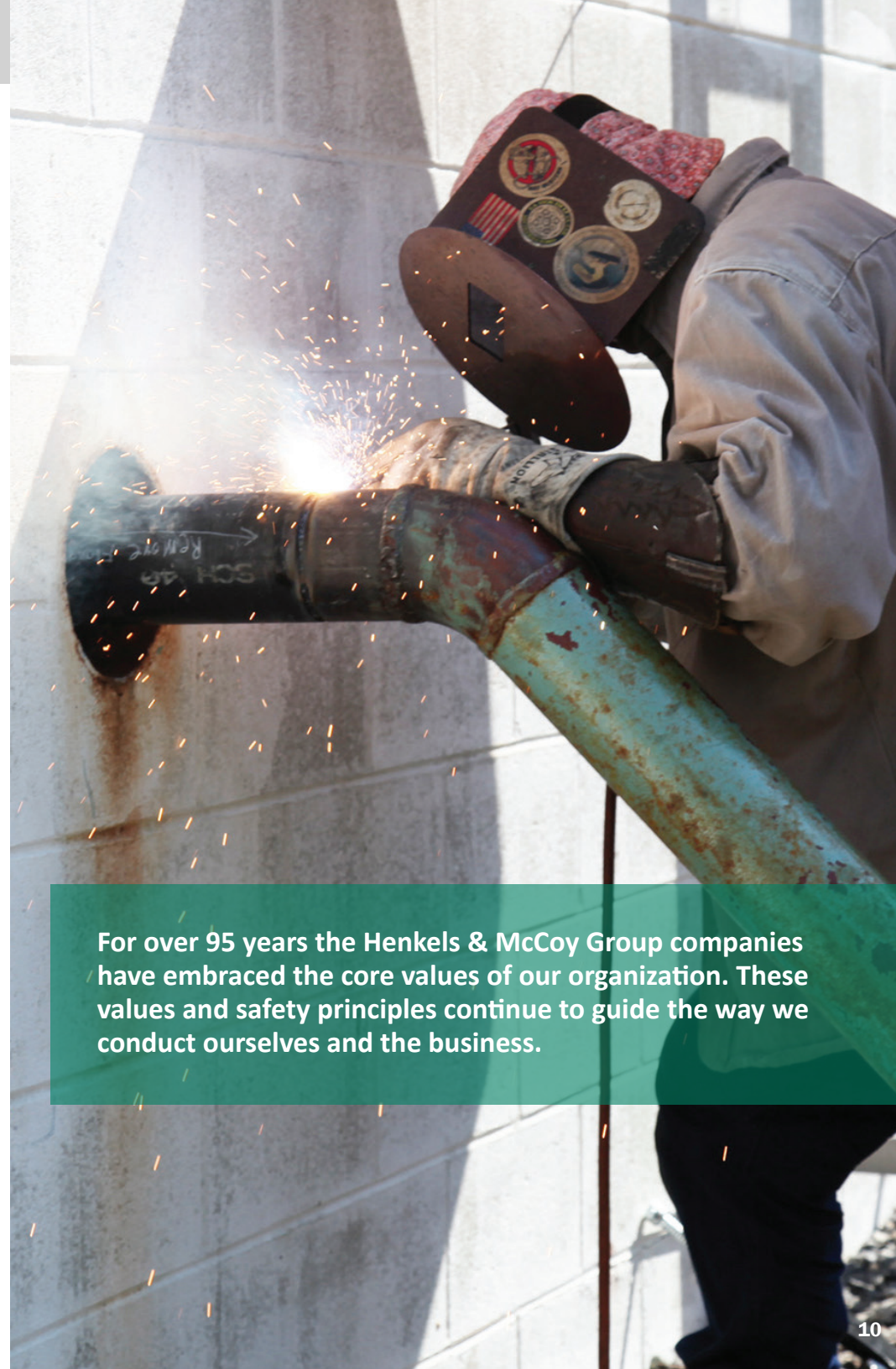
For H&MSS Use - REVIEWED BY:

Procurement Signature _____	Date _____	Finding _____
Internal Audit Signature _____	Date _____	Finding _____

APPROVAL SIGNATURE AND DATE (of appropriate legal entity Mgmt.)

HMG _____	HMI _____
H&MSS _____	HMITs _____
H&M _____	HMIC _____
H&M _____	

HMG General Counsel Signature _____ Date _____



For over 95 years the Henkels & McCoy Group companies have embraced the core values of our organization. These values and safety principles continue to guide the way we conduct ourselves and the business.

A&M

GROUP

