

## 1. INTRODUCTION

AU Solutions (“AU”) is committed to operate in an honest, ethical manner. We, along with our business partners, will operate in accordance with applicable laws and regulations, and guided by our values.

We expect our vendors and suppliers to adhere to high standards of conduct and behavior. Our vendor code of conduct (“Code”) is based on high standards.

The Code outlines our ethical expectations concerning labor practices, human rights, health and safety, environmental stewardship and business management. As a vendor/supplier, please know our standards and adhere to all applicable laws and regulations. Please ensure your own sub-contractors comply with all relevant regulations and laws.

Thank you for your support in these efforts. We deeply appreciate your partnership.

## 2. OVERVIEW

The Code reflects the commitment of AU to conduct business with unquestionable integrity and in compliance with all applicable laws, rules and regulations – and to partner with businesses that share our commitment. The Code applies to suppliers, vendors, contractors, licensees and agents (collectively “vendors”) that supply products and/or services to AU. This Code articulates our expectations. AU must comply with international, national and local laws and ordinances, as well as all lawful orders, rules, regulations, codes, standards and treaties.

## 3. LEGAL COMPLIANCE

Vendors must comply with all applicable laws and regulations in their country of operation. Vendors must not directly or indirectly give or receive improper business advantage by giving or receiving anything of value in exchange for preferential treatment. Vendors are expected to maintain strict compliance with all applicable laws, including – but not limited to – laws regarding:

- Anti-corruption and anti-bribery
- Political contributions and payments
- Data protection
- Import and export controls
- Trade and anti-trust

## 4. TRADE LAWS

Vendors are required to comply with all international, national and local laws and ordinances, as well as all lawful orders, rules, regulations, codes and treaties governing the import, export, re-export and transportation of goods and materials.

## 5. FAIR COMPETITION

AU believes in free and open competition and complies with the antitrust and competition laws in every country where we do business. Vendors shall not misrepresent the characteristics of AU products or services, act dishonestly, or engage in any other unfair or anticompetitive practices. Vendors should

avoid creating even the appearance of improper conduct. Vendors are required to comply with all applicable antitrust and competition laws and regulations.

**6. FRAUD**

AU will not tolerate any act that involves theft, fraud, falsification, embezzlement or misappropriation of any AU or customer asset. These dishonest acts are incompatible with AU's values, culture and commitment to integrity. Distributors shall not engage in any such misconduct.

**7. GIFTS, TRAVEL AND ENTERTAINMENT**

Providing gifts, travel, or entertainment can be appropriate under certain circumstances (i.e., gift baskets at Christmas), but it can also create the appearance of impropriety and/or violate the law. Vendors must never offer, give, request, or receive anything of value in exchange for an improper business benefit or to improperly influence an act or decision.

Gifts, travel and entertainment that give the appearance of impropriety or which are illegal, lavish, frequent, vulgar, and/or in exchange for an improper business advantage are strictly prohibited.

Vendors shall ensure that any gifts, travel or entertainment are permitted by all applicable laws and regulations, and that they are always modest, infrequent, reasonable, properly recorded and for a legitimate purpose.

**8. INSIDER INFORMATION**

Vendors should ensure that non-public information obtained in the course of its business relationship with AU is not used for any improper purpose.

**9. DATA PRIVACY, PROPRIETARY INFORMATION AND INTELLECTUAL PROPERTY**

Privacy, data and information security is of the highest importance to AU. Vendors shall keep personal information of AU customers and employees confidential and secure. Additionally, vendors shall be compliant with all applicable laws and regulations on the collection, transfer, processing and retention of personal information. Access to personal information should be restricted to those employees of the vendor designated as having a need to know that information for legitimate business or legal reasons.

AU proprietary data and information is disclosed in confidence and shall be and remain AU's sole property, and such items or any copies, articles or parts therefrom will not be furnished to others without AU's written consent. Vendors agree that:

- No rights or licenses are granted to vendors for any communicated AU proprietary data or information;
- Vendor will protect the confidentiality of AU's proprietary data and information in the same manner that it protects the confidentiality of its own similar confidential information, but in no event using less than a reasonable standard of care, and
- Vendor will abide by the non-disclosure provisions in any agreement with AU to protect the integrity and proprietary nature of AU confidential information.

## 10. HEALTH AND SAFETY

Vendors must provide a safe and healthy working environment for all employees that include appropriate controls, safety procedures, preventative maintenance, and protective equipment. All business practices must comply with all relevant local and national laws, codes and regulations. AU expects its vendors to continually look for ways to minimize waste in their operations and improve environmental, health and safety performance.

Vendors must ensure all workers are adequately qualified, equipped and trained to perform their work functions effectively and safely. Vendors must have clear procedures in place for tracking, reporting and addressing health and safety incidents. Vendors shall provide workers with appropriate, effective personal protective equipment (PPE) and instructions on its proper use.

Vendors should have procedures and plans in place for handling emergencies such as fires, spills and natural disasters.

## 11. ENVIRONMENTAL PROTECTION

Vendors should administer environmentally responsible business practices, including reducing waste and the use of hazardous substances, and minimizing adverse environmental impacts. Vendors must comply with applicable environmental laws and requirements and obtain and keep all required permits. Vendors shall responsibly dispose of or recycle hazardous substances. Like AU, they should take their environmental stewardship responsibilities seriously. Vendors shall effectively control harmful air emissions from their operations, including volatile chemicals, corrosives and particulates. Vendors shall prevent contamination of storm water runoff and limit excessive noise generation. To the extent possible, vendors should implement reuse and recycling programs.

## 12. LABOR AND HUMAN RIGHTS

All workers in vendor organizations deserve to work in a productive environment where they are treated fairly and respectfully.

**Child Labor:** Vendors must only employ workers who meet the applicable minimum legal age requirement. Vendors are expected to comply with all other applicable child labor laws.

**Forced Labor:** Vendors must not utilize or benefit in any way from forced or compulsory labor, nor utilize factories or contractors that force unpaid labor. Vendors must support and respect the protection of human rights and not willingly or knowingly assist in any violation of said rights.

**Wages and Hours:** Vendors should provide wages at least equal to the applicable legal minimum wage and any associated statutory benefits. If there is no legal minimum wage, vendors must ensure the wages are at least comparable to those at similar companies in the local area or prevailing industry norms. Working hours should reflect applicable legal norms and overtime hours should be paid at the legally mandated rate or at least at the same rate as regular hours worked if there is no mandated rate.

**Discrimination:** AU is committed to providing a respectful and fair environment for everyone. Hiring and employment decisions, including those relating to compensation, benefits, promotion, training and

development, discipline and termination, should be made solely on the basis of skill, ability and performance. Discrimination is not permitted on the basis of race, color, gender, age, religion, veteran status or any other status protected by law.

**Harassment:** Vendors should provide a workplace free from harassment and abuse, including sexual harassment, physical coercion or verbal abuse.

**Freedom of Association:** Suppliers should respect their employees' right to freedom of association, consistent with local laws and ensure that all employee relationships are of a voluntary nature.

**Human Trafficking and Slavery:** AU is vehemently opposed to slavery and human trafficking. Accordingly, AU is committed to complying with applicable laws prohibiting such exploitation. Vendors are expected to fully comply with all laws, rules and regulations in support of AU's efforts.

### **13. CONFLICT MINERALS**

AU seeks to avoid the use of conflict minerals that directly or indirectly finance or benefit illicit armed groups. When applicable, vendors must responsibly source materials in accordance with AU's efforts, applicable laws and reporting requirements.

### **14. CONFLICT OF INTEREST**

Vendors must avoid actual or apparent conflicts of interest and should make sound business decisions in the best interest of AU. A conflict of interest may arise whenever a vendor's private interests or personal activities or relationships interfere or appear to interfere with the duties performed at, or owed to, AU. If you discover that a personal activity, investment, interest or association could compromise – or appear to compromise – your objectivity or ability to make impartial decisions, disclose it immediately.

### **15. REPORTING IMPROPER BEHAVIOR**

Any vendor who believes that an AU employee, or anyone acting on our behalf, has engaged in illegal or otherwise improper or unethical behavior, should notify AU. A vendor's relationship with AU will not be affected by an honest report of potential misconduct.