

Supplier Code of Conduct

Phase Four expects its Suppliers to operate using the highest ethical and legal principles. Suppliers are responsible for ensuring that any employees, affiliates, distributors, subcontractors, agents, or other representatives of Supplier providing products or services to Phase Four or to Phase Four's customers on behalf of Phase Four read and comply with the Phase Four Supplier Code of Conduct.

- **CONFLICT OF INTEREST:** Suppliers are expected to avoid all conflicts of interest or situations giving the appearance of a potential conflict of interest. Suppliers are expected to provide notification to all affected parties if an actual or potential conflict of interest arises. This includes a conflict between the interests of Phase Four and personal interests or those of close relatives, friends or associates.
- **CHILD LABOR:** Suppliers will not directly or indirectly employ workers that are younger than the applicable required minimum age.
- **HUMAN TRAFFICKING AND FORCED LABOR:** Suppliers will not knowingly source materials from supply chains associated with human trafficking and will take reasonable efforts to ensure that their own suppliers comply with this requirement.
- **WAGES AND WORKING HOURS:** Suppliers must comply with all applicable wage and hour laws, including those relating to minimum wage, overtime hours, and other elements of compensation, and must provide all legally mandated benefits. Suppliers will not require employees to work more than the maximum number of hours permitted under applicable laws.
- **FREEDOM OF ASSOCIATION:** Suppliers must respect workers' rights to associate freely and in compliance with existing local laws and without intimidation, reprisal or harassment.
- **DISCRIMINATION:** Phase Four expects its suppliers to treat their employees with respect and dignity and to refrain from any unlawful harassment. To the extent prohibited by applicable law, Suppliers will not discriminate against any person because of their race, color, sex, religion, national origin, age, disability, sexual orientation, gender identity, genetic information, veteran status, or any other basis.
- **ENVIRONMENTAL, HEALTH AND SAFETY LAWS:** Suppliers must comply with all applicable environmental, health and safety laws and regulations and must provide workers with a safe and healthy work environment. Suppliers must strive to reduce their negative impact on the environment through the conservation of natural resources, reduced energy consumption and other means. While a Supplier, its affiliates, agents or representatives are on-site at any Phase Four location or at a Phase Four customer location on behalf of Phase Four, Supplier shall comply with Phase Four policies and applicable site requirements.
- **HARASSMENT:** We expect our suppliers to ensure their employees can perform work in an environment free from physical, psychological and verbal harassment, or other abusive conduct.
- **GLOBAL TRADE COMPLIANCE:** Suppliers must comply with all export-import laws, customs duties and all other laws pertaining to their international business activities.

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- **ANTI-CORRUPTION, GIFTS AND IMPROPER PAYMENTS:** Suppliers are prohibited from engaging in corruption, extortion or embezzlement in any form. Suppliers must comply with all applicable anti-corruption laws and regulations of the countries in which they operate such as the U.S. Foreign Corrupt Practices Act, and as applicable any other international anti-corruption conventions. Suppliers will not offer or accept bribes or employ other means to obtain an undue or improper advantage. Bribes, kickbacks, facilitating payments and similar payments to government officials or to Phase Four employees or agents acting on Phase Four's behalf are prohibited. Phase Four employees are discouraged from accepting gifts of more than minimal value or lavish entertainment from suppliers. When business meals and entertainment are appropriate to further business relationships, those expenses may not be extravagant in nature.
- **INTELLECTUAL PROPERTY RIGHTS:** Suppliers must respect and refrain from infringing upon the intellectual property rights of others, including patents, trademarks, copyrights and other proprietary rights.
- **FAIR DEALINGS AND COMPETITION LAWS:** Suppliers should not take unfair advantage of anyone else through manipulation, concealment, abuse, misrepresentation of material facts or any other unfair dealing. Supplier will not engage in collusive bidding, price fixing, price discrimination or other unfair trade practices in violation of applicable antitrust and competition laws. Supplier will uphold fair business standards in advertising, sales and competition.
- **CONFIDENTIALITY:** Suppliers must protect the Confidential Information entrusted to them by Phase Four, its affiliates, customers or suppliers. Confidential Information may only be used and disclosed in a manner authorized by Phase Four. Confidential Information includes any business information of Phase Four, its customers or suppliers that is not generally known to the public.
- **RESPONSIBLE SOURCING OF MINERALS:** Suppliers must comply with applicable laws and regulations regarding conflict minerals which include tin, tungsten, tantalum and gold. Additionally, suppliers should establish a policy to reasonably assure that the tin, tungsten, tantalum and gold which may be contained in the products they manufacture do not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses. Suppliers should exercise, as may be directed by law, due diligence on the source and chain of custody of these minerals and therefore at a minimum require the same from their next tier suppliers.
- **MAINTAIN RECORDS:** Suppliers are expected to create accurate records, and not alter any record entry to conceal or misrepresent the underlying transaction represented by it. All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented. Records should be retained based on the applicable retention requirements.
- **MONITORING COMPLIANCE:** Suppliers must establish and maintain a process of ensuring compliance with the Phase Four Supplier Code of Conduct. This includes communicating the requirements of this Code to all employees, affiliates, agents and subcontractors of the Supplier. Supplier must maintain all documentation necessary to demonstrate its compliance with the Phase Four Supplier Code of Conduct. Upon Phase Four request, Supplier should be prepared to provide Phase Four or its affiliates access to such documentation.

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Our relationship with you is based on mutual trust and respect. You may also demonstrate your commitment to these principles through compliance with your own code of conduct or company policies that embrace these standards. However, Phase Four may ask you to verify your compliance by any of the following methods and to take corrective action if there is a reason for concern:

1. Self-Assessments: We may ask you to fill in a questionnaire on compliance.
2. Third-Party Assessments: We may solicit a third party, e.g. a data provider, on your compliance and performance.
3. Certifications/Statements: We may ask you for a certification or statement confirming compliance
4. On-Site Audits: We or an authorized third party acting on our behalf may contact you and ask for permission to verify compliance

Disclaimer: the expectations set forth in this Code are not intended to conflict with or modify the terms and conditions of your contracts with Phase Four. If a contract requirement is more restrictive than this Code, you must comply with the more restrictive contract requirement.