



**PALMER
HOLLAND** | **Supplier Code of Conduct**



An aerial photograph of a winding asphalt road cutting through a dense forest. The trees are in various stages of autumn, with some showing vibrant orange and yellow leaves, while others remain green. A white truck is visible on the road, moving away from the viewer. The road has white lane markings and a shoulder on the right side.

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PALMERHOLLAND

INDEPENDENT SINCE 1925

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Purpose

At Palmer Holland, we have established a Code of Conduct (“Code”) that places long-term business relationships built on trust, honesty, and fairness at the center of all we do. Since we recognize that all relationships are mutual, we complement our internal Code of Conduct with this Supplier Code of Conduct, laying out our expectations for our external Suppliers.

While there are many topics covered in this Code, the underlying basis is to act legally, ethically, and responsibly. By embracing the guidelines found herein, you can ensure that you will remain a trusted partner of Palmer Holland.

Applicability

This Supplier Code of Conduct applies to all suppliers that partner with Palmer Holland to meet our customers’ needs. As a Supplier partner of Palmer Holland, you are responsible for complying with all aspects of this Code throughout your operations and supply chain. Palmer Holland will require annual acknowledgment of the receipt of this Code and intent to comply with the Standards contained herein.

Anti-Bribery/Anti-Corruption

Palmer Holland expects our Suppliers to comply with all laws regarding anti-bribery and anti-corruption. It is unacceptable to offer, give, or accept bribes or kickbacks (directly or through a third party) to or from a government official, government entity, or any private entity.

- A bribe provides anything of value in exchange for a permit, license, certification, customs service, or other business or personal advantage. There is no value threshold – anything of value could be considered a bribe based on the intent with which it is given.
- A kickback is a particular form of bribe where a thing of value is given to someone in return for an advantage or business arrangement.

We recognize that exchanging gifts and hospitality is an important part of building relationships, and to avoid the appearance of bribery or corruption, judgment must be exercised when exchanging gifts and hospitality to or from Palmer Holland Employees, customers, or other business partners (or their families). Exchanging anything of value is prohibited when doing so is expressly predicated on a particular outcome of a business decision. Specific examples of questionable gifts include:

- Gifts or entertainment exceeding a nominal value (in excess of local customs and practices);
- Gifts or hospitality provided to a Government official;
- Gifts or entertainment provided but not properly recorded or tracked;
- Gifts of Cash or Cash Equivalent (gift cards, vouchers, etc.).



Trade Compliance

Palmer Holland expects our Suppliers to comply with all international trade laws and regulations surrounding the import and export of all products. This includes all applicable embargoes and sanctions that may be in place. All applicable values must be stated accurately, and products must be classified appropriately on all transportation documents. The country of origin must be stated truthfully, and trans-shipment points may not be used to change or hide the actual country of origin of any product.

Fair Competition/Anti-Trust

Palmer Holland expects our Suppliers to comply with all antitrust and fair trade laws and to promote free and open competition. As a supplier, you are expected to refrain from entering into an agreement or conducting discussions with competitors on Pricing, Credit Terms, Market Allocation or Boycotts.

Palmer Holland also expects our Suppliers to conduct business with all parties honestly and truthfully. This carries a requirement to state facts accurately, without manipulation or concealment, and to not abuse confidential information illegally or unethically obtained. Suppliers are required to comply with all laws, regulations, and standards surrounding advertising, sales, and competition.

Conflicts of Interest

Palmer Holland expects our Suppliers and their employees to avoid business dealings that appear to create conflicts between the interest of Palmer Holland and/or the interest of the Supplier. A potential or actual conflict of interest occurs whenever an employee of Palmer Holland or the Supplier is in a position to influence a decision that may result in personal gain for the employee or an immediate family member (i.e., spouse or significant other, children, parents, siblings) as a result of Palmer Holland's business dealings.

If a supplier is aware of an actual or potential conflict of interest, that Supplier is required to disclose such conflict, and Palmer Holland and the Supplier will discuss steps necessary to ensure that the conflict of interest is avoided or mitigated to the extent possible.



Anti-Money Laundering

Palmer Holland aims to do business with Suppliers and Customers engaged in legitimate business activities. We expect our Suppliers to comply with all applicable laws related to money laundering and anti-terrorist financing. Palmer Holland specifically prohibits (absent prior approval) the following types of transactions:

- Payments in cash or from a non-standard account;
- Requests to make overpayment or in non-standard currencies;
- Payments from unrelated third parties on behalf of an entity;
- Transactions structured to evade reporting requirements.

Human Rights

Palmer Holland expects our Suppliers to act as good Corporate Citizens as a part of the Global Community. This requires the commitment to promote fundamental Human Rights both in your Operations and your Supply Chain. Palmer Holland specifically requires our Suppliers to:

- Promote a workplace free of discrimination and harassment
- Prohibit the use of child labor, forced labor, and human trafficking
- Provide fair and equitable wages and benefits in accordance with local laws
- Provide humane and safe working conditions

Anti-Discrimination

Palmer Holland expects our Suppliers to commit to providing a work environment in which all individuals are treated with respect and dignity. Everyone has the right to work in a professional atmosphere that promotes equal opportunities, prohibits discrimination of any kind, and in which harassment in any form is not tolerated.

Palmer Holland also expects that our suppliers and their employees treat all Palmer Holland employees, customers, and other third parties engaged in business with Palmer Holland with respect. Palmer Holland does not condone or permit harassment in any form, and any supplier or employee of a supplier who engages in harassment of any Palmer Holland employee, customer, or a third party engaged in business with Palmer Holland shall be promptly reported and may subject the Supplier to discipline, up to and including termination of the business relationship.



Intellectual Property

Palmer Holland expects our Suppliers to respect all intellectual property rights during and after our business relationship. Patents, Copyrights, and Trademarks belonging to others may not be used without the written consent of the owner. Any transfer or sharing of knowledge must be done in a manner that protects intellectual property rights and is consistent with laws and regulations.

Confidential Information

Palmer Holland expects our Suppliers to adequately safeguard our proprietary and confidential information (in addition to any applicable Non-Disclosure Agreements that may be in place) and prevent unauthorized disclosure. Confidential information includes:

- The personal information of our employees, partners, and prospective partners;
- Business strategies;
- Financial information;
- Any other non-public information.



Environmental Policy

Palmer Holland expects our Suppliers to share our commitment to sustainability and the protection of Global environmental resources. All Suppliers are required to comply with applicable environmental laws and regulations and minimize adverse impacts on the environment through their operations. We ask our Suppliers to work to lower their overall environmental impact by implementing programs to conserve natural resources and reduce or eliminate waste. Palmer Holland expects our Suppliers to support its environmental reporting by timely responding to all requests for information regarding sustainability progress.

Conflict Minerals

Palmer Holland expects our Suppliers, where applicable, to provide products free from Conflict Minerals (Tin, Tungsten, Tantalum, and Gold) that are mined or produced in Covered Countries (Democratic Republic of Congo, Angola, Burundi, Central African Republic, The Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia). Suppliers are expected to respond timely to a request for information to support Palmer Hollands reporting requirements under the US Dodd-Frank Act, Section 1502.

Reporting Concerns

Palmer Holland takes violations of this Supplier Code seriously, and our Compliance Department investigates all reports of actual or potential violations per internal procedures. Our Suppliers are expected to comply with an investigation fully and promptly respond to any request for information or evidence. Confirmed violations of this Code may lead to termination of our Business Relationship, and depending on the nature of the violation, may be reported to the proper authorities. Actual or Suspected violations must be reported immediately to codeofconduct@palmerholland.com.





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