

MBM Vendor Code of Conduct

Overview

The Vendor Code of Conduct (COC) outlines the expectations by MBM of vendors performing services to or on our behalf. This COC applies globally to the engagement and execution of activities with all Vendors. For purposes of this COC, a Vendor is defined as suppliers, vendors, distributors, agents, contractors and all other third parties and affiliates of MBM with whom MBM engages to provide the company with any business goods, services, functions, or activities.

MBM may update and revise this COC from time to time to reflect current market practices and our own policies.

Scope and Applicability

MBM is committed to conducting business in a legal, ethical, and responsible manner and requires that our approved Vendors work at the same high level of standards. The MBM Vendor Management COC sets out the principles, guidelines, and expectations we have of our Vendors in conducting business responsibly and with integrity. In addition, MBM Vendors are expected to fully comply with the laws and regulations of the states/territories in which they operate.

MBM requires all Vendors to comply with the COC. Where the COC may conflict with the terms of a vendor contract, the contract terms will prevail with respect to such conflict. Further information regarding monitoring and compliance with this COC is found later in the document. Vendors are expected to enforce the COC with their employees and any subcontractors.

Vendors should contact Vendor Requests at Vendor.Requests@mccormackbaron.com with any questions or concerns related to the COC.

Compliance with the COC

All Vendors and their employees, including temporary staff and subcontractors, must adhere to this COC while conducting business with or on behalf of MBM. Vendors are expected to self-monitor their compliance with this COC. To confirm compliance with this COC, MBM may audit Vendors or their facilities at any time in accordance with the terms of the Vendor contract. Failure to comply with the COC can result in Vendor dismissal and discontinuation of future business with MBM.

Business Ethics

Vendors will operate with integrity, in an ethical manner and in compliance with all applicable laws, rules and regulations applicable to their industry and place of business. Vendors will not engage in bribery, corruption, embezzlement, extortion, kickbacks, excessive commission, inducements or fees and any other prohibited business practices.

Vendors are expected to:

- Recognize and avoid situations that can create an actual or apparent conflict of interest when working with or on behalf of the company.

- Not engage in bribery, corruption, embezzlement, extortion, kickbacks, excessive commission, inducements or fees and any other prohibited business practices of any kind.
- Adhere to applicable laws and regulations when exchanging Gifts or Business Courtesies and avoid even the perception of impropriety.
- Comply with all applicable trade laws and regulations.
- Comply with applicable privacy and data protection.
- Comply with antitrust laws and fair competition laws.
- Not represent themselves as employees or agents of MBM
- Not engage in any activity that may adversely impact MBM's reputation or create an actual or potential conflict of interest. This includes but is not limited to taking any such action on any type of social media platform.
- Vendors must comply with anti-money laundering and anti-terrorism regulations and take the necessary steps to ensure that MBM business is conducted only with reputable parties.

Data Security, Confidentiality & Accuracy

- Vendors will manage and process data only for the purposes for which it was collected or otherwise made available. Vendors shall demonstrate appropriate industry standards and best practices data security controls to ensure that all information is protected and secure from damage and unauthorized use.
- In addition to the above minimum requirements, Vendors shall also follow any data security policies and requirements specified in contractual agreements with MBM.
- Vendors must respect and maintain the confidentiality of all non-public information about MBM or its activities and all non-public information obtained in the performance of the Vendor's duties about MBM customers, clients or applicable third parties.
- Subject to any contractual requirements Vendors will notify MBM without undue delay of any known or suspected data security breaches.
- Vendors must maintain complete and accurate books and records relating to all MBM business, together with supporting documentation, in accordance with applicable accounting principles, laws, and regulations.
- Vendors must not make any false representation in connections with any MBM transactions, including misrepresentations of fact (whether written or oral), and the promotion or use of false documentation.

Laws and Regulations

Vendors shall comply with all applicable laws and regulations in all locations in which they operate.

Labor Standards

MBM is committed to developing an organizational culture which implements a policy of support for internationally recognized human rights and labor standards. Consequently, MBM expects its Vendors to set the same standards. In general, Vendors shall identify their own human rights risks and provide adequate remedy to mitigate any such risks. However, at a minimum, Vendors must adhere to the standards outlined below.

Child Labor

- Vendors will not use child labor. The minimum age for employment will be the greater of (i) the minimum age under local law, (ii) the minimum age pursuant to the Convention Concerning Minimum Age to Employment adopted by the International Labor Organization or (iii) 15.
- Workers under the age of 18 should not be involved in activities likely to jeopardize their health, safety or morals or interfere with their compulsory education.
- Vendors may be required to disclose any workers under the age of 18 and detail the specifics of their job functions.

Involuntary Labor

- Vendors will not use any forced, compulsory, or involuntary labor, whether bonded, indentured, or imprisoned.
- Vendor employees shall be able to terminate their employment with reasonable notice.

Commitment to the Principles of Diversity, Equity & Inclusion

- MBM respects individual and cultural differences and will not tolerate racism or discrimination of any kind and expects its Vendors to share that commitment.
- Vendors will not discriminate in screening, hiring, or employment practices based on race, color, age, sex, gender, gender identity, gender expression, sexual orientation, marital status, ethnicity, national origin, caste, disability, family status, social origin/socioeconomic background genetic information, medical condition, pregnancy, religion, political affiliation, union membership, covered veteran status, or body art. Also, Vendors shall not discriminate in its hiring or employment practices, such as, compensation and benefits, access to training, promotion, termination, and retirement.
- Vendors will not permit harassment, sexual harassment, corporal punishment, inhumane treatment, bullying, and threats of physical violence.

Wages, Benefits and Working Hours

- Vendors will comply with applicable wage and working hour laws and regulations, including those relating to minimum wages, regulated hours of work, daily and weekly rest periods, and annual holidays and legally mandated benefits.
- Vendors will compensate their employees for hours worked in a globally known currency.
- Vendors will disclose to MBM if it deducts workers' pay for employer provided services such as living quarters, apartment utilities, food, hygiene products or any other basic human services. This excludes standard employer provided healthcare and retirement plans.

Fair Treatment

- Vendors will treat employees with dignity and respect. Physical abuse, the threat of physical abuse, sexual or other harassment, verbal abuse or any other form of intimidation are prohibited.

- Vendors will not retaliate against employees who report abuse, discrimination, ethical concerns, or violations of law.

Health & Safety

Work Environment

- Vendors will provide employees with a safe and healthy workplace in compliance with all applicable laws and regulations. Vendors will take adequate steps to prevent accidents and injury to health at work.

Sanitation, Fire and Water

- Vendors will provide clean toilet facilities, access to clean water, and adequate heat and ventilation when facilities are not provided by owner or otherwise unavailable.
- Vendors will ensure physical facilities where employees work have sufficient fire prevention, alert and suppression systems, including having sufficient facility exit points for escape.

Emergency Preparedness and Response

- Vendors will identify and assess emergency situations and minimize their impact by having adequate emergency preparedness plans and response procedures to ensure their employees' health and safety.

Raising Concerns

Expectations of Vendors

- Vendors may contact MBM with any questions or concerns related to this COC. Vendors may report a violation or suspicion of a violation to Management@McCormackBaron.com.
- MBM will communicate the COC internally and externally to relevant parties. Vendors are responsible for communicating the provisions of this COC to their employees and any subcontractors.

Expectations of MBM

- Vendors will treat MBM, and expect to be treated by MBM, with respect and have open and honest communications.
- MBM will maintain a fair working environment for our Vendors.

Vendor Environmental Responsibility

Protection of the Environment

- Vendors will comply with all applicable environmental laws and regulations.
- Vendors are expected to operate in an environmentally responsible manner and strive to manage and minimize the negative environmental impact of its operations, products, and services.

Carbon and Environmental Footprint

- MBM is fully committed to having a positive impact on the environment and reducing its carbon and environmental footprint. Therefore, MBM expects its Vendors to work to reduce their carbon emissions in areas within their control.
- Vendors will also strive to reduce water, water usage and making efficient usage of natural resources.

Vendor Diversity, Equity, and Inclusion

MBM is committed to dealing with all Vendors with integrity and in an ethical manner and to supporting and encouraging the aspirations of diverse groups.

MBM's policy is to provide opportunities for diverse Vendor groups. This policy seeks to expand the number of firms, including but not limited to minority-owned and woman-owned businesses, which can furnish the services and commodities we need for our business.

As defined by the United States Federal Government, a minority Vendor is a business enterprise that is 51% or more owned and controlled by minority group members, including but not limited to:

- An ethnic or racial minority group
- Women or any race or ethnicity
- LGBTQ community
- Veterans or Service-Disabled Veterans
- Persons with Disabilities
- A small business, as indicated by the local definition.

Specifically, MBM's program calls for:

- Identifying qualified diverse business enterprises that are financially stable and capable of supplying products/services that can meet MBM's specifications, service requirements and competitive pricing levels.
- Utilizing qualified minority-owned and woman-owned firms as regular Vendors of MBM that offer the most competitive proposals in areas of price, quality, service, and financial stability.

Compliance and Monitoring

Vendors must notify MBM upon becoming aware of any negative or adverse publicity concerning the Vendor's business or any product or service the Vendor provides to MBM, or any event or circumstance related to the Vendor or its business that could be expected to cause negative or other adverse publicity concerning MBM.