

# Code of Conduct for Suppliers and Third-Party Vendors



Effective Date: 7 August 2020



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# Helios Technologies, Inc. Code of Conduct for Suppliers and Third-Party Vendors (“Supplier Code”)



## Preface

Helios Technologies, Inc., and its subsidiaries and affiliates (collectively, “Helios”), is committed to upholding high ethical standards in all levels of its operations. We value our reputation for conducting business with integrity and respect. We know that our reputation is based on not just our own conduct, but the conduct of those with whom we do business. We require suppliers, business partners, contractors, and other third parties (collectively, “Suppliers”) to share our same commitment to ethical business practices. All Suppliers are required to

uphold the following standards not just in their relationship with Helios, but in their dealings with other entities in unrelated ventures. Any failure to comply with the following standards may result in the termination of their relationship with Helios or the applicable Helios subsidiary.

We expect our Suppliers to adopt these standards throughout their supply chains by adopting efficient management policies, procedures, and training to uphold the standards set forth in this Supplier Code. Our hope is that this Supplier Code

will provide a foundation for Helios and its Suppliers to build and maintain a strong business relationship based on trust, respect, integrity, and fairness.

# I. Ethical Compliance

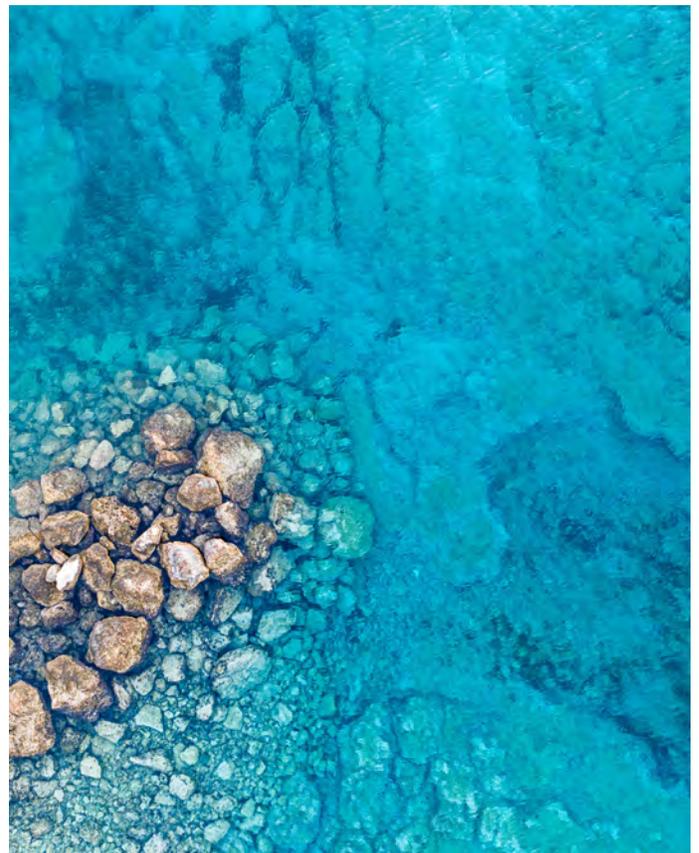
All suppliers must conduct their business operations in an ethical manner. We expect all Suppliers to understand and employ the standards set forth in the Helios Code of Business Conduct and Ethics.

# II. Integrity and Transparency

All Suppliers shall engage in business operations with integrity. We expect Suppliers to engage in business, with Helios and with other entities, with fairness and ethical conduct. In doing so, Suppliers shall avoid any conflicts of interest related to financial interests or other arrangements that may be considered inappropriate. Helios neither accepts nor gives entertainment opportunities or gifts that appear excessive or appear to influence a business decision. We expect all Suppliers to not engage in such behaviors and to approach all business dealings with honesty and integrity. No Suppliers shall seek to offer gifts or entertainment to government officials on behalf of Helios or one of its subsidiaries.

We expect our Suppliers to be transparent and open about issues concerning their relationship with Helios. Suppliers shall respond in reasonable time to requests for information or documentation related to their relationship with Helios. We expect Suppliers to inform Helios of any disruptions or failures in production that may affect the terms or nature of the agreement between the parties. Suppliers shall also investigate and report any concerns of

violations of our guidelines or unlawful activities in the workplace or supply chains. We expect Suppliers to have controls and policies in place to handle any violations or unlawful activities.



### III. Compliance with the Law

All Suppliers must comply with all applicable United States, international, and local laws and regulations, including domestic, foreign, local, and executive orders, in the conduct of their business activities or in connection with their relationship with Helios. Compliance with applicable laws includes, but is not limited to the following:

- Suppliers shall not engage in offering or accepting bribes, kickbacks, or improper payments of any kind to or from government officials or other third parties for the purpose of obtaining or retaining business or gaining an improper advantage. Suppliers must abide by the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and other applicable anti-bribery laws in each jurisdiction in which they do business.
- Suppliers shall comply with the disclosure requirements and guidelines set forth in the United Kingdom Modern Slavery Act of 2015 and the California Transparency in Supply Chains Act of 2010 and agree to the Helios Policy Against Human Trafficking and Slavery for Suppliers, attached hereto as Appendix I.
- Suppliers shall ensure compliance, either directly or via engaged third parties, with minimum safety and operational standards set forth in the International Convention for the Safety of Life at Sea (SOLAS), and shall comply with guidelines set forth in the Countering America's Adversaries Through Sanctions Act (CAATSA).
- Suppliers shall ensure that all products or materials supplied do not contain metals derived from minerals or other derivatives originated from conflict regions that directly or indirectly finance or benefit armed groups confirmed or accused of human rights abuses. In doing so, Suppliers shall not engage or encourage any organizations who are found to be supplying material from sources known or suspected to support conflict in the Democratic Republic of the Congo, any adjoining country, or whose practices may inadvertently allow for sources from these regions or whose sources may be considered supportive of such abuses, and to further understand their supply chain and establish alternative source of materials which do not support such conflict.
- Suppliers shall, at Helios's request, provide the necessary documentation supporting their claims of environmental compliance.
- Suppliers' trade practices shall be in accordance within the legal framework governing trade across regions or borders.
- Suppliers shall comply with applicable laws and standards relating to hazardous or restricted substances, and cooperate and comply with Helios's reasonable requests, requirements, and instructions relating to hazardous or restricted substances.

## IV. Fair Labor Standards and Human Rights

All Suppliers must treat their employees and those they conduct business with fairly and equally. Helios is committed to maintaining a workplace that is free of discrimination and harassment of any kind. We do not tolerate physical or mental abuse of any kind, including harassment, retaliation, or intimidation. Any behavior that creates an unfair or unequal environment is encouraged to be reported to management.

Helios requires that all working hours are reasonable and fairly compensated in accordance with applicable laws and

regulations. Suppliers shall ensure that all employees are paid living wages and operate in humane work conditions. Suppliers must also ensure that all labor is voluntary and that all employment contracts are freely entered into. Helios prohibits and strongly condemns any usage of forced or child labor. Suppliers shall not engage in any action that utilizes forced or child labor in any aspect of their supply chain. Any violation of labor or compensation standards should be reported to management and communicated to Helios.

## V. Protection of Information, Assets, and Interests

Suppliers are responsible for protecting the tangible and intangible property given to them by Helios during the course of the business relationship. Suppliers are responsible for safeguarding any property belonging to Helios while under their control. Suppliers shall protect and not divulge private information related to their relationship with Helios. Private information includes, but is not limited to, communications, data, intellectual property, trademarks, trade secrets, financial information, and brand names. We also expect Suppliers to keep their business relationship with Helios confidential, unless permission is granted by Helios or one of its subsidiaries.

## VI. Health, Safety, Environment, and Quality

Helios is committed to ensuring a safe work environment for all affiliates, subsidiaries, employees, vendors, and suppliers. Suppliers must comply with all applicable laws and regulations, including internal guidelines, to ensure that all employees are appropriately qualified and equipped to work safely. Suppliers must ensure that all facilities, including company-owned vehicles, are maintained at a standard in accordance with applicable laws.

We expect our Suppliers to engage in sustainable and responsible business practices. Suppliers should engage in efforts to improve their environmental processes and manage the impact of their operations on the environment. Suppliers shall, at minimum, comply with all environmental rules and regulations in the country or countries in which they do business.





# Acknowledgement Form

This document does not serve to create a contract between Helios, its affiliates or subsidiaries, and any Supplier and no promise of any kind is made by Helios in this Code of Conduct for Suppliers and Third-Party Vendors (“Supplier Code”). Helios is free to change the terms of this Supplier Code without having to consult with or obtain the agreement of any Supplier. Nothing herein shall be interpreted as a commitment of business with any Supplier or Third-Party Vendor.

By signing below, the undersigned acknowledges that it has received a copy of the Supplier Code and the Helios Policy Against Human Trafficking and Slavery for Suppliers. As a Supplier or third-party vender for Helios, the undersigned and its employees, representatives, suppliers, and third-party providers are responsible for knowing and adhering to the principles and standards set forth in this Supplier Code.

The undersigned further acknowledges and agrees that this Supplier Code is intended to provide a general overview of Helios’s policies, and does not necessarily represent all such policies and practices in effect at any particular time. The undersigned and its employees, representatives, suppliers, and third-party providers will comply with all current and/or future versions of this Supplier Code, written policies, practices, rules, regulations, or directives issued by Helios.

The undersigned will contact the Helios Chief Legal and Compliance Officer (CLCO) if there are any questions concerning this Supplier Code or any behavior or situation concerning Helios. The undersigned also understands that it has a responsibility to report any violations to the CLCO immediately.

Suppliers who persistently refuse to implement appropriate corrective and preventative actions or who have critical deviations against this Supplier Code will be excluded from current and future business with Helios until such deficiencies have been remediated.

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[Date]

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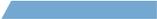
[Supplier/Third-Party Provider] (Please Print)

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[Signature]

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[Print Name]



## [Appendix I]

# Helios Policy Against Human Trafficking and Slavery for Suppliers

Helios Technologies, Inc. and its affiliates and subsidiaries (collectively referred to herein as “Helios”) are committed to maintaining a work environment that is free from human trafficking, forced labor, and unlawful child labor (“human trafficking and slavery”). As an international commercial organization, Helios recognizes its responsibility to uphold high ethical and legal standards in its employment practices, business operations, and supply chain management. Helios is committed to ensuring that its work environment and supply chains are free of human trafficking and slavery. In doing so, Helios recognizes that its supply chains are fundamental components of not just its own operations, but also those with whom it engages. While Helios has not found and does not anticipate finding any violations of labor standards, it is committed to disclosing all means by which it seeks to prevent human trafficking, slavery, and unlawful labor practices in its supply chains.

This policy complies with the disclosure requirements of the California Transparency in Supply Chains Act of 2010 and the United Kingdom Modern Slavery Act of 2015. This policy also complies with the International Convention for the Safety of Life at Sea (SOLAS).

This policy applies to all employees of Helios, its subsidiaries, affiliates, and Suppliers. In the event anything in this policy may conflict with local law, local law will control the interpretation and application of this policy.

The following definitions apply:

Human Trafficking: the recruitment, transportation, transfer, harboring or receipt of persons, by means of the threat or use of force or other forms of coercion, of abduction, or fraud, of deception, of the abuse of power or of a position of vulnerability or of the giving or receiving of payments or benefits to achieve the consent of a person having control over another person for the purpose of exploitation.

Forced Labor: all work or service, not voluntarily performed, that is obtained from an individual under the threat of force or penalty.

Harmful Child Labor: consists of the employment of children that is economically exploitative, or is likely to be hazardous to, or interfere with, the child’s education, or to be harmful to the child’s health, or physical, mental, spiritual, moral, or social development.

## [Appendix I] - Helios Policy Against Human Trafficking and Slavery for Suppliers (continued)

Helios will not tolerate the use of human trafficking and slavery in the manufacturing of products it sells and will not accept products or services from Suppliers that employ or utilize human trafficking and slavery in any form. Human trafficking and slavery are crimes under state, federal, and international law. This Policy serves to define how Helios will make efforts to eradicate human trafficking and slavery from not only within its organization, but also from its supply chains.

No Helios employee or Supplier will:

1. Use forced or compulsory labor, i.e., any work or service that a worker performs involuntarily, under threat of penalty;
2. Use any third-party recruitment companies or agencies that charge recruitment fees to prospective employees or otherwise act contrary to this policy or applicable law.

Helios employee or Supplier will:

1. If applicable, agree to provide return transportation to any worker who is displaced or relocated from his/her country of origin as part of their employment;
2. If applicable, agree to comply with all local housing requirement and standards if housing is offered to employees;
3. Ensure that the overall terms of employment are voluntary;
4. Comply with the minimum age requirements prescribed by applicable laws unless a specific contract contains stricter age requirements;
5. Compensate its workers with wages and benefits that meet or exceed the legally required minimums and overtime requirements of the worker's jurisdiction;
6. Abide by applicable law concerning the maximum hours of daily labor.

Verification Helios requires Suppliers to verify that their product supply chain standards do not utilize human trafficking or slavery.

Audits Helios reserves the right to audit Suppliers to ensure that standards related to human trafficking and slavery are upheld. Suppliers must be able to demonstrate compliance with this Policy at the request and satisfaction of Helios.

Certification Helios requires Suppliers to certify that they uphold ethical standards related to human trafficking and slavery. Helios may request that Suppliers certify that materials incorporated into the products they provide comply with the laws regarding human trafficking and slavery of the country or countries in which they are doing business.

## [Appendix I] - Helios Policy Against Human Trafficking and Slavery for Suppliers (continued)

**Internal Accountability** All employees are held accountable to the Code of Business Conduct and Ethics (“Code”). In doing so, Helios ensures that all contracts and agreements do not conflict with its organizational commitment to upholding high ethical standards in its supply chains. Any violation of our Code in business or in our supply chains is encouraged to be reported to management and will be handled expediently.

**Training** Helios provides training regarding human trafficking and slavery, and all employees and associates are expected to understand and comply with the ethical and business standards set forth in the Code.

Any employee or Supplier who has knowledge or information regarding a possible violation is encouraged to either report the violation to the human resources department or report the information anonymously through the Helios Technologies ethics hotline at: [heliostechnologies.ethicspoint.com](https://heliostechnologies.ethicspoint.com).

Suppliers who engage in human trafficking and slavery will have their supply agreements terminated. Any employee of Helios who violates this policy or related applicable laws is subject to disciplinary action up to and including termination.

