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## 1.0 Purpose

Morrissey are committed to conducting all affairs lawfully and with integrity. In part, this is demonstrated through our membership in the [Responsible Business Alliance \(RBA\) \(#01\)](#), an alliance of electronics companies who share a commitment to ensure workers are safe, workers are treated with respect and dignity, and the business operations are environmentally responsible. This commitment extends throughout our global organizations, no matter where in the world we do business. Relationships with Suppliers (persons or entities who provide goods or services to Morrissey or who are authorized to conduct business for or on behalf of Morrissey) who demonstrate they share this commitment are a key part of Morrissey's continued success. Suppliers are independent entities, but their business practices and behavior can affect Morrissey; therefore, Morrissey expects Suppliers to hold themselves to the highest legal and ethical standards. This CODE OF CONDUCT FOR SUPPLIERS ("Code") sets forth key expectations for Suppliers, and Suppliers are expected to ensure that all relevant individuals involved in work related to Morrissey—including sub-contractors—understand and comply with these expectations.

The Code cannot cover every possible situation nor can it specifically address all of the laws or business practices in the multiple locations in which Morrissey conducts business. We expect and welcome questions about the Code and its interpretation.

This Code applies to you as a Supplier or collectively with others as "Suppliers." Certain provisions of this Code may be superseded by local laws or legal obligations. In addition, our relationships with Suppliers are governed by contractual terms and conditions. If there are any conflicts between the obligations provided in this Code and any of the terms and conditions in a contract, the obligations in this Code will govern unless the contract specifically states otherwise. Morrissey reserves the right to exercise all of its contractual and legal rights and remedies in the event of a violation of the law or of this Code by a Supplier or any individual operating on a Supplier's behalf.

### How the Code Applies

This Code is intended to be consistent with all applicable laws and legal obligations. In the event of any inconsistency between this Code and any applicable law, the applicable law shall control.


For business operations outside the United States, Morrissey will adhere, and will require its Suppliers to adhere, to laws of the relevant jurisdiction, as well as to U.S. laws having extraterritorial application. If you believe there are inconsistencies between this Code and applicable law, you shall advise Morrissey immediately.

This Code does not constitute a contract of employment, authorize a Supplier to conduct transactions on behalf of Morrissey or provide assurance of a continued Supplier relationship for any individual or entity.

Certain sections within this Code may not be relevant to a particular Suppliers' role; however, Suppliers should familiarize themselves with the contents of the Code in the event their roles should change or unexpected issues should arise.

## 2.0 SCOPE

- 2.1 All Suppliers are expected to comply with the Code in all their business dealings. Where a Supplier uses a subcontractor (or makes use of a temporary labor agency), the expectation is that the Supplier has issued the Code to the subcontractor and ensures that the subcontractor also complies with the Code.
- 2.2 Failure to comply with the Code will be sufficient grounds for Morrissey to terminate its contract with the Supplier and may result in its removal from the Morrissey Approved Vendor List.


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### 3.0 REFERENCE DOCUMENTS

- 3.1 Morrissey RBA Manual
- 3.2 Morrissey Code of Business Conduct and Ethics Policy
- 3.3 Morrissey Environmental Health & Safety Policy
- 3.4 Morrissey Conflict Minerals Policy
- 3.5 Supplier Quality Management System

### 4.0 DEFINITIONS

- 4.1 BONDED LABOR - Refers to workers forced to work for an employer for a fixed time without being paid, often as a way of paying a debt.
- 4.2 CHILD LABOR - Refers to any person under the age for completing compulsory education, under the minimum age for employment in the country, or under the age of 15, whichever is greatest.
- 4.3 COMPANY - The entirety of any organization or business entity responsible for implementing the requirements of the Code, including all personnel employed by the company.
- 4.4 DISCIPLINARY WAGE DEDUCTION - Fines, wage deductions or account withdrawals for disciplinary reasons. Any deduction from wage equal to time not worked (e.g. showing up to work late, suspension without working) is not considered a disciplinary wage deduction or unlawful deduction.
- 4.5 FORCED AND COMPULSORY LABOR - All work or service that a person has not offered to do voluntarily and is made to do under the threat of punishment or retaliation, or is demanded as a means of repayment of debt.
- 4.6 INDENTURED LABOR - A worker under contract to work (for a specified amount of time) for another person, often without any pay, but in exchange for accommodation, food, other essentials and/or free passage to a new country.
- 4.7 MANAGEMENT REPRESENTATIVE - A member of senior management personnel appointed by the company to ensure that the requirements of the standard are met.
- 4.8 NO RETALIATION POLICY - Anyone who reports, in good faith, a suspected violation of Morrissey's legal or ethical responsibilities, or who asks questions regarding these responsibilities, should not be subject to embarrassment or retaliation. "Good faith" does not mean that a reported concern must be correct, but it does require that you believe you are providing complete and truthful information when you report a concern or ask a question.
- 4.9 PERSONNEL - All individual men and women directly employed or contracted by a company, including directors, executives, managers, supervisors, and workers.
- 4.10 PRISON LABOR - Work that is involuntarily performed by convicts whilst serving a term in prison. Prison labor is considered as unfree involuntary labor
- 4.11 REASONABLE RELIGIOUS ACCOMMODATION - Such accommodation may include the following and is subject to the local country regulation and/or management approval:
  - Scheduling changes
  - Voluntary substitutes and shifts swaps
  - Change of job tasks and lateral transfer
  - Tests and selection procedures
- 4.12 SUPPLIER - An organization that provides goods and/or services to Morrissey. This includes without limitation organizations providing contract labor and subcontractors. May also be known as a "Third Party".
- 4.13 WORKER - All non-management personnel.

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4.14 WHISTLEBLOWER - Any person who makes a disclosure about alleged improper conduct by an employee or officer of a company, or by a public official or official body.

4.15 WORKPLACE LEARNING PROGRAM - Personnel working under the Apprenticeship, Student Worker or Internship Program

4.16 YOUNG WORKERS - Any person older than the applicable legal minimum age for employment but younger than 18 years of age. This is also known as juvenile workers.

## 5.0 REQUIREMENTS

5.1 All Suppliers to Morrissey shall comply with all applicable legal requirements and, where appropriate, conform to additional requirements specified by Morrissey customers. If the requirements in this standard are more prescriptive (stricter) than local laws then these requirements should be followed. Likewise, if local laws are more prescriptive (stricter) then they should be followed.

5.2 Morrissey expects its Suppliers to communicate the Code to their employees and their own Suppliers, and for their employees and Suppliers to adhere to them.

## 6.0 MONITORING & COMPLIANCE

### 6.1 INVESTIGATION OF REPORTS

Suppliers are expected to cooperate fully with Morrissey investigative efforts. To the extent appropriate, confidentiality will be maintained consistent with Morrissey's legal and ethical responsibilities.

## 7.0 CORRECTIVE ACTION

If Morrissey's investigation substantiates a legal or ethical violation, corrective action will be implemented. Any Supplier who violates the law or this Code will be subject to appropriate remedial action, taking into consideration the contractual terms in effect between Morrissey and the Supplier.

## 8.0 AUDIT AND ASSURANCE

Morrissey may request cooperation with audits and assessments in connection with a Supplier's business activities, taking into consideration the contractual terms in effect between Morrissey and the Supplier.


## 9.0 LABOR AND HUMAN RIGHTS

Supplier shall uphold the human rights of workers and treat them with dignity and respect.

### 9.1 FREELY CHOSEN EMPLOYMENT

Suppliers shall not use forced, bonded, indentured labor or involuntary prison labor. Slavery or trafficking of persons shall not be used. This includes transporting, harboring, recruiting or transferring or receiving persons by means of threat, force coercion, abduction or fraud for labor or services. There shall be no unreasonable restrictions on workers' freedom of movement within the facility or unreasonable restrictions on entering or exiting company provided facilities. All work will be voluntary and all workers will be free to leave upon reasonable notice. Suppliers and agents may not hold or otherwise destroy, conceal, confiscate or deny access government-issued identification, passports or work permits unless the holding of worker permits is required by law or to the extent that the Supplier needs brief access to such documents in order to comply with applicable laws.

Suppliers shall take steps to ensure that Supplier agencies providing workers to the Supplier are aware of and compliant with the provisions of the Code and that they adhere to the laws of the sending and receiving countries, whichever is more stringent in protecting workers. Contracts for both direct and contract workers shall clearly convey the conditions of employment in the language understood by the

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worker. Workers shall not be required to pay employers' and agents' recruitment fees or other related fees for their employment. Such fees and expenses include, but are not limited to expenses associated with recruitment, processing or placement of both direct and contract workers.

## 9.2 YOUNG WORKERS

Suppliers are not permitted to employ or use child labor for any purpose. Workers shall be hired only after they have presented legitimate proof of age which meets local age qualification laws. The use of legitimate workplace learning programs that comply with all applicable laws and regulations is supported.

Workers under the age of 18 (young workers) shall not perform work that is likely to jeopardize their health or safety, including night shifts and overtime.

## 9.3 WORKING HOURS

Working hours shall not exceed the maximums set by local law. Further, a workweek should not be more than 60 hours per week, including overtime, except in emergency or unusual situations. Workers shall be allowed at least one day off every seven days.

## 9.4 WAGES AND BENEFITS

Compensation and benefits provided to workers shall comply with all applicable laws and regulations, including those relating to minimum wages, overtime hours and any legally mandated benefits. In compliance with local laws, workers shall be compensated for overtime at pay rates greater regular hourly rates. Deductions from wages as a disciplinary measure shall not be permitted. The basis on which workers are paid is to be clearly conveyed to them in a timely manner via pay stub or similar documentation. For each pay period, workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed. All use of temporary, dispatch and outsourced labor will be within the limits of the local law.


## 9.5 NON-DISCRIMINATION AND PROHIBITED HARASSMENT

Morrissey is committed to providing a respectful work environment, where all are treated with dignity, respect, honesty and sensitivity. Morrissey prohibits unlawful discrimination and harassment on any protected basis under applicable law, including, but not limited to: color, race, religion, gender, sexual orientation, national origin, ethnicity, age, disability, pregnancy, veteran status political affiliation, union membership, military status, medical status, marital status, gender identity and expression, protected genetic information or other legally protected factors.

Workers shall be provided with reasonable accommodation for religious practices. In addition, workers are not to be subjected to medical/pregnancy tests or physical exams for the purposes of unlawfully discriminating against such an individual.

Morrissey does not allow harsh or inhumane treatment. This includes sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse; psychological harassment, as well as any threats of any such treatment or acts of violence, all of which are strictly prohibited and not tolerated.

Workplace behavior which is deemed offensive, intimidating or disparaging to any individual or group and is based on that individual's inclusion in a legally protected group (or as otherwise defined under applicable law) is strictly prohibited.

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Morrissey also prohibits unlawful harassment based on the perception that an individual is a member of such a group, or is associated with an individual who is or is perceived to be a member of a protected group.

The use of any electronic media, including telephone, fax, e-mail, instant messaging, social media or the Internet for the purpose of unlawful harassment will not be tolerated.

Morrissey expects Suppliers to conduct themselves in accordance with Morrissey's policies against discrimination and harassment.

#### 9.6 **FREEDOM OF ASSOCIATION**

Suppliers shall respect workers' rights under applicable law to form or participate in (or refrain from forming or participating in) organizations of their choosing, including trade unions, worker committees, or other worker associations. Morrissey further respects the rights of workers to engage in peaceful assembly and/or bargain collectively, pursuant to lawful process, and without illegal interference, intimidation, discrimination, retaliation, or harassment. Morrissey may undertake to implement grievance mechanisms in lieu of formal representation, as may be requested by workers and appropriate under the circumstances.

### 10.0 **ENVIRONMENTAL, HEALTH AND SAFETY (EH&S) MANAGEMENT**

Suppliers shall integrate sound environmental, health and safety management practices into their business operations and operate in full compliance with laws and regulations. Suppliers shall conform to the Morrissey's Environmental Health & Safety Policy (QA-EM-01).

#### 10.1 **OCCUPATIONAL HEALTH AND SAFETY**

Suppliers shall integrate sound health and safety management practices into all aspects of business. Suppliers shall comply with applicable legal regulations and implement and continually improve environmental, health and safety (EH&S) performance.

##### 10.1.1 **Occupational Safety**


Worker exposure to potential health and safety hazards shall be controlled through proper design, engineering and administrative controls, preventative maintenance, safe work procedures, and ongoing safety training. Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well maintained, personal protective equipment (PPE) and educational materials about risks to them associated with these hazards. Workers shall be encouraged to raise health or safety concerns.

##### 10.1.2 **Emergency Preparedness**

Emergency situations and events are to be identified and assessed, and their impact minimized by implementing emergency plans and response procedures, including emergency reporting, employee notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, site evacuation and recovery plans. Such plans and procedures shall focus on minimizing harm to life, the environment and property.

##### 10.1.3 **Occupational Injury and Illness**

Procedures and systems shall be in place to prevent, manage, track and report occupational injury and illness, including provisions to encourage worker reporting, classify and record injury

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and illness cases, provide necessary medical treatment, investigate cases and implement corrective actions to eliminate their causes and facilitate the return of employees to work.

#### 10.1.4 **Industrial Hygiene**

Worker exposure to chemical, biological and physical agents is to be identified, evaluated, and controlled. Engineering or administrative controls shall be used to control overexposures. When hazards cannot be adequately controlled by such means, worker health is to be protected by appropriate personal protective equipment programs.

#### 10.1.5 **Physically Demanding Work**

Worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.

#### 10.1.6 **Machine Safeguarding**

Production and other machinery shall be evaluated for safety hazards. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to workers.

#### 10.1.7 **Sanitation, Food, and Housing**

Workers are to be provided with ready access to clean toilet facilities, potable water and sanitary food preparation, storage, and eating facilities. Worker dormitories provided by the Supplier are to be maintained to be clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, adequate heat and ventilation, and reasonable personal space along with reasonable entry and exit privileges

#### 10.1.8 **Health and Safety Communication**

Suppliers shall provide workers with appropriate workplace health and safety training in their primary language. Health and safety related information shall be clearly posted in the facility.


### 10.2 **ENVIRONMENTAL**

Suppliers shall comply with applicable legal regulations and continually improve environmental, health and safety (EH&S) performance. Suppliers shall recognize that environmental responsibility is integral to producing world class products. In manufacturing operations, adverse effects on the community, environment and natural resources are to be minimized while safeguarding the health and safety of the public. Suppliers should identify and manage EH&S risk, placing the highest priority on those which could cause the most serious harm to people or the environment.

#### 10.2.1 **Environmental Permits and Reporting**

All required environmental permits (e.g. discharge monitoring), approvals and registrations are to be obtained, maintained and kept current and their operational and reporting requirements are to be followed.

#### 10.2.2 **Pollution Prevention and Resource Reduction**

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The use of resources and generation of waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and reusing materials.

#### 10.2.3 Hazardous Substances

Chemicals and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

#### 10.2.4 Wastewater and Solid Waste

Supplier shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle solid waste (non-hazardous). Wastewater generated from operations, industrial processes and sanitation facilities are to be characterized, monitored, controlled and treated as required prior to discharge or disposal. In addition, measures should be implemented to reduce generation of wastewater. Supplier shall conduct routine monitoring of the performance of its wastewater treatment systems.

#### 10.2.5 Air Emissions

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, routinely monitored, controlled and treated as required prior to discharge. Supplier shall conduct routine monitoring of the performance of its air emission control systems.

#### 10.2.6 Product Compliance / Materials Restrictions

Suppliers shall ensure they comply with all laws and regulations that restrict or prohibit the use of certain chemical compounds as constituents of products and manufacturing. Suppliers shall comply with all customer requirements, national laws and regulations regarding the labeling, recycling and disposal of chemicals and materials, especially those materials designated as hazardous waste.

#### 10.2.7 Storm Water Management

Supplier shall implement a systematic approach to prevent contamination of storm water runoff. Supplier shall prevent illegal discharges and spills from its operations from entering storm drains.


#### 10.2.8 Energy Consumption and Greenhouse Gas Emissions

Energy consumption and greenhouse gas emissions are to be tracked and documented, at the facility and/or corporate level. Suppliers are to look for cost-effective methods to improve energy efficiency and to minimize their energy consumption and greenhouse gas emissions.

### 10.3 RESPONSIBLE SOURCING OF MINERALS

Suppliers of materials that contain tin, tantalum, tungsten, and/or gold shall have a policy to ensure they do not directly or indirectly finance or benefit armed groups that are responsible or linked to serious human rights abuses in conflict-affected mines and high-risk areas, including the eastern region of the Democratic Republic of the Congo. Suppliers shall exercise due diligence on the source and chain of



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custody of these minerals and make their due diligence measures available upon request. For more information please reference the ***Morrissey Conflict Minerals Policy***.

## 11.0 RESPECTFUL WORKPLACE

### 11.1 SUBSTANCE ABUSE

Morrissey is committed to providing a safe work environment that is free from the use of prohibited substances, including drugs and alcohol. The abuse of alcohol, the use of illegal drugs or controlled substances, or the misuse of prescription drugs have the potential to affect Morrissey's safety attendance, productivity, attitude, reliability and much more. Morrissey's commitment to a safe workplace is strictly enforced, consistent with local law, and where allowed by local law, applies to Suppliers as follows:

- You may not unlawfully manufacture, distribute, sell, possess or use illegal or controlled substances while representing or conducting business with or for Morrissey. This prohibition also applies to the misuse of lawfully prescribed medication and alcohol.
- You may not be in possession of or under the influence of controlled substances or alcohol while on property owned or occupied by Morrissey.
- Suppliers suspected to be in violation of Morrissey's relevant substance abuse policies will be referred to their own employer and may be barred from Morrissey premises. Under the terms of certain contracts and where allowed by law, Suppliers may be required to submit to testing prior to being allowed on Morrissey premises.

### 11.2 WORKPLACE NON-VIOLENCE AND PROHIBITION OF WEAPONS

Morrissey is committed to a work environment free from violence, intimidation and other disruptive behavior. Bullying, violence, threats, harassment, intimidation and other disruptive behavior will not be tolerated. Such behavior can include oral or written statements, gestures or expressions that communicate a threat of physical harm.

Morrissey prohibits firearms, ammunition, explosives or other weapons on any property owned or occupied by Morrissey, except as allowed by local law. Suppliers are prohibited from personally carrying or transporting any weapon in their vehicles while conducting business with or on behalf of Morrissey or when using Morrissey transportation, except as allowed by local law. Exceptions to this policy will be permitted only with the prior written approval of Morrissey. Authorized weapons shall be appropriately secured from theft, misuse and accidental discharge, and shall be handled in compliance with applicable laws.


## 12.0 ETHICS

Morrissey expects its Suppliers to be committed to the highest standards of ethical business conduct in all their business dealings.

### 12.1 CONFLICTS OF INTEREST

Morrissey expects business decisions to be made in the best interest of the company. Any situation that creates or appears to create a conflict between personal interests and the interests of Morrissey shall be avoided. A conflict of interest may arise when doing business with an organization that employs or is partially or fully owned by a Morrissey employee or an employee's family members or close personal friends. Suppliers are expected to disclose actual or potential conflicts of interest to Morrissey.



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## 12.2 NO IMPROPER ADVANTAGE

Morrissey strictly abides by all anti-bribery and corruption laws, including the U.S. Foreign Corrupt Practices Act and U.K. Bribery Act, and expects Suppliers to act in a similar manner. Suppliers may not pay bribes or engage in unfair business practices in order to advance Morrissey's business interests. The prohibition covers promising, offering, authorizing, giving or accepting anything of value, either directly or indirectly through a Supplier, in order to obtain or retain business, direct business to any person, or otherwise gain an improper advantage.

## 12.3 GIFTS AND ENTERTAINMENT

Gifts and entertainment are not needed in order to conduct business with Morrissey, and may lead or appear to lead to a conflict of interest. Therefore, we would ask that no gift or entertainment should be provided or offered. Morrissey employees with very few specifically approved exceptions are prohibited from receiving gifts and entertainment provided by suppliers.

In addition to our broader policy Morrissey expressly prohibits the following situations for Morrissey employees:

- Requesting or soliciting personal gifts, entertainment, or services.
- Accepting any gift or entertainment that would be illegal or result in violation of the law.
- Accepting any gift of cash or cash equivalents (such as gift certificates, loans, stock options). Accepting anything offered as "quid pro quo" or as part of an agreement to do anything in return for the gift or entertainment.
- Accepting bribes or kickbacks.
- Participating in any entertainment that is unsavory, sexually oriented, or otherwise violates our commitment to mutual respect.
- Participation in any activity that would cause the person giving the gift or entertainment to violate his or her own employer's standards.


Suppliers are expected to support this requirement by not offering anything of value to Morrissey employees.

Morrissey understands and appreciates the benefits of good supplier relationships and will continue to build strong business ties. The understanding is that these ties will be built on the foundations of a quality product coupled with good service and good value.

## 12.4 DISCLOSURE OF INFORMATION, PROTECTION OF IDENTITY AND PRIVACY

Suppliers are expected to safeguard Morrissey's confidential information by keeping it secure, limiting access to those who have a need to know in order to do their job, and avoiding discussion of confidential information in public areas, for example on planes, in elevators and on mobile phones. Morrissey's confidential information may not be disclosed to unauthorized Suppliers without the express prior written consent of the appropriate Morrissey employee. Examples of confidential information include labor, health & environmental practices, intellectual property, financial information, business plans and processes, contracts, customer information, employment and personnel records, identities of whistleblowers and related investigations, and any other information marked or generally regarded as confidential.

Programs that ensure the confidentiality, anonymity and protection of your Supplier and employee whistleblowers are to be maintained, unless prohibited by law. Suppliers should have a communicated process for their personnel to be able to raise any concerns without fear of retaliation. The obligation to

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preserve Morrissey's confidential information may be ongoing, even after the business relationship ends. Morrissey will respect and safeguard the confidential information of its Suppliers.

#### 12.5 **FAIR BUSINESS, ADVERTISING AND COMPETITION**

Morrissey believes in free and open competition, and strictly abides by all applicable fair competition and antitrust laws in the many countries where Morrissey conducts business. Suppliers are expected to comply with all applicable laws and regulations regarding fair competition, advertising and antitrust.

#### 12.6 **ACCURATE BUSINESS RECORDS**

Suppliers are expected to record and report information accurately and honestly. Suppliers are expected not to hide, fail to record, or make false entries in connection with any business records. All records, including financial and operational records, are expected to accurately reflect transactions, payments and events.

#### 12.7 **OTHER LEGAL REQUIREMENTS**

Suppliers are expected to comply with all applicable laws, including local, state, provincial, and national laws, codes, rules and regulations as well as all applicable treaties, not otherwise set forth in Morrissey's Code of Conduct for Suppliers.

#### 12.8 **MONITORING AND COMPLIANCE**

Suppliers are expected to notify Morrissey immediately if they become aware of any noncompliant practices by themselves, their employees and their own Suppliers under the Code. Suppliers are further expected to promptly develop and implement plans or programs to correct any such practices. Suppliers should also be aware of the fact Morrissey engages in various monitoring activities to confirm compliance with the Code including conducting its own and independent Supplier site inspections and audits.

#### 12.9 **QUESTIONS OR CONCERNS**


Morrissey strongly encourages any Supplier who feels pressured by a Morrissey employee or another Supplier to violate the Code to promptly raise concerns to Morrissey hot line – 0194661921.

### 13.0 **PROPER USE OF ASSETS AND IDEAS**

#### 13.1 **INTELLECTUAL PROPERTY**

The value of ideas, creations, innovations, works of authorship and proprietary information ("Intellectual Property") often exceeds the value of more tangible items, such as physical property. Morrissey's Intellectual Property is central to developing new products, attracting new business opportunities and maintaining existing businesses in a highly competitive environment. Suppliers are not allowed to use Morrissey's Intellectual Property for personal benefit or for the profit or benefit of persons outside of Morrissey. Instead, Morrissey's Intellectual Property may only be used in the furtherance of the purposes for which Morrissey has retained the Supplier.

Just as Suppliers are obliged to properly use and protect Morrissey's Intellectual Property, Suppliers have an obligation to ensure the same respect for the Intellectual Property of others. Therefore, Suppliers shall not copy, distribute or otherwise use the Intellectual Property of others while on the premises of Morrissey or while performing services for Morrissey, unless expressly authorized to do so by an authorized representative of or written agreement with Morrissey.

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### 13.2 MANAGING MORRISSEY RECORDS

Suppliers shall comply with Morrissey's expectations regarding records (whether in hard copy or electronic) related to the Supplier's relationship with Morrissey and activities on Morrissey's behalf:

- Compliance with any laws or regulations requiring retention of records;
- Preservation of all records that may be relevant to any ongoing or expected litigation, audits or government investigations (as instructed by Morrissey);
- Proper organization and labeling of records;
- Disposal of records having no continuing business value to Morrissey;
- At the conclusion of the business relationship with Morrissey, return all records to Morrissey or otherwise handle or dispose of them as instructed by Morrissey.

### 14.0 DATA PRIVACY AND SECURITY

Morrissey is committed to compliance with all laws regarding privacy and security of personal data (also referred to as personally identifiable information) in all countries in which Morrissey operates. In the course of business with Morrissey, Suppliers may be exposed to or otherwise handle personal data of Morrissey employees and others. Therefore, Suppliers shall comply with all applicable data privacy and security laws and shall ensure appropriate security measures are applied and that personal data is only collected, processed and used for legitimate business purposes, consistent with those purposes for which such data was initially collected. Suppliers should seek guidance from Morrissey if they have any questions or concerns about Morrissey's expectations for handling personal data.


#### 14.1 CAREFUL COMMUNICATION AND SOCIAL MEDIA

Suppliers are expected to communicate in relation to Morrissey's business or with Morrissey employees in a responsible manner, consistent with business purpose of such communication. In all instances, communications shall be truthful and shall avoid exaggeration, speculation, inappropriate language and derogatory remarks or characterizations. This applies to communications of all kinds, whether written or verbal. Suppliers shall receive specific authorization from authorized representatives of Morrissey to make any statement related to Morrissey to any media representative, or in any social media environment.

#### 14.2 ACCEPTABLE ELECTRONIC USAGE

Morrissey may provide Suppliers with certain IT and communication tools (e.g., computer, e-mail, Instant Messaging), as are appropriate for those Suppliers activities on behalf of Morrissey. Regardless of which IT or communication tools are provided, Suppliers shall use them in an acceptable manner and for proper business purposes. This applies to all communications related to Morrissey business or involving Morrissey employees, regardless of whether the communication is via a Morrissey-owned device or otherwise. Inappropriate uses of electronic communication tools include:

- Accessing, distributing or storing materials that could be considered unethical, inappropriate, offensive, disrespectful or abusive to others.
- Sending, receiving, forwarding or copying information in violation of copyright laws.
- Conducting illegal activities or outside business in conflict with responsibilities to Morrissey.
- Misrepresenting oneself as another individual or as a Morrissey employee.

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#### 14.3 SECURITY AND PROPER USE OF MORRISSEY PROPERTY

Suppliers may have access to Morrissey property or funds, and such Suppliers shall manage these assets with integrity and avoid misuse. Fraud, theft, embezzlement or other improper means of diverting Morrissey's assets is illegal and unethical. Losses can often be limited through normal precautions, including, but not limited to, the following:

- Securing Morrissey equipment, supplies and material against theft or unauthorized use and
- Reporting suspicious persons or activities to Morrissey.

#### 15.0 MANAGEMENT SYSTEMS

Suppliers shall adopt or establish a management system designed to ensure conformance with the Code and compliance with applicable laws and regulations and mitigate related operational risks, and facilitate continual improvement. The management system should contain the following elements: company commitment, management accountability and responsibility, legal and customer requirements, risk assessment and risk management, improvement objectives, training, communication, worker feedback and participation, audits and assessments, corrective action process, documentation and records, sub-Supplier responsibility.


#### 16.0 IMPLEMENTATION

Each Supplier shall establish procedures for ensuring conformance with these terms. As part of its Supplier review, Suppliers shall certify conformance to this standard by providing a signed Appendix A to their Morrissey purchasing representative.

As part of its Supplier audit program, Morrissey may also request to audit Supplier facilities. In the event that major non-compliances to this Code are discovered and are not rectified by the Supplier within appropriate timeframes specified by Morrissey, Morrissey reserves the right to re-consider the Supplier from the Morrissey Approved Vendor List.

##### 16.1 EXCEPTIONS

- 16.2 The Code will be used as the foundation for global labor and employment, environmental, health and safety, and compliance and ethics practices for all Suppliers. Therefore, any exceptions to the Code must be approved by the Morrissey.

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## 17.0 Appendix A

From:

To:

Subject: Acknowledgement of Morrissey Social Responsibility (SR) Policy – Code of Conduct for Supplier

Date:

The Social Responsibility (SR) Policy – Code of Conduct For Supplier is expected to read and understand the requirements for mutual benefit of both Morrissey and the suppliers. The suppliers should identify the gap/s between the requirements and the current system of the organization, and take appropriate action/s to improve them.

The Supplier shall sign the declaration below to acknowledge the organization understanding and commitment to meet the mentioned requirement in the Morrissey Social Responsibility (SR) Policy – Code of Conduct for Supplier.

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Supplier's acknowledgement and declaration: Having read and understood the Morrissey Social Responsibility (SR) Policy – Code of Conduct For Supplier, we agree to the terms and condition within this specification.

Organization (Supplier) Quality Manager Acknowledgement

Name ( \_\_\_\_\_ )

\_\_\_\_\_ Date

Company Chop