

SUPPLIER CODE OF CONDUCT



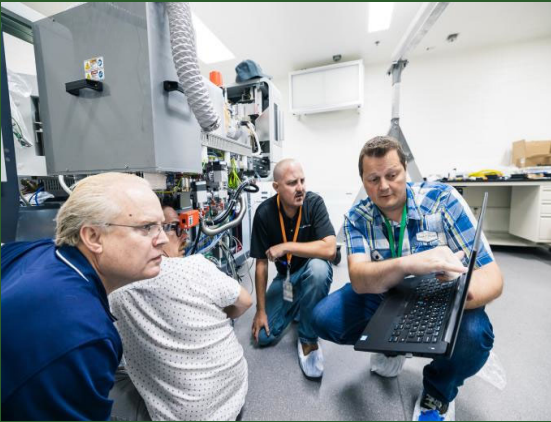
IMPACT | INTEGRITY | TEAMWORK | SAFETY | SERVICE

POLICIES AND SUPPLIER CODE OF CONDUCT

At ORNL, we stand firmly behind the values which shape and guide us in our daily operations and relationships: Impact, Integrity, Teamwork, Safety, and Service. These simple yet essential values ensure that we conduct ourselves with the utmost integrity, delivering high-quality products while following all applicable laws, regulations, and standards of business conduct and avoiding even the appearance of impropriety. The *Supplier Code of Conduct* expresses the expectations we hold for our suppliers. We expect our subcontractors to conduct themselves with the highest degree of integrity and honesty. We further expect our subcontractors to disclose credible evidence of violations of law and/or the civil False Claims Act and to promptly notify us of any overpayments or billing errors.



STEPHEN STREIFFER
Laboratory Director



LAWS, REGULATIONS, AND CONTRACTS

UT-Battelle, as a management and operations contractor to the Department of Energy (DOE) must, at a minimum, perform all duties and meet all expectations in accordance with their Prime Contract with the DOE. UT-Battelle expects all subcontractors to comply with these expectations. Subcontractors must comply with applicable laws, regulations, and contractual obligations such as the DOE Prime Contract Flowdowns.

ANTI-CORRUPTION LAWS

Subcontractors must comply with the anti-corruption laws, directives, and regulations that govern operations in the countries in which they conduct business, including the US Foreign Corrupt Practices Act. UT-Battelle expects suppliers to practice due diligence to prevent and detect bribery

and corruption in all business arrangements, including entering into partnerships or joint ventures, engaging contractors and subcontractors, and hiring third-party intermediaries, such as agents or consultants. Known foreign affiliations should be properly disclosed to UT-Battelle.

GIFTS OR BUSINESS COURTESIES

Subcontractors are prohibited from offering business courtesies to gain an unfair competitive advantage. Subcontractors must ensure that the offering or accepting of any gift or business courtesy is permitted under law and that any such exchanges do not violate the rules and standards of UT-Battelle.

FAIR COMPETITION/ANTI-TRUST

UT-Battelle expects our subcontractors to comply with antitrust laws. Subcontractors must not engage in discussion, correspondence, sharing of sensitive information such as pricing, or rig bids in breach of competition or antitrust laws. Subcontractors must report any potentially anticompetitive activity and enquiries made to UT-Battelle in connection with such activities to the legal department.

CONFLICT OF INTEREST

Subcontractors must avoid all conflicts of interest or situations that can create a potential conflict of interest. Subcontractors must provide immediate notification to all affected parties in the event that an actual or a potential conflict of interest arises. This includes a conflict between UT-Battelle's interests and the interests of a subcontractor, a subcontractor's employees, close relatives, friends, or associates.

MAINTAIN ACCURATE RECORDS

UT-Battelle expects subcontractors to accurately and securely create, store, and maintain business records, and not alter any record entry to conceal or misrepresent the transaction. All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction being documented. Subcontractors may not use, disclose, or distribute UT-Battelle information for any purposes beyond the scope of their contracted work and not without UT-Battelle's prior written authorization.

MANAGEMENT OF RISK

Subcontractors are to actively manage risk. Subcontractors should share information on risk to ensure that the risk can be mitigated.

PAYMENT OF TAXES

Subcontractors must ensure they comply with all applicable tax laws and regulations in the countries where they operate. Under no circumstances should subcontractors engage in deliberate tax evasion or facilitate such evasion on behalf of others. It is expected for subcontractors to put in place effective controls to minimize the risk of tax evasion and to provide appropriate training, support, and whistleblowing procedures to ensure employees understand and implement them effectively and report any concerns.

TIMELY PAYMENT OF SUPPLIERS

UT-Battelle expects subcontractors to be fair and reasonable in their payment practices and pay valid invoices on time, in accordance with agreed contractual payment terms.

IMPORTS AND EXPORTS

Subcontractors must ensure that business practices are in accordance with all applicable laws, directives, and regulations governing the import and export of parts, components, software, technical data, and services. Subcontractors must provide accurate and complete information and obtain authorizations when necessary.

HEALTH AND WORKPLACE SAFETY

UT-Battelle expects subcontractors to establish appropriate workplace safety management to ensure compliance with safety and health laws and regulations as well to protect the health, safety, and welfare of employees, contractors, visitors, and others who may be affected by the subcontractor's activities. Subcontractor's must ensure that each employee's performance and safety are not impaired by alcohol, controlled substances, or drugs.



HARASSMENT

UT-Battelle expects subcontractors to ensure that their employees are presented an employment environment that is free from intimidation; physical, psychological, sexual, and verbal harassment; and other abusive conduct.

WAGE, BENEFITS, AND WORKING HOURS

UT-Battelle expects that subcontractors will provide employees with regulated hours of work, daily and weekly rest periods, and annual leave. Subcontractors must pay workers at least the minimum compensation required by local law and provide all legally mandated benefits. In addition to payment for regular hours of work, workers must be paid for overtime at such premium rate as is legal. Subcontractors must not permit deduction from wages as a disciplinary measure nor permit any other deductions that are not provided by national law.

DISCIPLINARY AND GRIEVANCE MECHANISM

Subcontractors are to have an employee disciplinary process in place to address concerns regarding employee work, conduct, or absence. UT-Battelle expects subcontractors to have a grievance mechanism for employees to raise a workplace problem or concern or to appeal a disciplinary decision.

COUNTERFEIT PARTS

Subcontractors are to develop, implement, and maintain effective processes appropriate to their products to minimize the risk of counterfeit parts and materials being delivered and to prevent such parts from reentering the supply chain. Subcontractors must notify UT-Battelle immediately if they detect or suspect counterfeit parts and/or materials.

ENVIRONMENT

UT-Battelle encourages subcontractors to conduct their business in a manner that complies with applicable environmental laws and regulations and that they manage environmental risks across operations, products, and supply chain. Subcontractors are expected to establish an appropriate environment management system, including policies and procedures aimed at effectively managing their environmental performance and to integrate environmental considerations into their product design or service. Subcontractors are to collaborate with UT-Battelle to improve the processes and systems throughout the product life cycle to protect the environment.

PROTECTING SENSITIVE, CONFIDENTIAL, AND PROPRIETARY INFORMATION

Subcontractors must ensure that all sensitive, confidential, and proprietary information is appropriately protected in accordance with contractual agreements and with all applicable laws and regulations. Subcontractors must comply with the applicable data privacy laws on the collection, processing, and transfer of personal data and information. Subcontractors, through appropriate physical and electronic security procedures, must protect the sensitive, confidential, and proprietary information owned by UT-Battelle and by others, from unauthorized access, destruction, use, modification, and disclosure.

CYBERSECURITY

UT-Battelle expects subcontractors to understand the cybersecurity landscape, including requirements from UT-Battelle and governments worldwide. UT-Battelle expects subcontractors to adopt security practices in accordance with an industry-leading security framework. Subcontractors must ensure that products delivered to UT-Battelle satisfy relevant cyber-related regulations for product safety, airworthiness, and quality, and that they comply with all contractual cyber requirements. In the event of a cyber breach, promptly notify UT-Battelle.

HUMAN RIGHTS

UT-Battelle expects subcontractors to conduct their business and operations in a way that respects human rights. Subcontractors are expected to identify risks and actual adverse human rights impacts related to their activities and business relationships. It is expected that appropriate steps are in place to reduce risk and ensure operations do not contribute to human rights abuses and to remedy any adverse impacts directly or contributing to their activities or business relationships.

CHILD LABOR

Subcontractors are expected to ensure that child labor is not used in the performance of work. The term “child” refers to any person under the minimum legal age for employment where the work is performed, and/or the minimum working age defined by the International Labor Organization.

MODERN SLAVERY

Subcontractors must prevent any involvement in all forms of modern slavery, including human trafficking and forced, bonded, or indentured labor. All work should be voluntary on the part of the employee. UT-Battelle expects subcontractors to provide all employees with written policies and procedures so that the employee understands wages, working hours, benefits, and other working and employment conditions. Subcontractors must not destroy, conceal, confiscate, or otherwise deny access to any form of employee identification (e.g., passports or work permits) as a condition of employment. Subcontractors must respect the right of workers to terminate their employment after reasonable notice and to receive all owed salary.



Non-UT-Battelle employees may report concerns through the following channels:

Email: employeeconcerns@ornl.gov

Phone: ORNL Concerns Office, 1.865.241.8255

Hotline: <https://ornl.ethicspoint.com/>
1.888.280.0616

