



SUPPLIER CODE OF CONDUCT

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The Vexos Supplier Code of Conduct (“Code”) formalizes the key principles under which suppliers to Vexos and its global subsidiaries (“Vexos”) are required to operate.

In selecting suppliers, Vexos works hard to choose reputable business partners who are committed to ethical standards and business practices compatible with those of Vexos.

This Code formalizes Vexos’s practices and makes clear that, recognizing differences in cultures and legal requirements, we expect that wherever our suppliers are located, producing products for us, producing components that we use in our products, and wherever services are performed for us (collectively “Suppliers”), that they are produced and/or provided in a manner compatible with the high standards that contribute to the outstanding reputation of Vexos. Suppliers are required to comply with this Code and to have and maintain practices similar to those in Vexos’s Code of Conduct.

This Code applies to all Suppliers of Vexos including every facility of a Supplier.

Vexos strongly encourages Suppliers to exceed the requirements of this Code and promote best practices and continuous improvement throughout their operations and those of their suppliers, service providers, and extended networks. If there is a conflict between applicable laws and this Code, or there is no local legal requirement, the stricter standard shall apply if it does not violate local law.

FAIR BUSINESS PRACTICE

Vexos thrives to create an environment where business confidence is built through Best Business Practices and is fostered in an atmosphere of trust and respect between providers of goods and services and their users, for the ultimate benefit of Society. We expect the highest ethical practices, by business and involved professionals, in order to provide complete satisfaction from our suppliers. We request maximum truthfulness regarding product and services and avoid practices which may result in any conflict of interest among suppliers, customers and stake holders.

We require our suppliers to not indulge in any kind of corruptive practices and fraudulent activities. We will not misuse an advantageous market position to the detriment of suppliers and do not encourage any anti-competitive practices. We expect our suppliers to respect related intellectual property rights and ensure protection of privacy of Vexos. We honor the agreed contract with suppliers regarding price, delivery, warranty and after sales services. We have systems for fair and impartial handling of all kinds of supplier grievances.

LAWS AND REGULATIONS

Suppliers must operate in full compliance with all applicable laws and regulations of the countries in which they operate and in full compliance with this Code.

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CORRUPTION

Bribery, extortion and kickbacks are prohibited. Suppliers must comply with all applicable anti-bribery and anticorruption laws. Vexos is subject to the U.S. Foreign Corrupt Practices Act ("FCPA"), which prohibits bribery of foreign government officials (including employees of state-owned enterprises). Improper payments by Suppliers can create FCPA liability for Vexos and Suppliers.

CHILD LABOR

Suppliers must comply with local laws regarding the minimum age of employees. The minimum age for workers must be the greater of: (a) 15 years of age or 14 years of age where local law allows such an employment age consistent with International Labor Organization guidelines; or (b) the age for completing mandatory (compulsorily) education; or (c) the minimum age established by law in the country of manufacture.

In addition, Suppliers must comply with all legal requirements for the work of authorized young workers, particularly those pertaining to hours of work, wages, safety, working conditions, and the handling of certain materials.

FORCED LABOR

Suppliers must not use any type of involuntary or forced labor, including indentured, bonded, prison, slave or human trafficked labor.

HARASSMENT

Suppliers must treat all workers with respect and dignity. No work shall be subject to corporal punishment, physical, sexual, psychological or verbal harassment or abuse. In addition, Suppliers will not use monetary fines as a disciplinary practice.

WAGE AND BENEFITS

Suppliers 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 hours at such premium rate as is legally required or, in those countries where such laws do not exist, at least equal to their regular hourly payment rate. In addition, Suppliers must provide accident insurance to their workers for work-related accidents and compensation for work-related accidents resulting in permanent disability as legally required in those countries that it operates.

HOURS OF WORK

Suppliers must ensure that on a regularly scheduled basis, except in extraordinary business circumstances, workers are not required to work more than (a) 60 hours a week, including overtime, or (b) the limits on regular and overtime hours allowed by the laws of the country of manufacture.

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HEALTH AND SAFETY

Suppliers must provide workers a clean, safe and healthy work environment in compliance with all legally mandated standards for workplace health and safety in the countries in which they operate. This includes any residential facilities a Supplier provides to its workers.

NONDISCRIMINATION

Suppliers must ensure employment – including hiring, payment, benefits, advancement, termination and retirement – is based on ability and not on beliefs or any other personal characteristics such as color, race, caste, religion, age, maturity, nationality, social or ethnic origin, status, sexual orientation, gender, gender identity or expression, HIV, marital status, pregnancy, political affiliation, military service (Veterans), union membership, disability or any other status or characteristic that is not related to the individual's merit or the inherent requirements of the job.

WOMEN'S RIGHTS

Suppliers will ensure women workers receive equal treatment in all aspects of employment. Pregnancy tests and contraception will not be a condition of employment.

FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING

Suppliers must recognize and respect any rights of workers to exercise lawful rights of free association, including joining or not joining any association. Suppliers also must respect any legal right of workers to bargain collectively.

ENVIRONMENT

Suppliers must comply with all local environmental laws applicable to the workplace, the products produced, and the methods of manufacture. Additionally, Suppliers must not use materials that are considered harmful to the environment, but should encourage the use of processes and materials that support sustainability of the environment.

SUBCONTRACTING

Suppliers must not use subcontractors to manufacture Vexos products or product components that contain Vexos's trademarks or tradenames without prior approval from Vexos, and only after the subcontractor has agreed to comply with this Code. Suppliers must ensure that their suppliers, service providers, and extended networks have ethical and business practices that are similar to Vexos's practices.

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COMMUNICATION

Suppliers should communicate, through their existing ethical operating standards/practices or through this Code, so that their workers, supervisors and permitted subcontractors are aware of the expectations /requirements detailed in this Code.

COMMUNITY SUPPORT

Suppliers should support their local communities through monetary donations and aid given to nonprofit organizations and communities. Suppliers should encourage their employees to volunteer their time to support activities within their local community.

MONITORING AND COMPLIANCE

Vexos will take affirmative measures, such as self-surveys and on-site inspections of production facilities, to ensure compliance with this Code. Suppliers must allow employees from Vexos or its designated representatives full access to facilities, documents, worker records and workers for confidential interviews in compliance with local laws. In certain circumstances, Vexos may require Suppliers to allow Vexos customers to accompany Vexos's representatives during an audit. Those customers may also require full access to facilities, documents, worker records and workers for confidential interviews in compliance with local laws under the terms of a customer's code of conduct.

Suppliers are expected to take necessary corrective actions to promptly remedy any identified noncompliance. Vexos reserves the right to terminate its business relationship with any Supplier who is unwilling or unable to comply with this Code when termination is allowed by local laws.

This Code generally includes standards that are objective, measurable and linked to applicable local laws. However, in certain areas there are terms that may benefit from further explanation. Vexos has provided definitions of key terms that clarify the minimum requirements set forth in the Code.

DEFINITIONS OF KEY TERMS

APPLICATION OF THE CODE OF CONDUCT

The Code represents Vexos's core values, which apply to our entire supply network – from raw materials and components through finished goods and service providers. Vexos takes active steps to communicate its Supplier Code of Conduct to all business partners.

To the extent Vexos becomes aware – through either internal or external sources of information – of violations of the terms of the Code anywhere along the supply network, Vexos will actively investigate and follow-up on any identified noncompliance.

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HOURS OF WORK – EXTRAORDINARY BUSINESS CIRCUMSTANCES

- Natural disasters, including but not limited to earthquakes, typhoon, hurricanes and fires, directly affecting a supplier.
- Unforeseeable disruption in production resulting from a natural disaster at a supplier facility (for example, a typhoon disrupts the production at an oil refinery facility that has a direct impact on a resin facility's operation).
- Unforeseeable business events at a facility, including but not limited to peak season machine malfunction.

These exceptions for Extraordinary Business Circumstances do **not** provide a basis for exceeding the local laws limiting hours of work – or number of days worked without a day off.

HEALTH AND SAFETY – A CLEAN, SAFE AND HEALTHY WORK ENVIRONMENT IN COMPLIANCE WITH ALL APPLICABLE, LEGALLY MANDATED STANDARDS.

Clean, safe and healthy work environment includes all requirements of the applicable local law (for example, the Occupational Safety and Health Act for factories in the United States). The principle areas of focus in this regard will initially be:

- Fire Safety
- Machine Guards
- Personal Protective Equipment
- Lighting, Temperature and Ventilation
- Toilet Facilities

ENVIRONMENT – MATERIALS THAT ARE CONSIDERED HARMFUL TO THE ENVIRONMENT AND/OR ARE REGULATED BY GOVERNMENTAL AGENCIES

In addition, regulated minerals known as “3TG” metals – cassiterite/tin, columbite-tantalite/tantalum, wolframite/tungsten and gold (and others determined by the U.S. Secretary of State as financing conflict in the DRC countries); and originating from the Democratic Republic of Congo (DRC) or adjoining countries, need to be disclosed to Vexos in advance and Supplier must produce documentation tracing the origin of these minerals.

SUBCONTRACTING – SUBCONTRACTORS IN THE MANUFACTURE OR ASSEMBLY OF VEXOS'S PRODUCTS FOR WHOM THE SUPPLIER CODE OF CONDUCT ALSO APPLIES.

Facilities, other than the facility identified for the production of a product for Vexos, involved in either the final assembly of the product or the manufacture of product components bearing any.

Materials that are regulated by governmental agencies or are considered harmful to the environment, including chemicals, should not be used by Vexos Suppliers. These materials are identified in the Vexos Restricted Materials List.