



# DuBois Chemicals

## Supplier Code of Conduct

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## Who We Are

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DuBois Chemicals, Inc. its subsidiaries and affiliates (“DuBois”, “We”, “Us”, “Our” and “Our Company”) are a leading global specialty chemical and services manufacturer committed to helping its customers solve complex challenges and improving quality of life around the world. Our commitment to delivering enhanced product quality and cost-effectiveness to Our customers in specific industries has yielded outstanding results. By leveraging advanced chemistry, equipment solutions, comprehensive manufacturing process expertise, and localized technical support, We consistently create unparalleled value.

We are a growing, profitable, leading provider of value-added specialty cleaning and process solutions that meet the needs and exceed the expectations of our customers in selected market sectors around the world.

# Our Procurement Vision

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We serve as the bridge to external supply solutions that effectively meet DuBois' business requirements and deliver value to Our customers. Our sourcing decisions are guided by fairness, ethics, and a holistic consideration of total cost of ownership. We deeply appreciate Our existing relationships and constantly strive for improvement, fostering competition to drive innovation and efficiency.

**1. Value for Our Customers:** We prioritize delivering high-quality products that meet specifications and uphold the standards that set Us apart as a specialty and premium brand. Our commitment extends to promoting a sustainable and ethical supply chain, aligning with Our responsibilities as a global corporate citizen.

**2. Fairness and Ethics:** We conduct Our procurement activities with unwavering adherence to ethical practices and in full compliance with local laws. We aim to foster strong working relationships with Our partners, built on mutual respect and trust, and expect the same in return.

**3. Total Costs of Ownership and Incumbency:** Our decisions consider the best overall value proposition, taking into account business needs, pricing, quality, service, supply chain efficiencies, and the strength of Our supplier partnerships in terms of risk management and innovation. We value Our incumbent vendors for their stability, efficiency, and partnership history, and any new suppliers must offer significantly superior total value to win Our business.

**4. Continuous Improvement Mindset and Competition:** We embrace a continuous improvement mindset, continuously seeking opportunities to enhance Our operations and deliver better results. We highly value business partners who share this relentless drive for improvement. As the world evolves, We rely on Our partners to demonstrate an innovative spirit, fostering collaboration and healthy competition as We strive for growth together.

## Supplier Evaluation and Selection

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At Our Company, We conduct thorough evaluations of potential Suppliers ("Supplier", "Suppliers", "You" and "Your") to assess their sustainability performance and their ability to mitigate risks associated with material sourcing. Our main priority is to select suppliers who demonstrate responsible practices, such as sustainable sourcing, ethical labor standards, and environmental stewardship. We promote open and transparent communication with suppliers to gain a deeper understanding of their processes and identify any potential risks related to material sourcing.

Furthermore, We actively engage and collaborate with Our Suppliers to foster a transparent and sustainable supply chain. We clearly communicate Our sustainability expectations to Suppliers, encouraging them to adopt similar policies and practices. Additionally, We provide support and guidance to Suppliers, assisting them in improving their sustainability performance and addressing social concerns.

# Supplier Code of Conduct

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At DuBois, We are dedicated to upholding ethical, responsible, and sustainable business practices. Our Supplier Code of Conduct establishes the standards and expectations We have for Our Suppliers to ensure social, environmental, and ethical practices are upheld throughout their operations. This code serves as a guiding framework for Our Suppliers, assisting them in conducting business with integrity and compliance with relevant laws and regulations. We expect Our Suppliers to share Our commitment to environmental stewardship, social responsibility, and ethical business practices.

Throughout Our business relationship, We expect Suppliers to consistently adhere to and abide by DuBois' Supplier Code of Conduct. In the event that You encounter any situations where You may not meet these expectations, We require You to promptly notify Us. By doing so, Suppliers can uphold their commitment to ethical and responsible business practices, fostering a transparent and productive partnership with DuBois.

## Compliance with Laws and Regulations

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As a leading participant in the chemical industry, Our Company places great importance on complying with all applicable laws and regulations in the jurisdictions where We operate. With Our expanding global presence and growing network of partners and stakeholders, compliance is a vital element for the continued growth and success of Our business. We expect Our Suppliers to share in this commitment and consistently uphold compliance with international, national, sub-national, regional, and local laws, rules, and regulations in the areas where they conduct their operations. Each supplier must demonstrate a steadfast dedication to the highest standards of compliance, ethics, and integrity in their business practices.

**1. Legal Compliance:** Suppliers must comply with all relevant laws, regulations, and industry standards in the countries where they operate. This includes, but is not limited to, environmental, health and safety, labor, anti-corruption, and trade laws. Suppliers should establish robust processes to ensure ongoing compliance and stay informed about any changes in applicable regulations.

**2. Permits and Certifications:** Suppliers must obtain and maintain all necessary permits, licenses, certifications, and approvals required for their operations, products, and services. When requested by DuBois, Suppliers shall provide appropriate documentation to demonstrate their compliance.

**3. Government Contracting:** Suppliers engaged in government contracting or operating within the government supply chain must adhere to all relevant laws and regulations governing such activities.

**4. Sanctions and Embargoes:** Suppliers are responsible for ensuring full compliance with all applicable laws, directives, and regulations pertaining to embargoes, sanctions, economic sanctions, and restrictions on the transfer of products, components, technical data, and services to third parties. It is essential for Suppliers to provide accurate and comprehensive information and obtain the necessary authorizations as required by law. By adhering to these requirements, Suppliers can ensure that their operations align with legal obligations and prevent any potential violations.

By following these guidelines, Suppliers demonstrate their commitment to operating ethically and responsibly, fostering a strong partnership with DuBois based on mutual compliance and integrity.

# Product Safety and Quality

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As a chemical company, We have high expectations for Our Suppliers to adhere to all applicable laws and regulations regarding product safety and quality. It is imperative that Suppliers deliver products and/or services that meet these established standards. To achieve this, We anticipate Suppliers to have comprehensive quality assurance procedures in place, enabling them to promptly identify and address any defects that may arise. Suppliers have a crucial responsibility to uphold the utmost quality standards and adhere to all applicable laws and regulations when delivering their products and services. This entails the following obligations:

**a. Product Compliance:** Suppliers must comply with industry-specific standards and regulations governing the production, labeling, packaging, storage, and transportation of chemical products.

**b. Product Safety:** Suppliers must provide accurate safety data sheets (SDS) and ensure that their products are safe to handle, store, and use. They should effectively communicate any potential hazards associated with their products and provide appropriate safety instructions and precautions to users.

By upholding these requirements, Suppliers play a crucial role in ensuring the safe and high-quality delivery of Our products, while also maintaining Our commitment to customer satisfaction.

# Environmental, Health, and Safety

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DuBois is dedicated to promoting responsible practices throughout the entire lifecycle of Our chemicals and other products, encompassing their development, manufacturing, transportation, storage, handling, distribution, use, and ultimate disposal. Our goal is to minimize any adverse effects on human health and the environment. We are fully committed to environmental preservation and strict compliance with all applicable laws and regulations related to health, safety, and the environment.

As Our Supplier, We expect You to prioritize continual improvement in Your environmental, health and safety performance. It is important that You actively pursue the implementation of industry best practices to accomplish this objective. You should give significant attention to ensuring that the feedstocks, raw materials, and process chemicals You use, as well as the products You manufacture and the resulting waste, do not create an unacceptable level of risk for You r employees, the general public, or the environment.

**1. Environmental:** Suppliers are expected to identify, assess, prevent, mitigate, or rectify any actual or potential negative environmental impacts resulting from their operations. They should also conduct due diligence throughout their value chain, including agents and subcontractors. Implementation of policies and environmental management systems, accompanied by regular performance evaluations and adherence to the precautionary principle, are essential. Encouragement of good practices, including the adoption of internationally recognized environmental certifications, is also encouraged.

Suppliers are obligated to adhere to relevant environmental laws and regulations, adopt pollution prevention measures, and make efforts to minimize the discharge of hazardous substances, emissions, and waste. Environmental considerations encompass a range of factors, which may include, but are not limited to:

- a. Reduction of greenhouse gas (GHG) emissions across operations and the value chain.
- b. Prevention of pollution, spills (especially those involving chemical and hazardous materials, particles, and non-GHG emissions), as well as addressing disturbances like noise, dust, and odors.
- c. Protection of biodiversity throughout the value chain, including operational sites, protected habitats, oceans ecosystems, forests, and other High Conservation Value Areas (HCVA).
- d. Proper management of water consumption, withdrawal, discharge, and associated impacts.
- e. Promotion of eco-design and circularity of packaging.
- f. Adequate management of waste by type and disposal methods, including the transportation of hazardous waste.

**2. Health and Safety:** Suppliers must prioritize the health and safety of their employees, customers, and communities. Ensuring Workplace Safety and Emergency Preparedness is mandatory for every Supplier to create a secure and healthy work environment for their employees in accordance with applicable laws and regulations. The primary objective is to safeguard the health, safety, and well-being of employees, contractors, visitors, and others who may be impacted by the supplier's operations. Suppliers should strive to eliminate fatalities, work-related injuries, and exposure to safety hazards. Additionally, Suppliers must establish protocols to identify and address potential risks to employees, including comprehensive emergency response plans.

Suppliers are required to provide relevant safety information regarding hazardous materials to their employees. This includes:

- a. **Employee Safety:** Suppliers must maintain safe working conditions, provide appropriate personal protective equipment (PPE), and ensure that employees are trained in handling hazardous materials and chemicals.
- b. **Process Safety:** Suppliers must implement robust process safety management systems to identify and mitigate risks associated with the handling, storage, and transportation of chemicals.

## Human Rights and Labor Practices

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Suppliers must abide by human rights principles in all aspects of their business and operations. It is expected that Suppliers proactively identify and address potential risks and actual adverse impacts on human rights associated with their activities and business relationships. They should take proactive measures to minimize risks, prevent human rights abuses, and rectify any adverse impacts caused by their activities or business relationships, both domestically and internationally.

The International Bill of Rights, which includes the Universal Declaration of Human Rights (1948), the International Covenant on Civil and Political Rights (1966), and the International Covenant on

Economic, Social, and Cultural Rights (1966), serves as the internationally recognized framework for human rights. Suppliers are expected to support, raise awareness of, and uphold the principles outlined in the International Bill of Rights throughout their operations and in their interactions with agents and subcontractors. They must ensure that they are not complicit in any form of human rights violations.

Suppliers bear the responsibility of ensuring safe and equitable working conditions for their employees, while fully complying with relevant laws and regulations pertaining to human rights, labor, employment, and immigration. It is crucial to establish a work environment that prioritizes employee safety, health, and rights. This entails providing appropriate training, implementing necessary safety measures, and upholding employment and immigration laws.

**1. Equal Employment Opportunity-Equity, Diversity, and Inclusion:** Suppliers are expected to cultivate an environment that promotes equity, diversity, and inclusion, where all employees are treated with respect and fairness. We value and encourage equal employment opportunities and expect Suppliers to uphold these principles throughout their workforce. Suppliers must comply with all non-discrimination laws and regulations, ensuring that employment decisions, including hiring, compensation, benefits, career advancement, termination, and retirement, are based solely on an individual's abilities and qualifications, without any bias towards personal characteristics. By fostering an inclusive workplace, Suppliers contribute to a diverse and harmonious workforce that embraces the strengths and talents of every individual.

**2. Compensation:** Suppliers must adhere to all applicable wage and hour laws, including those pertaining to minimum wage, overtime, and other components of compensation. Additionally, all legally mandated benefits must be provided.

**3. Hours of Work:** Work hours must align with applicable laws and regulations. Suppliers must not require employees to exceed the maximum limits for regular and overtime hours established by the relevant laws.

**4. Modern Slavery:** Suppliers have a proactive obligation to prevent any involvement in modern slavery, which encompasses practices such as servitude, forced or compulsory labor, human trafficking, sex trafficking, and forced, bonded, or indentured labor. Compliance with the California Transparency in Supply Chains Act of 2010, California Civil Code, section 1714.43, and the UK Modern Slavery Act 2015 is required. Within their operations, all employment should be based on voluntary participation by the employees. Suppliers are expected to provide each employee with a written contract that clearly outlines their rights and responsibilities regarding wages, working hours, benefits, and other employment conditions. It is strictly prohibited for Suppliers to destroy, conceal, confiscate, or withhold access to any form of employee identification (e.g., passports or work permits), unless required by applicable law. Moreover, Suppliers must not charge employees any fees, recruitment costs, or deposits, directly or indirectly, as a condition for employment. They must recognize the right of workers to terminate their employment after providing reasonable notice and receive all owed wages. Additionally, Suppliers must respect the right of workers to leave the workplace at the end of their shift, as stated in the Wage, Benefit, and Working Hours policies.

**5. Child Labor:** Suppliers are required to prohibit the use of illegal child labor in their work practices. The term "child" refers to any individual who is below the minimum legal age for employment in the specific location where the work is conducted, or the minimum working age as defined by the International Labor Organization (ILO), whichever age is higher. Suppliers must take measures to ensure that no individuals falling within this definition are engaged in their operations.

**6. Fair Treatment:** Suppliers must treat their employees with dignity and respect, in line with applicable employment and labor laws. Harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, or verbal abuse, is strictly prohibited.

## Responsible Sourcing

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Suppliers are required to responsibly source raw materials and ingredients, ensuring their origin from legal and sustainable sources. This includes the following guidelines:

**1. Compliance with Regulations:** Suppliers must adhere to all laws and regulations concerning the sourcing, extraction, and transportation of raw materials. This includes compliance with regulations related to hazardous substances and restricted chemicals.

**2. Responsible Supply Chain:** Suppliers play a crucial role in promoting responsible sourcing practices throughout their supply chain. They are expected to conduct thorough due diligence on their suppliers and subcontractors to ensure compliance with environmental, social, and ethical standards. The Company places importance on Suppliers respecting the rights of indigenous communities and promoting the sustainable use of resources within their supply chains. By upholding these principles, Suppliers contribute to the establishment of a responsible and balanced supply chain.

**3. Conflict Minerals:** Suppliers must not source minerals from conflict-affected regions or engage in activities that contribute to human rights abuses, environmental degradation, or armed conflicts. Suppliers should obtain constituent minerals from sources that follow responsible practices and do not support armed groups involved in serious human rights abuses. Thorough due diligence and the ability to provide source data and supply chain-of-custody information for these minerals upon request is expected.

**4. Endangered Species:** Suppliers must comply with international agreements and regulations that protect endangered species. They should ensure that no chemicals or products contain ingredients derived from endangered plants or animals.

**5. Animal Welfare:** Suppliers of animal-based products, regardless of species or location, must adhere to applicable local and international laws and regulations. They must also commit to refraining from any acts of animal cruelty, whether directly or indirectly through agents and subcontractors. By adhering to these standards, Suppliers contribute to the ethical treatment and welfare of animals throughout the supply chain.

## Operations

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**1. Supply Chain Management:** Suppliers are expected to exercise diligence in evaluating, selecting, and overseeing the Suppliers they engage to work on behalf of or represent DuBois. Both Suppliers and DuBois share the responsibility for the conduct of these Suppliers during their association with Our Company. Failure to fulfill this responsibility may lead to penalties, such as fines, loss of essential operating authorizations, restrictions on government contracts, and other legal consequences. It is the duty of suppliers to conduct thorough due diligence and background checks on these Suppliers.

We require Suppliers to collect, analyze, manage, and continuously monitor information to ensure that any suppliers they engage share a commitment to complying with applicable laws. This includes verifying the legitimacy and background of suppliers before entering into a business relationship and maintaining ongoing monitoring throughout the duration of the relationship. Suppliers, contractors, agents, representatives, or subcontractors should be selected based on merit and competitiveness, adhering to fair and transparent selection processes. Suppliers are responsible for ensuring that their own suppliers adhere to this Code of Conduct in all business activities conducted for or on behalf of DuBois.

**2. Business Continuity:** Each Supplier bears the responsibility of developing and executing suitable business continuity plans to ensure uninterrupted product and service supply to DuBois, as well as continuous operational performance in support of DuBois.

**3. Imports and Exports:** Suppliers are responsible for aligning their business practices with all relevant laws, directives, and regulations concerning the import and export of products, components, technical data, and services. It is crucial for Suppliers to provide precise and comprehensive information and obtain any required authorizations to ensure compliance with these regulations.

**4. Sanctions and Embargoes:** Suppliers are responsible for ensuring that their business practices fully comply with all relevant laws, directives, and regulations related to embargoes, sanctions, economic sanctions, and any restrictions on the transfer of products, components, technical data, and services to third parties. It is essential for Suppliers to provide accurate and comprehensive information and obtain the necessary authorizations as required by law. By doing so, Suppliers can ensure that their operations align with legal requirements and avoid any potential violations.

**5. Payment of Taxes:** Suppliers must adhere to all relevant tax laws and regulations in the jurisdictions where they conduct business. They should maintain openness and transparency when dealing with tax authorities. Suppliers are strictly prohibited from engaging in deliberate illegal tax evasion or assisting others in evading taxes. It is expected that Suppliers establish effective controls to mitigate the risk of tax evasion or facilitation thereof. This includes providing appropriate training, support, and implementing whistleblowing procedures to ensure that employees comprehend and effectively apply these controls and can report any concerns that may arise.

## Ethics and Integrity

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Every Supplier is required to conduct their business activities in a manner that aligns with the principles of fair and robust competition, and in full compliance with all relevant laws and regulations pertaining to antitrust, unfair competition, unfair or deceptive trade practices, and accurate and truthful advertising.

Suppliers shall take preventive measures to avoid any anti-competitive behavior (including collusion practices and abuse of dominant positions). These laws are in place to prevent and restrict activities such as price fixing, coordination or control, as well as the allocation or division of customers, territories, or markets.

**1. Corruption, Extortion, Embezzlement:** Suppliers are expected to exercise diligence in evaluating, selecting, and overseeing the Suppliers they engage to work on behalf of or represent DuBois. Both Suppliers and DuBois share the responsibility for the conduct of these Suppliers during their association with Our Company. Failure to fulfill this responsibility may lead to penalties, such as fines, loss of essential operating authorizations, restrictions on government contracts, and other legal consequences. It is the duty of suppliers to conduct thorough due diligence and background checks on these Suppliers.

**a.** Suppliers are strictly prohibited from engaging in any form of corruption, extortion, embezzlement, or money laundering. This includes refraining from offering or accepting bribes or using any other means to gain an undue or improper advantage in their business dealings. It is mandatory for every Supplier to comply with all relevant laws and regulations pertaining to anti-corruption, anti-bribery, and anti-money laundering, such as the U.S. Foreign Corrupt Practices Act and the UK Anti-Bribery Act.

**b.** Furthermore, Suppliers must not engage in bribery, kickbacks, or any other improper payments or gifts towards any director, employee, representative, or agent of DuBois. Similarly, Suppliers are prohibited from seeking such bribes or kickbacks from DuBois or any other party. If a Supplier becomes aware of any improper request or demand made by a director, employee, representative, or agent of DuBois, they must promptly report such incidents to DuBois.

**2. Gifts or Business Courtesies:** We anticipate Suppliers to compete based on the quality and value of their products and services. Suppliers are prohibited from using the exchange of business courtesies as a means to gain an unfair competitive advantage. In all business interactions, Suppliers must ensure that the giving or receiving of any gift or business courtesy is authorized by relevant laws and regulations, and that these exchanges adhere to the rules and standards of the recipient's organization while aligning with reasonable marketplace customs and practices. Cash gifts or cash equivalents should not be offered or accepted.

**3. Conflict of Interest:** If a You becomes aware of any Conflict of Interest, You are required to promptly report it to DuBois. A "Conflict of Interest" refers to any circumstance, transaction, or relationship that directly or indirectly involves the Supplier and where the personal interests of any director, officer, employee, representative, or agent of DuBois, or of the Supplier, improperly interfere or appear to improperly interfere with the interests of DuBois.

**a.** Improperly interfere means to engage in actions or behaviors that are not in accordance with ethical standards or contractual obligations and have a negative impact on the interests or operations of DuBois. It also refers to situations where personal interests or external factors influence decision-making or conduct in a way that goes against the best interests of Our Company and creates a perception of impropriety. Such interference can include biased decision-making, favoritism, compromising confidential information, or using DuBois resources for personal gain, among other actions that breach the duty of loyalty and impartiality expected in a professional setting. This includes situations where any associate, director, representative, or agent of DuBois (or any of their relatives) is an owner, investor, partner, or employee of the Supplier, or has any personal business arrangement with the Supplier.

**b.** Suppliers must disclose to DuBois any conflicts of interest that may arise in their business relationships with DuBois or other parties. They should not engage in activities that compromise their objectivity or professionalism.

**4. Maintain Accurate Records:** We require Suppliers to establish robust controls for creating, storing, and maintaining accurate and secure business records. Suppliers must not manipulate or modify any record entry with the intent to hide or misrepresent the true nature of the transaction it represents. All records, regardless of their format, should faithfully and completely reflect the corresponding business transaction or event. Suppliers must retain records in accordance with the relevant retention requirements.

**5. Audits & Assessments:** Suppliers are required to collaborate with internal and external investigators and auditors. It is essential to inform Us promptly about any ethics and compliance issues arising from Your interactions with DuBois or Our employees. Furthermore, We and Our authorized external representatives reserve the right to examine and evaluate Your books, records, and accounts pertaining to work performed for or on behalf of DuBois Chemicals, as well as conduct operational audits. Reasonable notice will be provided prior to such audits taking place.

**6. Confidentiality and Privacy:** Suppliers are responsible for ensuring the proper protection of sensitive, confidential, and proprietary information. This includes complying with Our contractual agreements, as well as relevant laws and regulations. Suppliers are prohibited from using, disclosing, or distributing company information for purposes beyond the scope of their contracted work with the company, unless they obtain prior written authorization from the company.

Suppliers must adhere to applicable data privacy laws regarding the collection, processing, and transfer of personal data and information. It is their duty to safeguard sensitive, confidential, and proprietary information, including personal data/information, owned by the company and others, from unauthorized access, destruction, use, modification, and disclosure. This should be achieved through appropriate physical and electronic security procedures.

**7. Intellectual Property:** Suppliers must respect intellectual property rights and ensure that they do not infringe upon the intellectual property of others. They should handle confidential information shared by Our Company with the utmost care and confidentiality.

## Acknowledgement

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Upon engaging in business with DuBois, it is expected that You have read and comprehended this Code. Non-compliance with these standards or the failure to address violations may have adverse consequences on Your relationship with DuBois.

