

## ***Supplier Code of Conduct***

Dear Valued Supplier:

Bray is devoted to conducting business in an ethical, legal, and socially responsible manner. To help ensure that our suppliers and partners share this commitment to integrity in all business dealings, all of Bray's suppliers should adhere to the attached Supplier Code of Conduct. This Code applies to any suppliers working with any Division or Subsidiary of Bray International.

We recognize that legal and cultural standards vary across the world, but this code defines the minimum acceptable conduct for Bray suppliers and partners while engaged in any Bray-related business (i.e. - for business activities with Bray and/or products supplied to Bray).

We request that your company's highest ranking official access the on-line form at the website below to affirm your organization's commitment to ethical business practices. Thank you.

[Register with Bray's e-Supplier program](#)

Sincerely,



Nathan Blest  
Global Risk and Contract Administration Manager  
Bray International, Inc.

**1. Compliance with Laws:**

Suppliers shall:

- a) Operate in compliance with the laws of their respective countries and with all other applicable laws, rules, and regulations.
- b) Ensure that products, services and shipments for Bray adhere to all local, country, and international laws and regulations governing the transportation of goods and materials including the import and export thereof.
- c) Ensure compliance with the United States Foreign Corrupt Practices Act.

**2. Labor:**

Suppliers shall:

- a) Comply with all applicable child labor laws according to local regulations.
- b) Not use any indentured or forced labor, slavery or servitude; and will not support and will take appropriate action against human trafficking.
- c) Set working hours and compensation in compliance with all applicable laws.
- d) Treat employees with dignity and respect and not engage in or permit corporal punishment, threats of violence, or other forms of harassment whether based on sex, gender, race, color, religion, ethnicity, age, sexual orientation, national origin, disability, or any other legally protected characteristic.
- e) Employ workers on the basis of their ability to do the job, not on the basis of their personal characteristics or beliefs.

**3. Health, Safety, & Environment:**

Bray is committed to safeguarding the health and safety of our employees and protecting the environment.

To this end, suppliers shall:

- a) Comply with safety policies and any site-specific requirements while on-site at a Bray location or at a Bray customer location on behalf of Bray.
- b) Ensure a safe work environment and minimize hazards through proper design, engineering and controls, preventative maintenance and safe work procedures.
- c) Provide ongoing safety training and maintain documented emergency plans and response procedures.
- d) Provide workers with appropriate personal protective equipment where hazards cannot be adequately controlled by other means.
- e) Comply with regulated substance specifications and with any applicable laws and regulations prohibiting or restricting the use or handling of specific substances.
- f) Reduce or eliminate solid waste, wastewater, and air emissions through conservation measures in their production, maintenance, and facility processes.

**4. Ethics:**

Suppliers shall:

- a) Immediately report any Bray employee engaged in unethical behavior or who directly or indirectly requests anything of value from the supplier.
- b) Commit to the highest standards of ethical conduct when dealing with its employees, suppliers and customers.
- c) Adhere to standards of fair business, advertising, and competition.
- d) Not offer or accept bribes or other means to obtain an undue or improper advantage.

- e) Respect intellectual property rights and safeguard Bray's confidential information. Transfer of technology and knowhow shall be done in a manner that protects intellectual property rights.
- f) Implement processes to address the confidentiality and protection of an employee who in good faith raises a concern, makes a report, or assists with an investigation related to potential ethical or criminal violations.
- g) Uphold Bray's commitment to ensuring that the products it sells do not incorporate "conflict minerals" (minerals which are smelted into tin, tantalum, tungsten and gold) sourced from entities which directly or indirectly finance conflict in the Democratic Republic of Congo or adjoining countries.

**5. Application to Sub-Contractors:**

This Code applies to any sub-contractor(s) to or agent(s) of the supplier, providing goods or services to the supplier. The Supplier Code of Conduct shall be cascaded down to all sub-tier subcontractors. The supplier is fully responsible for ensuring compliance by any such sub-contractor(s) as if it were the supplier itself.

**6. Compliance Monitoring:**

The supplier will allow Bray and/or any of its representatives or agents access to its facilities and all relevant records associated with the products and services provided to Bray. The supplier and Bray will establish a mutually agreeable date and time for access. However, risks to Bray's business may require immediate access to the products, services and associated records and supplier will accommodate Bray's access as required. Supplier also agrees to cooperate with Bray to investigate any allegations of wrongdoing, misconduct or corruption and ensure compliance at any sub-tier suppliers.

**7. Event of Violation:**

It is essential that a supplier's employees are made aware of the contents of the Bray Supplier Code of Conduct and the expectations for work and business behavior. A current version is available at [Bray.com/Partnership](http://Bray.com/Partnership). The supplier is asked to report any incidents of any type of unethical behavior to Bray [Ethics@Bray](mailto:Ethics@Bray). If a supplier has knowledge of any type of unethical behavior and fails to report it to Bray, it will be viewed as being in non-compliance with the Bray Supplier Code of Conduct.