

AMERICAN POWERSYSTEMS



Business Partner Code of Conduct

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Revision History

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19 December 2019	1.0	Initial Release.

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1 About This Document

This Code of Conduct (Code) sets forth the principles and standards of conduct that American Power Systems expects Business Partners, their employees, subcontractors and sub-suppliers to meet during the provision of goods and services to the Company.

1.1 Audience and Scope

To support compliance with this Code, Business Partners shall ensure the Code is shared with all individuals assigned to perform work for or on behalf of American Power Systems, and that all American Power Systems related tasks are executed by individuals with the skills, expertise and certifications necessary to uphold the principles and meet the standards of the Code

This manual applies to all the Company's nominated suppliers and sub-contractors. This manual is available to all Company employees, all Company's nominated suppliers, all Company's nominated sub-contractors, and all current, past, and future customers of the Company upon request.

1.2 Safety warnings

The following notices and statements are used in this manual. They are listed below in order of increasing severity of potential hazards:



Note - A note emphasizes an important fact or contains a helpful suggestion.



Caution - A caution calls attention to a possible hazard or notifies the user they might do something that could cause loss of data or damage equipment.



Warning - A warning is a possible hazard that could result in injury or death.

1.3 Document Support

Your opinion is important to us! Your feedback helps us improve our documentation. Please send your comments, feedback, or input about this document to: questions@ampowersys.com.

2 Introduction

2.1 About American Power Systems, LLC

American Power Systems, LLC (hereafter referred to as “APS” or the “Company”) entered the DC Power market in the Pacific Northwest during the fall of 1994 as a distributor of valve-regulated batteries (VRLA) for the uninterruptible power supply (UPS) industry. In 1999, American Power Systems opened its second office in Irvine, CA to better serve the growing number of customers and markets. Today, American Power Systems, LLC has locations throughout the Western United States to ensure prompt service to our customers. With the rapid expansion of the Telecom market, American Power Systems, LLC has aggressively sought to meet and exceed our customer’s needs by providing complete DC power solutions. With the individual needs of the customers as our main focus, American Power Systems has emerged as one of the leaders in providing stationary battery power throughout the West.

American Power Systems’ in-house service department offers a wide range of DC power services. We take pride in delivering quality work in a timely manner, and at a reasonable price. Our dedication to superior service accounts for the large number of repeat customers, who look to us as their source for complete DC Power Solutions.

American Power Systems, LLC has experienced DC power specialists, who have a full understanding of industry requirements and standards to perform services safely and quickly. Our services can include simple installation of customer premise to cellular environment power systems to large telephone central office applications with multiple strings of batteries.

System Integration is another value-added service we are proud to offer to our customers. With the high demand for integrated solutions, we are providing high-density power in enclosures packaged with customer specified communications equipment.

3 Policy

At APS, we understand that a strong commitment to compliance and ethics is the foundation of a successful business. We strive to ensure every business decision is guided by our Mission, Core Beliefs, and Culture and our commitment to operate with high ethical standards.

APS sustains a remarkable Culture and supports it through special initiatives, committees, and programs. We remain fully committed to preserving our legacy, heritage, values, and all those other defining attributes that make our company so special.

These guidelines are based on fundamental principles of social and environmental responsibility that are compliant with local law and consistent with international expectations. As APS follows these guidelines, we must insist that our present and future Business Partners are expected to follow these guidelines and comply with the relevant laws in these areas. Additionally, these guidelines must be passed along to your Business Partners and obligate them to observe the same guidelines.

This Code sets forth the principles and standards of conduct that Business Partners, as well as their employees, subcontractors, and sub-suppliers must adhere to as they provide goods and services to APS. Business Partners are responsible for ensuring:

1. This Code is shared with all individuals assigned to perform work for or on behalf of APS,
2. Any work performed for or on behalf of APS is done in full compliance with this Code, all applicable laws and regulations, and in accordance with the highest standards of ethical business conduct, and
3. Any work performed for or on behalf of APS is done by trained individuals with the skills, expertise and certifications necessary to complete the job in a safe and compliant manner.

We regard our Business Partner base as a critical and necessary extension of our mission, operations and future success, and we appreciate your commitment to making compliance and ethics a top priority as you work with APS.

Jason Gardner
Director of Compliance

3.1 Our Continuing Mission

- Long-term relationships, not short-term wins: We seek to earn partnerships with our employees, customers, and suppliers. We do this by providing quality DC products and services in a timely fashion, and at a fair market value.
- Team success, not individual credit: We focus on serving internal and external customers in a collaborative environment that is responsive, respectful, and supportive. Individuals will be recognized and compensated for their contribution to team success.
- Humor and humility, not taking ourselves too seriously: We are committed to professionalism and doing excellent work together. At the end of the day, it's important to have times of shared laughter.

3.2 Our Core Beliefs

PEOPLE

- The heart of the company will always be our people

- We support each other which supports our common purpose
- The personal growth, mentorship, and development of our people will remain our legacy and heritage
- Everyone's contributions are valuable, and they play a respected role in growing our organization

PLACES

- A safe, clean, and healthy workplace is imperative for all operations
- The company protects its environment and supports the community
- Reinvestment in equipment, capabilities, and expansion is key to our continued growth

PRINCIPLES

- Work should be rewarding, enjoyable, and gratifying
- Integrity is the basis for everything we do
- Quality, innovation, and continuous improvement are essential to our model of success

3.3 Our Cultural Values

RESPECT

- We respect people, their diverse ideas, and individual roles.
- We respect our co-workers, customers, suppliers, partners, competitors, community, and the world.

VALUE

- As co-workers we value each other and show mutual respect. We will continue to have the deepest gratitude for everyone's contributions to our company and its successes.

INTEGRITY

- We operate with ethics and honesty in everything we do to uphold our integrity.

QUALITY

- It is an inside job. The success of the company and its products were built on quality – we will never lose sight of its importance.

SAFETY

- No task is so important that it cannot be done safely. We protect each other and ourselves through our continuous commitment to safety awareness, education, process improvement, and implementation.

FAMILY

- We care for each other through camaraderie, teamwork, mentorship, and mutual support.

DEDICATION

- We are dedicated to our jobs, our ability to exceed customer expectations, and our world-class quality reputation in order to remain the leader in our Industry.

CHANGE

- Together, we accept it, adapt to it, and use it to move the company forward. Our past challenges have only made us stronger.

STEWARDSHIP

- We take pride in environmental protection, innovative recycling, fiscal responsibility, and cultural sustainment.

INNOVATION

- Remains a part of our DNA. We will continue to research and develop new technologies, opportunities, and operational efficiencies.

3.4 Penalties of Non-Compliance

Part of conducting business with APS includes compliance with this Business Partner Code of Conduct. APS has the right to terminate business with a business partner who fails to adhere to this Code. If it is determined a Business Partner does not adhere to the Code, they must correct their actions to ensure compliance with the requirements outlined in this document

3.5 Audits and Inspections

APS retains the right to audit its business partners and may require Business Partners to demonstrate they are in compliance with this Code of Conduct. Any violations will be reported to the business partner's management for the attention, and if appropriate, corrective action.

Failure to comply with the expectations outlined in this Code could result in termination of your assignment and/or contract.

3.6 Subcontractors

APS must be informed of all business partner subcontractors that will be used in conducting business with and for C&D. Business partners must ensure their subcontractors receive this code and abide its contents

3.7 Speaking Up

Business Partners are to discuss any questions or concerns about compliance or ethics issues that arise while working for or on behalf of APS with the APS ethics department. Business Partners may also call APS at the main number on the cover page with questions on compliance or ethics issues, to report activities they believe may be illegal or unethical, or to raise concerns about questionable accounting or auditing matters. Business Partners may call anonymously.

4 Ethical Business Conduct

APS competes fairly and in compliance with all applicable business competition laws worldwide. The integrity of our company and its business partners is an integral part of our business practices and dealings. We hold all our business partners to the highest ethical standard. APS will not do business with those that seek a competitive advantage through unethical or illegal business practices.

APS expects Business Partners to conduct business in accordance with the highest ethical standards, including adherence to the following:

- **Business Integrity:** Business Partner shall prohibit all forms of bribery, corruption, extortion, embezzlement, and money laundering. Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted. Behaviors or actions that may negatively influence, or appear to influence, supply management decisions shall be avoided, as are any improper reciprocal agreements.
- **False Statements:** APS business partners shall not make any false representations in connection with any APS transaction including, but not limited to, oral misrepresentations of fact, the promotion or use of false documentation such as non-genuine customer purchase orders, fraudulent or forged contracts, forged letters of destruction, or other false or inaccurate records.
- **Criminal and Civil Claims:** Business Partner shall inform APS of any recent, current, or pending criminal investigations or charges as well as any recent, current, or pending civil litigation against it or any of its employees so that APS can assess its interests and the potential impacts of such investigations, claims, charges or litigation.
- **Company Records and Disclosures:** Accurate records and disclosures are critical to APS meeting its legal, financial, regulatory and management obligations. Business Partner shall ensure that facts are never misstated, or material information omitted, to APS and all records, disclosures, and communications to APS are full, fair, accurate, timely, and understandable. The true nature of any transaction shall never be hidden, altered, falsified, or disguised, nor any endorsements, approvals, or authorizing signatures for any payment forged. Records or disclosures known to be false or misleading shall not be submitted, entered, processed, or approved and shall be reported to the APS Ethics department.
- **Privacy and sensitive information:** APS retains the right to monitor its assets and work environment to determine compliance with applicable federal, state, and local law. Business Partners shall not expect privacy during use of an APS workspace, computers, voicemail, or systems that create, access, transmit, or store information. Such information is accessible to APS even if it is password-protected, deleted by the user, or in a locked area.

In addition, privacy and information security laws and regulatory requirements must be complied with when information and data about or from customers, consumers, employees, or suppliers is collected, stored, processed, transmitted, or shared.

- **Confidential Information and Intellectual Property:** Confidential and protected information is APS proprietary or third-party information intended for use within APS that, if disclosed to or modified by unauthorized individuals, could result in the risk of financial loss, productivity loss, or damage to APS' reputation.

Confidential and protected information includes legal documents, contracts, proposals, information about a specific employee or customer (including name,

address, Social Security number, phone numbers, contact names and billing data), intellectual property and trade secrets (e.g., competitive strategy, trading, investment, costs, supplier name/contract/pricing information, finance methods).

Revealing confidential or protected information obtained while working for APS is a violation of this Code of Conduct, APS contractual requirements, and potentially the law. Business Partners shall report any suspected data breach immediately following detection to APS via e-mail to questions@ampowersys.com.

Business Partners shall maintain and protect the confidentiality, integrity, and availability of information entrusted to it by APS, except when disclosure is legally mandated or is authorized by APS' Legal Department. Other related requirements include ensuring the following:

- Confidential or protected information is not shared with APS affiliates that produce energy or energy-related products and services, and confidential or protected information is not used for personal gain or advantage or copied or shared without appropriate approval. This obligation continues even after an assignment at or with APS ends.
- Documentation developed for APS is labeled "APS Confidential" in the footer of every document page.
- **Responsible Sourcing of Minerals:** Business Partners shall take reasonable steps to ensure the products they manufacture or contract to manufacture do not contain Conflict Minerals within the meaning of Section 1502 of the Dodd Frank Wall Street Reform and Consumer Protection Act.
- **Responsible Procurement:** Business Partners shall take reasonable steps to ensure products and services procured are from ethical sources and sub-suppliers are aware of and comply with the principles of conduct in this Code.

5 Conflicts of Interest

APS expects Business Partners to exercise reasonable care and diligence to prevent any actions or conditions that could result in a conflict with APS' interests, the appearance of a conflict of interest, or that may compromise the exercise of independent judgment during the execution of work for or on behalf of APS. Specifically:

- **Conflicting business interests:** While engaged in APS-related work, Business Partner shall not accept any employment or engage in any activity that creates a conflict of interest, or the appearance of a conflict of interest, with APS or in any way compromises the work that Business Partner is contracted to perform on behalf of APS. A conflict of interest can arise if actions are taken or if there are interests that may make it difficult for Business Partner to perform APS-related work objectively and effectively. Any potential conflicts shall be disclosed to the APS Ethics Department and written concurrence obtained that states Business Partner is allowed to remain in a situation that could be perceived as a conflict.
- **Close Personal Relationships:** Close personal relationships between Business Partner workforce members and APS employees responsible for monitoring Business Partner's performance should be avoided in order to not compromise the exercise of independent judgment or lead to claims of a conflict of interest or sexual harassment. To avoid these problems and to foster a positive work environment, Business Partner shall promptly report to the APS Ethics Department any close personal relationships which results, or could result, in a conflict with this Code.
- **Gifts to Foreign Officials:** United States companies and their employees and agents doing business outside the United States are required to comply with the provisions of the Foreign Corrupt Practices Act (FCPA). As such, no gift, money, entertainment, service, or other item of value may be offered or given to a foreign official, inside or outside the United States, or the official's friends or family members, in connection with work with APS. For purposes of the FCPA "foreign official" includes any officer, employee, candidate, agent, representative, official, or de facto official of any non-U.S. government, military, government-owned or affiliated company, or political party, or any public international organization. Even simple business courtesies such as meals, entertainment, or travel may be illegal under the FCPA or the laws of the host country. When traveling, working, and doing business in a foreign country or with a representative of a foreign country, Business Partners must maintain detailed records of transactions involving APS and any questions discussed with the APS Ethics Department.

6 Lawful Employment, Labor Standards, and Human Rights

APS expects our Business Partners to treat their own employees fairly, in accordance with local laws, regulations, and standards regarding labor and employment. Business Partners are required to follow all general workplace standards. APS also expects our Business Partners to know and uphold the human rights of all workers, whether temporary or contract employees, and to treat all their workforce members with dignity and respect, providing them with safe and humane working conditions. Expectations include the following:

- **Legal Right to Work:** Business Partners shall, prior to employing any worker, validate and review all relevant documentation to ensure such worker has the legal right to work in that jurisdiction.
- **Freely chosen employment:** Business Partner shall not use or participate in the exploitation of workers, forced, or involuntary labor, including human trafficking. All members of the workforce shall be free to leave the workplace or to terminate their employment at any time. No workforce member shall be required to surrender any government-issued identification, passports, or work permits as a condition of employment. All fees charged to the workforce shall be disclosed upon request and excessive fees are unacceptable.
- **Child Labor:** Business Partner shall not employ any person under the minimum legal age for employment as prescribed by the relevant local authority, or under the age for completing compulsory education, whichever is greater. Legitimate workplace apprenticeship programs, which comply with all laws and regulations, are supported. Workforce members under the age of 18 shall not perform work that may expose them to hazards.
- **Wages and Benefits:** Wage payments and benefits must comply with all applicable laws and regulations. Business Partner shall inform their workforce members of the basis on which they are paid via pay stubs or similar documentation and in a timely manner. Deductions from wages as a disciplinary measure shall not be permitted.
- **Working Hours:** Business Partner shall not require their workforce to work beyond daily and weekly work hour limits as defined and required by local, state, and federal law.
- **Harassment and Discrimination:** Business Partner shall not tolerate any form of harassment or discrimination. This includes behavior, comments, jokes, slurs, email messages, pictures, photographs, or other conduct that contributes to an intimidating or offensive environment such as bullying, initiation activities, or workplace hazing regardless of the other person's willingness to participate. Business Partners are to comply with applicable local, state, and federal legal requirements prohibiting conduct that could reasonably be construed as sexual in nature, or discrimination or harassment based on race, color, age, gender or gender identity, sex (which includes but is not limited to pregnancy, childbirth, breastfeeding, and medical conditions related to pregnancy, childbirth, or breastfeeding), sexual orientation, gender expression, transgender status, ethnicity, genetic information, physical or mental disability, pregnancy, religion, religious creed, political affiliation, medical condition, military and veteran status, protected veteran status ancestry, citizenship status, use of leaves of absence protected under state or federal law, union membership, or marital status. These, or any other non-job-related factor, shall not be used as grounds for discrimination in hiring and employment practices,

including advancement, disciplinary decisions, benefits, training, or general workplace conduct.

- **Workplace Violence:** Acts or threats of physical violence, intimidation, harassment or coercion, stalking, sabotage, or similar activities shall not be tolerated. Engaging in acts or threats of violence will result in termination of the offending worker and may result in termination of Business Partner's assignment with APS.
- **Humane Treatment:** Business Partner shall ensure all members of the workforce are treated with respect and no use is made of corporal punishment, threats of violence, or other forms of physical coercion or harassment. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.
- **Freedom of Association:** Workers should be able to communicate openly with management regarding working conditions without fear of reprisal, intimidation or harassment. The rights of the workforce to associate freely, join or not join labor unions, seek representation, and join workers' councils in accordance with local laws shall be respected and upheld by Business Partner.
- **Non-reprisal:** Business Partner shall ensure their workforce is able to openly communicate and share grievances with management regarding working conditions and management practices without fear of reprisal, intimidation, or harassment.

7 Environmental Stewardship

APS is committed to be an environmental leader and demonstrating this through its actions, including conducting its business in full compliance with the letter and spirit of all applicable environmental laws and regulations and operating in an environmentally sensitive manner consistent with its values. All products manufactured within the supply chain, and the applied materials used in the process are expected to meet environmental standards for design, development, distribution, disposal, or recycling. APS requires Business Partners operate in a similarly environmentally responsible manner, with management measures, including the following:

- Reducing energy, water consumption, and greenhouse gas emissions and increasing use of renewable energies and enhancing waste management.
- Responsible management of chemicals and materials used at all facilities, and incorporated into all products, to reduce the environmental and occupations health and safety risks associated with chemical exposures and hazardous wastes. Responsibilities include:
 - Safe and responsible sourcing and managing of chemicals purchased, used in production, and disposed of after use.
 - Striving to reduce the consumption of hazardous materials.
 - Following all applicable laws and regulations related to chemicals management and discharges to the environment.
- Risk and Impact Identification and Management: Business Partners shall identify, inventory, and characterize all emissions, releases, wastes, and natural resource use occurring during the course of operations performed for or on behalf of APS. Processes shall be in place to identify, assess, mitigate, and manage potentially significant contingent risks and impacts to human health and the environment.
- Pollution Prevention and Resource Preservation: Business Partners shall identify and implement opportunities to reduce or eliminate waste and pollution at its source and to continually improve resource and materials use efficiency.
- Compliance with Environmental Legal Requirements: Business Partners shall comply with all applicable laws and regulations relating to the impact of their business on the environment. Compliance with environmental law shall include any international and applicable local laws affecting the source of materials and processes used to manufacture products, including, but not limited to, waste management, pollution prevention, conservation and energy use.
- Conflict Minerals: APS is committed to avoiding the use of conflict minerals within the meaning of Section 1502 of the Dodd Frank Wall Street Reform and Consumer Protection Act, which includes tin, tungsten, tantalum and gold (“3TG”) which are mined in conditions of armed conflict and human rights abuses in the Democratic Republic of Congo (DRC) and its adjacent countries. APS expects our Business Partners to support our efforts in this matter and we expect Business Partners to do their due diligence in regard to avoiding conflict minerals.

8 Health and Safety

The safety of the public, employees, and suppliers is our highest priority. Working safely and in compliance with all applicable safety rules, laws, standards, and procedures, including the Washington Industrial Safety and Health Act (WISHA) rules and regulations (or local equivalent, if outside of Washington), with this Code, and with any additional requirements from APS, is a condition of engagement as a Business Partner to APS.

- **Public Safety:** Business Partners shall identify and eliminate all potential public safety hazards associated with any activity, service, or product or equipment/tool deployed in the execution of a service for or on behalf of APS and their customers. Where hazards cannot be eliminated, they shall be controlled to within acceptable regulatory limits and recognized industry best practices. Appropriate public engagement, communication, and access control shall be undertaken to ensure no hazard exposure nor harm to the public.
- **Occupational Safety:** Business Partners shall identify workforce exposure to safety hazards via risk assessments and job safety analyses. Hazards shall be eliminated or controlled through proper design, engineering, procedural controls, and ongoing safety training. Where hazards cannot be adequately controlled by these means, the workforce shall be provided with appropriate, well-maintained personal protective equipment (PPE). As critical partners in achieving zero workplace injuries, APS subcontractors are encouraged to report near misses and are empowered and expected to stop the job if they observe work being performed in an unsafe manner by either an APS employee, APS contractor, APS customer, or third party conducting APS-related work, or working around an APS customer facility.
- **Vehicle Safety:** Business Partners shall ensure all vehicles used and transportation activities undertaken in the execution of APS business are compliant with applicable Department of Transportation (DOT) and Department of Motor Vehicles (DMV) regulations and codes. When operating a vehicle for APS business, drivers shall carry a valid driver's license, comply with state vehicle codes, and operate their vehicle safely at all times, including minimizing all distractions while driving and obeying all posted road regulations.
- **Industrial Hygiene:** Occupational hygiene and medical surveillance methods shall be implemented by Business Partners for all applicable work activities to identify, eliminate, and/or control workforce exposure to chemical, biological, and physical agents and to provide ongoing monitoring and surveillance of affected personnel. Engineering or administrative controls shall be used to control overexposures. When hazards cannot be adequately controlled by such means, the health of the workforce shall be protected by appropriate personal protective equipment (PPE) and programs.

Emergency Preparedness: Business Partners shall identify potential emergency situations and events associated with the work or location of the work to be carried out for or on behalf of APS and minimize potential impacts by implementing the following emergency plans and response procedures, where applicable: response equipment and PPE, emergency response reporting, workforce/public notification and evacuation procedures, emergency response training and drills, appropriate fire/emergency detection and suppression equipment, adequate exit or escape paths, and recovery plans.

- **Fitness for Duty:** Business Partner shall have a process in place for determining if members of their workforce are safely able to perform the essential physical, psychological, and cognitive requirements of their job without risk to self, others, or

the environment, and to ensure they are not impaired by drugs, alcohol, disabling medical conditions, or fatigue. Suppliers must also comply with any other fitness-for-duty regulations that apply to the work being carried out for or on behalf of APS.

- **Use of Drugs and Alcohol:** The use, possession, purchase, sale, or the offer to sell, transfer, provide or share illegal drugs, or recreational and medical marijuana, during the execution of work for or on behalf of APS, while on APS property, or while operating an APS owned, leased, or rented vehicle, is prohibited, as is being in possession of, or under the influence of, medication prescribed for someone other than the prescribed patient. Business Partners are to inform the APS Ethics Department if they suspect any member of their workforce is taking prescription drugs or over-the-counter medications which could reasonably affect the ability to work safely or efficiently.
- **Sanitation, Food and Housing:** Where applicable, members of Business Partner's workforce shall be provided at a minimum, with ready access to clean toilet facilities, potable water, and to sanitary food preparation, storage, and eating facilities. Where dormitories are provided by the Business Partner or a labor agent, these shall 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.

9 Engagement with External Parties

- News Media: No Business Partner shall represent itself to the media as speaking on behalf of APS unless expressly authorized to do so by APS' President. If the media asks to speak with an APS subject matter expert, the President will determine how to respond on behalf of APS.

In the case of an emergency, reporters arriving on the scene may try to gather information from any available source. If forced by the situation to respond to reporters, no attempt should be made to improvise an answer, to speculate, or to downplay the seriousness of the situation.

- Public Officials: In the ordinary course of business, Business Partners may interact with government agencies and employees. However, interactions with government agencies, officials and employees are often regulated by campaign finance, lobby disclosure, and government ethics laws. Before attempting to influence any election or government agency decision, or before hiring or making any payment to a public official or employee on behalf of APS, Business Partners shall confer with the APS Ethics Department.
 - Example 1: Business Partner must obtain a routine city or county permit before beginning work for APS and pay a fee to the appropriate local government agency. As long as Business Partner follows the standard procedure and does not offer any gift (including a cup of coffee), job, or payment to a public official or employee, Business Partner does not need to contact the APS Ethics Department.
 - Example 2: Business Partner needs to rent space near an APS job and learns that a public official or employee who must approve the APS job owns the space Business Partner would like to rent. If Business Partner plans to bill the rent to APS, Business Partner must contact the APS Ethics Department before taking any further steps.
 - Example 3: Business Partner has been asked to appear before a government agency hearing on behalf of APS. Business Partner must contact the APS Ethics Department.
- Communication restrictions for current/former government employees: Business Partner shall ensure that it understands and enforces post-government employment ethics requirements applicable to employees or contractors that were previously, or are concurrently, government employees or contractors. These requirements place restrictions on interactions and communications executed on behalf of APS or Business Partner with government entities. Restrictions and requirements also apply to consultations on matters on which the current or former government employee is working or previously worked while in government.
- Social Media: Business Partner shall have processes in place to ensure the use of social media¹ by their workforce or representing agents does not negatively affect APS' reputation. Processes should specifically ensure against the following:

¹ Social media activity includes:

- All types of posts and other communications on the Internet.
- Posts on social networking sites (such as Facebook, Twitter, Yammer, LinkedIn, etc.).
- Blogs and other online journals and diaries.
- Bulletin boards and chat rooms.

- Representation of any content in any social media regarding APS without prior written approval of APS.
- Posting content about APS staff or personnel, shareholders, customers, vendors, affiliates, or competitors that is derogatory to or in contravention of any standards in this Code.
- Making business commitments involving APS.
- Posting photographs or video of non-public areas of APS' premises, processes, operations, or products without prior written APS approval.
- Posting photographs or video of any APS Customer sites, public or non-public areas of their premises, processes, operations, or products without prior written APS and Customer approval.
- Use of APS' logo, trademark, or proprietary graphics in a way that suggests representation of APS.
- Customers: APS is committed to ensuring all Customers have a positive experience when working with company employees and Business Partners. While working for or on behalf of APS, Business Partner must ensure that:
 - Dress Code: Business Partners employees, and their subcontractors, are expected to dress and groom themselves in accordance with accepted social and business standards, particularly if the position involves dealing with Customers or visitors in person. Clothing worn by workforce members shall be professional and appropriate to the type of work being performed. Personal appearance should be a matter of concern for each Business Partner employee. A person may be asked to leave the workplace until they are properly attired and/or groomed.
 - All workforce members conduct themselves in a professional manner.
 - Customers and property owners are provided with accurate information.
 - Photo identification is carried at all times, with a willingness to show it to customers.

If unsure about the appropriate attire for the worksite or about the type of information to provide to a customer, Business Partner should discuss the matter with their APS business contact.

10 General Management and Administration

- Employment eligibility: Business Partner has a process in place to confirm the employment eligibility of its employees. Business Partner also agrees to support any requests by APS to have background checks or employment eligibility of any of its employees conducting work for or on behalf of APS checked by a reputable third party.
- APS Assets: APS assets such as computers, telephones and cell phones, fax machines, copy machines, conference rooms, vehicles, construction equipment, tools and similar assets are for APS use only, unless explicit permission to use them has been secured in advance from the appropriate APS business contact.
- Computer and System Security: Business Partners who have access to APS' information systems are responsible for ensuring the security of those systems by identifying and complying with applicable APS information and cyber security policies and standards available from APS. Applicable requirements can be identified by emailing a request for information to questions@ampowersys.com. Requirements include ensuring the following:
 - Computer accounts, passwords, and other types of authorization are assigned to individual authorized users and must not be shared with or divulged to others. Authorized users will be held accountable for all actions taken on their system with their user identification.
 - Internet access is not used to conduct personal business, play computer games, gamble, conduct political campaigns, or for personal gain.
 - Sexually suggestive or explicit material, gaming, file sharing, or other inappropriate files or websites are not downloaded or accessed.
 - Inappropriate or pirated content is not stored on APS equipment.
 - Only approved, authorized, and properly licensed software is used on APS computer systems.
 - Only APS-owned computers and equipment are used to connect to APS networks.
 - No attempts are made to circumvent or attack security controls on a computer system or network.
 - APS-issued equipment is protected from unauthorized access and theft at all times, including locking the computer screen when the computer or laptop is left unattended.
 - For those using mobile assets, applicable requirements from APS' Security Policy are identified and implemented. Applicable requirements can be identified by emailing a request for information to questions@ampowersys.com.

Violations of any of the above will result in termination of Business Partner's assignment with APS.

- Network and premises access permission: All APS non-employees (consultants, contractors, and agency workers) who require physical access to APS facilities on other than an incidental basis, or who require access to the APS computer network for purposes of performing services for APS, must obtain an APS contractor identity badge from APS for APS to monitor activity on the APS network and premises.

- **Business Continuity:** APS expects its Business Partners to have business continuity plans in place, to test those plans, and to exercise those plans for their business to operate on a continual basis with minimal interruption of supply in the event of an emergency, crisis situation, natural disaster or terrorist/security related event. Business Partners that support APS' real-time operation and financial functions may be asked to provide copies of their plans, exercise, and training records to APS.
- **Records Retention:** If Business Partner generates or receives information, data, and/or records pertaining to APS as a result of the work performed by Business Partner, Business Partner must ensure those records are retained or transmitted back to APS in a manner that ensures APS information and data is safe, reliable, retrievable, available during its lifecycle, and compliant with APS' requirements for third party production and retention of APS records.
- **Management Systems:** Business Partner shall support compliance with this Code by establishing pertinent policies and processes appropriate for the nature and scale of operations, including the following: management commitment; accountability and responsibility; identification of legal and customer requirements; risk/issues assessment; risk/issues mitigation (procedural and physical controls); change management; emergency preparedness; training and competency; communications; monitoring, measuring and reporting performance; audits and assessments; incident reporting, investigation and corrective action process; target setting and continual improvement process. APS may require Business Partners to demonstrate compliance with this Code. Failure to comply with the expectations outlined could result in termination of your assignment and/or contract.

11 Business Partner Diversity

APS is committed to providing maximum practical business opportunities to small, women, minority, service-disabled veteran, and LGBT-owned business enterprises (Diverse Business Enterprises or DBE). The Company expects its Business Partners to strive for the same, including, but not limited to, mentoring DBE subcontractors or business solution partners, sharing expertise, systems, and tools with DBE subcontractors or business solution partners, seeking to integrate DBEs in different ways throughout their supply chain and seeking maximum DBE participation. By fully including DBEs in its supply chain APS seeks to optimize innovation, provide better business solutions, promote community economic vitality and help to stimulate local job creation. The company does not use set-asides, preferences, or quotas in administering our Supplier Diversity program.

12 Raising Concerns

The standards of conduct described in this Business Partner Code of Conduct are critical to the ongoing success of APS' relationship with the company's Business Partners. If Business Partners encounter questionable activities, APS encourages them to immediately bring them to the Company's attention through the APS Ethics Department at the phone number listed on the cover page of this Code or by e-mail to questions@ampowersys.com.

The Ethics Department can also be used to report any concerns about questionable accounting or auditing matters or internal controls (collectively, "accounting complaints").

Helpline calls are handled confidentially to the extent permitted by law and can be submitted anonymously without fear of retaliation.

APS prohibits retaliation against anyone who raises concerns or is involved in an investigation and will investigate any reports of retaliation and take the appropriate action.

This Business Partner Code of Conduct is not a contract. It does not confer rights on any Business Partner, nor does it impose obligations on APS. In case of a conflict between the Business Partner Code of Conduct and your contract, the terms of your contract prevail.