

Laird Thermal Systems Supplier Code of Conduct

Introduction

Laird Thermal Systems expects all employees to act professionally, honestly, morally, ethically, with integrity and lawfully in all their dealings within Laird Thermal Systems and with our business partners, customers, and other stakeholders. Laird Thermal Systems also expect our business partners to uphold the same commitment and principles. This Supplier Code of Conduct sets out the business standards expected from suppliers of goods and services to Laird Thermal Systems.

Responsibilities

Laird Thermal Systems suppliers are responsible for ensuring that any current or new employees or agents of their corporation that interact or do business with Laird Thermal Systems understands LTS expectations and standards. Suppliers are responsible for ensuring that their employees and vendors are aware of the business conduct and ethics expectations of Laird Thermal Systems and ensure they follow them.

From time to time we may require our business partners to confirm in writing that they have complied with the expectations in this Supplier Code of Conduct and any applicable laws. Failure to submit confirmation when requested may result in termination of the business relationship. Our Suppliers are expected to report any violations of this Supplier Code of Conduct to Laird Thermal Systems promptly whether violations are from Supplier or vendors and / or Laird Thermal Systems employees. Confidentiality will be strictly maintained.

General Business Philosophy

Laird Thermal Systems business philosophy to doing business with external partners is as follows:

- Strict compliance with the law
- Respect for competition
- No actual or perceived conflicts of interest
- Compliance with Laird Thermal Systems business and ethics standards set out in this document and any referenced documents.

In addition, we also encourage our suppliers to meet the Responsible Business Alliance (RBA) Code of Conduct in its entirety including its elements related to Labor, Health & Safety, Environment, Management System and Ethics. Refer to [Code of Conduct 7.0 \(responsiblebusiness.org\)](https://www.responsiblebusiness.org)

Key Standards of Business Conduct with Suppliers

Family Members Doing Business with Laird Thermal Systems Employees

Laird Thermal Systems employees may not engage in transactions on behalf of the company with suppliers who are family members or have a substantial beneficial interest where they serve as a trustee or in a fiduciary capacity.

Suppliers must sign Laird Thermal Systems Non-Disclosure Agreement (NDA)

A prerequisite to doing business with Laird Thermal Systems is accepting and signing a copy of our NDA as well as other relevant required commercial agreements. This document must be



signed and agreed before any confidential technical or business information can be exchanged between companies.

Business Awards and 'Kickbacks'

Laird Thermal Systems treats all potential suppliers fairly, openly and considers all interested/qualified suppliers when we purchase goods or services based on their ability to meet our business needs. We demand fair, transparent negotiation and bidding processes, conducted in the utmost professional manner when working with our procurement and sourcing representatives.

Under no circumstances are suppliers allowed to offer 'kickbacks' or rebates to try to entice a Laird Thermal Systems employee to choose a supplier nor should any employee of Laird Thermal Systems request such treatment from you in order to earn our business. A kickback refers to any money, fee, commission, credit, gift, gratuity, or item of value or compensation of any kind, which is provided, directly or indirectly, for the purpose of improperly obtaining or rewarding favorable treatment in connection with a contract or relationship from Laird Thermal Systems.

Business Gifts

Please be aware that all Laird Thermal Systems employees are required to adhere to strict policies related to gifts and entertainment with suppliers.

International Corruption Law

Our employees are required to abide by international good practice in these matters e.g., the U.S. Foreign Corrupt Practices Act (FCPA) and UK Anti Bribery Act 2010. We expect our suppliers to abide by these same regulations and any other applicable local laws relating to bribery and corruption.

Counterfeit Components Usage

Laird Thermal Systems is taking action to increase awareness and controls in our supply chain in order to prevent counterfeit components from entering our production processes. We expect our suppliers to implement anti-counterfeit procurement measures and to ensure that they utilize only authorized suppliers and distributors. Laird Thermal Systems reserves the right, from time to time, to audit its suppliers' preventive measures in this area.

Supply Chain Security

Laird Thermal Systems is committed to assessing, managing, and improving its supply chain security. It is Laird Thermal Systems intent to work with their business partners as a team to improve supply chain security practices. We expect your company will comply with the U.S. Customs "C-TPAT: Customs-Trade Partnership Against Terrorism" minimum security requirements. Further information and updates to these requirements can be found at the U.S. Customs and Border Protection's website at: [CTPAT: Customs Trade Partnership Against Terrorism | U.S. Customs and Border Protection \(cbp.gov\)](https://www.cbp.gov)

Trade Compliance

It is Laird Thermal Systems policy to fully comply with all applicable import, export, customs and trade compliance regulations, licensing requirements, and other relevant U.S. and international laws. Suppliers are required to adhere to all governmental trade compliance import and export regulations involving Laird Thermal Systems shipments.



No Forced Labour, Slavery or Human Trafficking

Laird Thermal Systems is committed to eradicating slavery, forced labour and human trafficking from its supply chain. All its direct suppliers are required to comply with Laird Thermal Systems Human Trafficking and Anti-Slavery Policy (LTS-MGMT-PL-202 available on request from Laird Thermal Systems) and by accepting orders certify that they do. The policy requires direct suppliers to impose similar obligations on their suppliers.

Equal Employment and Human Rights

Laird Thermal Systems is committed to recruiting and selecting applicants for employment solely on the basis of their qualifications and suitability for the position in question. It is Laird Thermal Systems policy to recruit the most capable person available for each position. Laird Thermal Systems recognizes the need to treat all employees honestly and fairly, respecting their individual and collective rights. Accordingly, Laird Thermal Systems expresses its support for the International Labor Organization's eight Core Conventions recognized as being fundamental to the rights of human beings at work: <http://www.ilo.org/global/standards/lang-en/index.htm>.

Restricted Substance Compliance

Laird Thermal Systems is dedicated to ensuring that our operations and products strictly comply with all applicable laws, regulations, and customer requirements (including REACH and RoHS) regarding banned, restricted and reportable substances. Laird Thermal Systems may from time-to-time issue specific guidance to its suppliers setting out Laird Thermal Systems standards for banned, restricted and reportable substances within our products and packaging. In order to conduct business with Laird Thermal Systems, suppliers are, upon request, expected to declare the material content of products delivered to Laird Thermal Systems and to certify compliance with all requirements contained within applicable regulations and within any guidance issued by Laird Thermal Systems or contained in purchase orders, drawings or purchased part specifications.

Human Rights in Minerals Mining in Central Africa (Conflict Minerals)

Human rights violations related to the trade in minerals from the conflict zones in the Democratic Republic of Congo (DRC) are a focus of Laird Thermal Systems supply chain and environmental responsibilities. Laird Thermal Systems requires its suppliers not to source materials defined in the Dodd-Frank Act and their derivatives (including gold, tin, tantalum and tungsten metals) from the conflict zones in the Democratic Republic of Congo (DRC). We expect suppliers to conduct their worldwide operations in a manner that does not result in labor or human rights violations, including operations that contribute to the direct financing of armed conflict. In order to support this requirement suppliers are required to establish due diligence processes consistent with published guidance in order to make it possible to verify whether conflict minerals are contained in products sold to Laird Thermal Systems and to provide such information to Laird Thermal Systems on request.

How to Report an Ethics Concern to Laird Thermal Systems

To report a questionable behavior or possible violation of the Supplier Code of Conduct, Laird Thermal Systems has a variety of resources available to assist you as our supplier. Suppliers are encouraged to work with their primary Laird Thermal Systems contact in resolving a business practice or compliance concern. However, Laird Thermal Systems recognizes that there may be times when this is not possible or appropriate. In such a situation the Supplier should report (see 7.2 below) their concerns to either the LTS Global Sourcing Director lts.sourcing@lairdthermal.com and/or the LTS HRD lts.hr@lairdthermal.com and/or to LTS legal team legal.support@lairdthermal.com.

Reporting of Questionable Behavior and/or Possible Violations

- When reporting a concern, suppliers or vendors should indicate that they are reporting on behalf of “Laird Thermal Systems” rather than their supplier company name.
- Provide specific information about which Laird Thermal Systems site or organization is associated with the concern.
- Your concern will be held in complete confidence, and you can remain anonymous if you choose. However, providing contact information will help us investigate your concern.
- Laird Thermal Systems will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought our advice or has reported questionable behavior and/or a possible violation.

Laird Thermal Systems Business Addendum to MSA, or Purchase Order Terms and Conditions

Suppliers wishing to conduct or continue to do business with Laird Thermal Systems must sign, or electronically accept, to acknowledge that they have read the Laird Thermal Systems Supplier Code of Conduct; and in doing so, certify that they intend to comply with the principles contained therein and notify those employees involved in conducting business with Laird Thermal Systems.

_____ (Supplier Name) acknowledges they have received, read and accept Laird Thermal Systems Supplier Code of Conduct and will notify all current and new employees engaging in business with Laird Thermal Systems regardless of supplier entity location(s), employee function or employee location. By signing below, the signatory confirms that he/she is an authorized signatory of and authorized to legally bind the Supplier.

Supplier Name: _____

Laird Thermal Systems Account Representative Contact:

Supplier Address: _____

Supplier City, State, County, Postcode: _____

Phone Number(s): _____

Email Address: _____

Signed: _____ Name: _____

Title: _____ Dated: _____