



### To: Android Industries, L.L.C. Suppliers

**Android** is committed to the highest ethical and legal standards in the conduct of its business. Android requires all registered vendors, manufacturers, contractors and sub-contractors with which Android conducts business, to acknowledge and agree to abide by the policies and principles set forth in the Android Supplier Code of Conduct (SCOC), which are part of Android's standard Terms and Conditions.

All registered vendors, manufacturers, contractors & sub-contractors are required to have an acknowledged SCOC on file with Android. Every two years, Android will request all registered suppliers to acknowledge and re-confirm the policies and principles outlined in the SCOC

Attached are the following documents:

- SCOC
- Appendix A, SCOC acknowledgement
- Appendix B, Prevention of Human Trafficking Certification

Please sign and return Appendix A and Appendix B within 7 business days to the following address:

Android Industries L.L.C.  
27767 George Merrelli Drive  
Warren, MI 48092  
Attn: Michele Metzger

Our SCOC is also available on our Supplier Portal viewable on the Android website at <https://www.Android-Ind.com/>.

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## **ANDROID SUPPLIER CODE OF CONDUCT**

### **I. SCOPE**

This SCOC is the code of conduct applicable to Android's Suppliers. Android's Suppliers include vendors, manufacturers, contractors and sub-contractors registered with Android that will provide goods, services or personnel (including consultants) to Android or all other parties with whom Android Suppliers may contract on Android's behalf. The term Android herein includes Android and its subsidiaries.

### **II. INTENT**

Android is committed to conducting its business in an ethical, legal, safe, and environmentally and socially responsible manner. Android requires its Suppliers to share this commitment and therefore, has established this SCOC. Android requires its Suppliers to consistently meet the following requirements in order to, or to continue to, do business with Android.

### **III. SUPPLIER CODE OF CONDUCT**

#### **Compliance with Laws, Codes and Regulations**

Suppliers must comply with all applicable laws, codes and regulations as set forth in applicable procurement documents and agreements (including, but not limited to, proposals, invitations to bid, solicitations and resulting contractual and purchasing agreements).

#### **Environmental, Health and Safety Practices**

It is the responsibility of the Supplier to ensure that its facilities are designed and safely operated in compliance with applicable laws and that they do not present unnecessary risks to the environment or to the public. Suppliers shall also maintain safe, sanitary and healthy environments for all their employees at all job sites.

Such compliance shall include, among other things:

- Obtaining and maintaining environmental permits.
- Proper handling and disposition of hazardous materials.
- Monitoring, controlling, and responsibility treating discharges generated from operations.
- Conducting appropriate employee safety training and providing adequate safety equipment.
- Maintaining records of safety training and monitoring safety performance.

- Ensuring Suppliers' employees comply with applicable health and safety rules and regulations and perform their duties and work in a manner which will not endanger themselves or others.

### Ethical Business Practices

Suppliers shall conduct their businesses in accordance with applicable law and the highest standards of ethical behavior. Suppliers are expected to, at a minimum, conform to these requirements in each of the following areas:

- Fair Trade Practices

Suppliers shall not engage in collusive bidding, price discrimination, anti-competitive, or other unfair trade practices.

- Ethical Sourcing

Suppliers shall source goods or services from others that meet, as a minimum, country or origin standards for health and safety, working hours, pay, employment conditions and environmental protection.

- Human Rights

Within its sphere of influence, Android supports and respects protection of internationally proclaimed human rights and ensures it is not complicit in human rights abuses. Neither any form of forced, compulsory or child labor nor any form of human trafficking or procurement of commercial sex acts is tolerated within Android's supply chain.

- Conflict Minerals Statement

Android supports the Dodd-Frank Wall Street Reform and Consumer Protection Act and the intended purpose of Section 1502 to ensure that Android's products do not contain conflict minerals that directly or indirectly contribute to the armed conflict in the Democratic Republic of Congo (DRC) and its nine surrounding countries. Suppliers must comply with all the requirements of this Act.

### Business Integrity Practices

- Disclosure of Information

Suppliers will accurately disclose information regarding their labor, health and safety, environmental practices, business activities, structure, financial situation, and performance in accordance with applicable regulations. All of Supplier's

business dealings will be transparently performed and accurately reflected on the Supplier's business books and records. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

- Intellectual Property

Suppliers will respect intellectual property rights. Transfer of technology and know-how must be done in a manner that protects intellectual property rights, and customer and supplier information must be safeguarded.

- Counterfeit Parts

Suppliers will never utilize counterfeit components in any product supplied to Android. Suppliers will also eliminate the risk of introducing diverted parts and materials into deliverable products and adhere to relevant technical regulations in the product design process.

- Privacy

Suppliers will protect the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers, and employees. Suppliers will comply with privacy and information security laws and regulatory requirements including, but not limited to, when personal information is collected, stored, processed, transmitted, and shared.

- Export Controls & Economic Sanctions

Suppliers will comply with: (1) all applicable restrictions on the export, re-export, release or other transfer of goods, software, services, or technology; (2) all applicable economic sanctions restrictions involving certain territories, entities and individuals (to include conducting appropriate due diligence on third parties); and (3) all other similar trade-related laws and regulations.

- Relationships and Communications

Android's Business Ethics Policy is that all transactions are to be conducted fairly, honestly and with integrity, according to the highest ethical standards. Abuse or violation of this ethics policy is considered dishonesty.

Suppliers and their personnel shall avoid even the appearance of unethical or compromising practices in relationships, actions or communications with regard to existing or proposed business relationships with Android.

Suppliers shall not encourage or utilize current or former Android employees to disclose or provide any confidential, proprietary, or other restricted business

information obtained while employed by Android of Android Industries, L.L.C. to influence Android existing or proposed commercial transactions for the purpose of gaining a commercial advantage or to otherwise damage Android's interests. Android will take the necessary measures to detect any such improper business practices and will take appropriate action against Suppliers who violate these restrictions. Suppliers shall be expected to cooperate with Android investigations and provide reasonable assistance as requested.

- Whistle Blower and Retaliation

Suppliers must not retaliate against anyone who makes a good faith report of a violation of policy or law.

- Diversity, Equity and Inclusion

Android encourages Suppliers to develop and promote inclusive cultures where diversity is valued, and everyone can contribute fully and reach their full potential. Suppliers should encourage diversity in all levels of their workforce and leadership, including boards of directors.

- Vulnerable Groups

Suppliers will commit to protect the rights of vulnerable groups within their businesses and supply chains, particularly the rights of women, indigenous peoples, children, and migrant workers. Suppliers will develop and implement internal measures to provide equal pay and for opportunities throughout all levels of employment. Suppliers will also implement measures to address health and safety concerns that are particularly prevalent among women workers, including, but not limited to, preventing sexual harassment, offering physical security, and providing reasonable accommodation for nursing mothers.

- Land Rights

Suppliers will respect the communities in which they are based and serve. Suppliers will respect the land rights of individuals, indigenous people, and local communities in accordance with local laws, the ILO Indigenous and Tribal Peoples Convention (No. 169), and the United Nations Declaration on the Rights of Indigenous People. Suppliers will respect the rights of local communities to decent living conditions, education, employment, social activities, and the right to Free, Prior, and Informed Consent (FPIC) to developments that affect them and the lands on which they live, with particular consideration for the presence of vulnerable groups. Suppliers should also protect ecosystems, especially key biodiversity areas, impacted by their operations, and avoid illegal deforestation in accordance with international biodiversity regulations, including the IUCN Resolutions and Recommendations on biodiversity. Suppliers should routinely monitor and control their impact on soil

quality to prevent soil erosion, nutrient degradation, subsidence, and contamination. Suppliers should routinely monitor and control the levels of industrial noise to avoid noise pollution

- Bribery, Kickbacks and Fraud

No funds, assets or services shall be paid, rendered, loaned or promised for payment or otherwise dispersed by Suppliers or their representatives as bribes, “kickbacks” or other payments designed to influence or compromise the conduct of Android or its representatives.

- Gifts, Gratuities and Hospitality

Suppliers and their personnel shall not offer or provide Android or its personnel with gifts, gratuities or hospitality unless it involves nominal value and is in line with customary business practices. Nominal gifts are described as gifts of a general nature having a low value, including such items as logo inscribed pens, caps, shirts and coffee mugs. Customary business practice in terms of hospitality would include the acceptance of reasonable business entertainment and business meals. Gifts, gratuities and hospitality offered or extended by Suppliers to Android personnel which exceed nominal value or reasonable hospitality are reportable under internal Android policies and regulations.

For the avoidance of doubt, Suppliers are not required nor requested to incur or reimburse business expenses for Android employees.

### ENVIRONMENT

- Responsible Stewardship

Suppliers will continually strive to protect the communities and environment that surround them. Suppliers will also continually strive to conserve natural resources including water, fossil fuels, minerals, and virgin forest products by practices such as modifying production, maintenance and facility processes, materials substitution, re-use, conservation, recycling, or other means. Suppliers should promote circularity and closed loop systems by supporting the use of sustainable, renewable natural resources while reducing emissions, pollution, and waste.

- Environmental Permits and Reporting

Suppliers will follow applicable local, national, and international environmental laws. Suppliers will obtain and keep current all required environmental permits, approvals, and registrations, follow their operational and reporting requirements, and will provide said documentation to Android upon request. Android encourages all Suppliers to be bold and go beyond compliance obligations to integrate additional environmentally sustainable practices throughout their company.

- Pollution Prevention

Suppliers should minimize or eliminate emissions and discharges of pollutants and generation of waste at the source or by practices such as adding pollution control equipment, modifying production, maintenance, and facility processes, or by other means. Suppliers will routinely monitor and disclose, appropriately control, minimize, and strive to eliminate contributing to pollution, as required by and in accordance with applicable law. Suppliers should assess cumulative impacts of pollution sources at their facilities and work to reduce such sources.

- Greenhouse Gas Emissions

Suppliers will continually strive to reduce greenhouse gas emissions. Suppliers will track Scope 1, 2, and 3 greenhouse gas emissions. Suppliers shall establish time-bound emission reduction goals and shall strive to obtain approved science-based targets that are at a minimum aligned with Android's Supplier Sustainability Partnership Pledge.

#### **IV. MONITORING AND COMPLIANCE**

Suppliers shall conduct periodic internal reviews and inspections to ensure their compliance with this SCOC. If a Supplier identifies any area of non-compliance, the Supplier is expected to notify Android's supply chain & logistics department as to its plans to remedy any such non-compliance.

Android or its designated representatives may engage in periodic monitoring activities to confirm Suppliers' compliance with this SCOC, including on-site inspections of facilities, use of questionnaires, review of publicly available information, or other measures necessary to assess Supplier performance and compliance. The Supplier performance assessment will be used as a factor in award of new business opportunities.

Suppliers are responsible for ensuring that the standards and requirements of this SCOC are communicated and understood by their personnel working on or in support of the Android contracts agreements and orders. Suppliers will be held responsible for the conduct and actions of their employees.

The implementation of this SCOC is a shared responsibility between Android Industries and its Suppliers.

Suppliers are to promptly disclose to Android all current and potential incidents which give rise to the appearance of conflicts of interest or instances of illegal, unethical or fraudulent behavior by any party, including Supplier employees or Android employees, related to any of Android's business activities. Suppliers are to cooperate with Android in any inquiries or investigations pertaining to past, current or potential instances of apparent unethical or fraudulent behavior or conflicts of interest related to any business activity.

Android Supplier employees that become aware of violations of this SCOC are obligated to notify Android. Supplier employees are to report violations and irregularities directly to their company management. Based on the assessment of information made available to Android, Android reserves the right (in addition to other potential legal and contractual rights) to disqualify any potential Supplier or terminate any relationship with a current Supplier found to be in violation of this SCOC, without liability.

## **V. APPLICATION**

This SCOC is a general statement of Android expectations and requirements with respect to its Suppliers. This SCOC should not be read in lieu of, but in addition to, any Supplier obligations set forth in a) requests for proposals, invitations to bid or other solicitation documents, or b) agreement by and between Android and the Supplier, or c) Android's standard Terms and Conditions. In the event of a conflict between this SCOC and any Android solicitation documents or applicable agreements, the terms of Android applicable solicitation documents or agreements shall prevail. The requirements of this SCOC are not subject to waiver. The Suppliers, nor their personnel or representatives are authorized to propose or approve conduct inconsistent with this SCOC.



**APPENDIX A**

**Acknowledgement of Android Supplier Code of Conduct**

**Android** and its subsidiaries are committed to the highest ethical and legal standards in the conduct of their business. Android requires all suppliers with which Android conducts business to acknowledge and agree to abide by the policies and principles set forth in the Android Supplier Code of Conduct.

**ACKNOWLEDGEMENT**

I, on behalf of.....[the name of the vendor/manufacturer/contractor/sub-contractor], hereby acknowledge and agree to abide by the policies and principles of Android’s Supplier Code of Conduct and to ensure that the employees, officers, directors, agents, representatives of..... [the name of the vendor/manufacturer/contractor/sub-contractor] are aware of and abide by such policies and principles in the process of preparing and submitting bids and proposals for Android work, for provision of goods and services to Android, and during the performance of all agreements entered into with Android for such purposes.

Authorized Signatory: \_\_\_\_\_

Name (printed): \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

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**APPENDIX B**

**Android Prevention of Human Trafficking Certification**

As an Android Supplier, we certify:

- We have a policy prohibiting forced labor, trafficking in humans, and procuring of commercial sex acts by our company and have taken effective steps to ensure compliance by our suppliers, agents and subcontractors;
- We have reviewed, understand and comply with 48 CFR 52.222-50; Executive Order 13627; 78 FR 59317-59325 and ensure compliance with the same by our suppliers, agents and subcontractors;
- To the extent required, we have implemented and published a formal compliance plan to comply with 48 CFR 52.222-50 and 78 FR 59325 and have taken steps to ensure our suppliers, agents and subcontractors implement and publish such a plan to the extent required; and
- Should we become aware of any violation under US laws prohibiting human trafficking by our company or our suppliers, agents or subcontractors, we will report the same to Android’s head of Supply Chain.

I am authorized to sign this certification on behalf of my company.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Company

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Date

\_\_\_\_\_  
Title