



维谛供应商行为准则

维谛希望我们的供应商能够体现我们的价值观和原则，紧跟技术潮流，诚信行事，并尊重人们和环境。这些行动反映了维谛的优先事项。通过这种方式，我们只与最优秀的，即彰显社会责任感和致力于公平和诚实的供应商合作。

维谛以[负责任商业联盟（RBA）的行为准则](#)为蓝本制定了本《供应商行为准则》。我们鼓励所有供应商熟悉本《供应商行为准则》，因为我们希望每个供应商，以及供应相关方，不仅在自己的经营活动中，而且在整个供应链中遵守这些原则。维谛可能会与未能遵守本《供应商行为准则》的供应商终止关系。本协议所指“供应相关方”是指供应商及其雇员、代理人、顾问、分包商和独立承包商。

A. 人权和劳工

供应商应秉持最高的人权标准，并以国际标准所认可的尊重和尊严对待员工。这适用于所有类型的员工，包括临时工、移民工、合同工、学生、直接和间接员工。以下部分描述了供应商应坚持的与人权和劳工有关的原则的进一步细节。

1. 自由选择就业 - 禁止强迫劳动 - 强迫劳动被理解为由国际劳工组织《强迫劳动公约》（第 29 号）和《废除强迫劳动公约》（第 105 号）所制定的一套定义所界定。所有供应商必须确保不使用强迫劳动，包括抵押性、契约性和非自愿或剥削性的监狱或奴隶劳动，而且供应商不得参与人口贩运。这包括通过威胁、武力、胁迫、绑架或欺诈等手段运输、窝藏、招募、转移或接收人员，以获得劳动或服务 and 商业剥削，包括对男人、女人或儿童的性剥削。供应商不得对员工在公司设施以及住宅设施（如果适用的话，例如员工宿舍或生活区）中的行动自由，包括进入和退出，施加任何不合理的限制。供应商必须向所有员工提供员工母语的书面就业协议，其中包括就业条款和条件的说明，这是雇用过程的一部分。所有的工作都必须是自愿的，如果按照雇佣合同给予了合理的通知，员工应可在任何时候自由离开工作岗位或终止合约，而不会受到惩罚、纪律措施或报复或威胁。供应商只有在法律要求的情况下才能扣留员工的文件。在这种情况下，任何时候都不应拒绝员工查阅其文件。供应商的员工不需要向雇主的代理或次代理支付招聘费或其他相关的就业费用。如果发现员工支付了任何此类费用，应将所有此类费用偿还给员工。

2. 移民工 - 如果供应商使用移民工劳动力并将移民工带入国内为供应商工作，供应商应在这些工人工作期满后支付或提供回程交通。供应商不得直接或间接向移民工收取任何招聘费或其他费用，供应商不得销毁、隐瞒、扣留或以其他方式劫持移民工的身份证件或工作许可证。在离开原籍国之前，供应商应向所有移民工提供一份书面就业协议，其语言应为工人所理解的语言。在到达工作的国家后，不允许对这份就业协议进行替换或更改，除非这些更改是为了符合当地法律或为工人提供同等或更好的条件。

3. 禁止使用童工 - 童工被理解为由国际劳工组织《最低年龄公约》所制定的一套定义所界定。维谛的政策反对使用童工，我们禁止我们的供应商在任何设施或业务中使用童工。供应商不得雇用任何 15 岁以下的人或适用的法定最低就业年龄（以最大者为准）。他们应遵守所有当地的童工法律和适用的国际标准。供应商应实施适当的程序来验证工人的年龄。未满 18 岁的员工不得从事可能危及其健康和安全的的工作，不得从事夜班和加班工作。如果供应商雇用学生员工，供应商应确保对学生员工进行适当的支持、培训和管理，以确保按照所有适用的法律和法规保护学生的权利。如果当地法律没有规定学生员工的工资标准，学生员工、实习生和学徒的工资标准应基于与其他执行同等任务的初级员工相同的工资标准来确定。

4. 工作时间 - 我们向供应商强调合理工作时间的的重要性，以及保持积极和富有成效的工作环境每个地区普遍接受的做法一致的重要性。维谛希望其供应商在经营过程中完全遵守有关工作时间、休假时间、加班和假期的所有适用法律。员工应有权每周工作不超过 60 小时（48 个正常工作小时和最多 12 小时的自愿加班），每 7 天至少拥有 24 小时的休息时间，除非在紧急情况下或国家法律和员工协议另有规定和明确允许。

5. 工资和福利 - 我们希望我们的供应商在经营过程中完全遵守有关工资和福利的所有适用法律要求。所有员工的工资必须符合适用的法律要求，如果没有法定的最低工资，则应与现行部门工资保持一致，其数额应足以满足基本生活需求。员工不应面临作为纪律措施而被扣减工资的情况，并应有权获得加班费，加班费应以更高的/额外的标准计算。供应商应以其员工能够理解的语言，向其员工提供每次工资书面说明文件，该文件应涵盖与工资相关的所有信息。雇用临时工、派遣工和外包工也必须符合当地法律规定的要求。

6. 人道待遇 - 维谛反对任何形式的苛刻或不人道的待遇，包括性骚扰、性虐待、体罚、精神或身体胁迫、辱骂、暴力、基于性别的暴力、欺凌、公开羞辱以及威胁给予任何上述待遇。关于人道待遇的纪律政策和程序应明确规定并传达给所有员工。

7. 非歧视 - 我们公司希望供应商禁止以年龄、种族、肤色、宗教、信仰（应向员工提供合理的宗教活动便利）、性别、怀孕状况（包括分娩、哺乳或相关医疗状况）、婚姻状况、性别、性取向、性别认同/表达（包括变性人身份或性别定型）、遗传信息、公民身份、国籍、受保护的退伍军人身份、政治派别、工会会员身份、残疾、族裔群体或任何其他被视为不法的因素来歧视或骚扰任何员工或申请人。我们期望，在就业类型、晋升和薪酬、奖励和培训机会方面的歧视也被禁止。供应商应促进机会平等，不应歧视任何员工。此外，员工以及潜在员工不应接受可能被用于歧视的医疗测试或体检。

8. 结社自由 - 供应商应尊重员工根据当地法律自由结社和寻求代表的权利，并尊重集体谈判的权利。供应商应进一步尊重员工参与和平集会的权利，以及加入、组建或不加入工会的权利，而不必担心遭到报复、恐吓或骚扰。供应商应允许员工与管理层公开交流和分享有关工作

条件和管理实践的想法和疑虑，而不必担心任何形式的报复、恐吓、骚扰和歧视。当法律限制结社自由和集体谈判时，供应商应允许员工建立其他方式来促进这些自由。

9. 正规雇佣 - 供应商应以确保正规雇佣（永久和直接）的方式运营，并承诺在业务性质允许的情况下限制非正规雇佣（定期合同、合同工）。

10. 雇佣招聘人员和上游供应商 - 如果供应商雇佣第三方招聘机构，他们应确保这些机构符合《维谛供应商行为准则》和所有适用法律。与雇佣招聘人员相关的所有费用必须由供应商承担。供应商应确保其上游供应商遵守《维谛供应商行为准则》的所有上述规定。

B. 健康和安全

我们希望我们的供应商能够根据所有适用的法律和法规，提供一个健康和安全的工作环境，并保护员工免受短期、即时和长期的伤害。供应商应意识到持续的员工教育和投入在主动识别和解决工作场所的健康和安全相关问题的重要性。

1. 职业安全 - 供应商应识别和评估员工潜在的健康和安全危害（化学、电力和其他能源、火灾、车辆和坠落危险等），并使用包括消除危害、替代材料或替代工艺在内的“控制等级体系”来降低风险，通过适当的设计、行政和工程控制实施、预防性维护和安全工作程序（包括上锁/挂牌）进行控制，并提供持续的职业健康和安全教育。如果无法消除或充分控制危害，供应商应为员工提供适当、保养良好的个人防护设备，并就这些危害相关的风险对员工进行教育。此外，供应商应采取合理措施确保孕妇和哺乳期妇女远离高危工作环境，消除或减少孕妇或哺乳期妇女在工作场所可能面临的健康和安全风险，包括与日常工作任务相关的风险，并提供安全的合理便利。

2. 应急准备 - 维谛希望其供应商能够识别和评估潜在的紧急情况 and 事件，并实施应急计划和响应程序，其中包括紧急情况报告、员工通知和疏散程序、定期培训和演习，以尽量减少此类情况和事件的影响。应急演习必须每年至少进行一次，如果当地法律有要求，则应更频繁。供应商应确保应急计划包括适当的火灾探测和灭火设备、畅通无阻的出口、充足的出口设施、应急人员的联系信息以及恢复计划。所有应急计划和程序应旨在最大限度地减少对生命、环境和财产的伤害。

3. 职业伤害和疾病 - 维谛的供应商应维持预防、管理、追踪和报告职业伤害和疾病的程序和系统。这些规定应包括鼓励员工汇报，对伤害和疾病案例进行分类和记录，提供必要的医疗信息，调查职业伤害和疾病案例，实施纠正措施以消除其原因并确保其预防，以及协助员工重返工作岗位。

4. 工业卫生 - 维谛希望供应商识别、评估和控制员工对化学、生物和物理制剂的潜在接触，并通过“控制等级体系”降低潜在风险。如果供应商发现了任何潜在的危害，供应商应尝试消

除和/或将潜在的危害降到最低水平。如果消除或降低潜在危害不可行，则需要通过适当的设计、工程和行政管制来彻底控制危害。如果无法应用此类控制方式，则必须免费为员工提供适当的、保养良好的个人防护设备，并以适当的方式使用个人防护设备。员工应有权获得持续的保护计划，其中包括与潜在危害相关的潜在风险的教育材料。

5. 体力劳动 - 供应商应针对体力劳动的安全标准实施政策。供应商应识别、评估和控制员工接触与体力劳动相关的危险，例如手动材料处理、重物或重复性提举、长时间站立或高度重复或强力的装配任务。员工接触上述体力劳动应符合当地法规和/或保护员工健康和安全的国际标准规定的员工最大程度接触体力劳动的安全水平。

6. 机器保障 - 维谛希望其供应商能够确保其运营中所使用的机器的安全性。供应商应监测和评估生产和其他机器的任何潜在安全隐患。若机器对员工存有潜在的伤害危险，则必须提供并维护物理防护、连锁、障碍和其他必要的措施，以确保员工和所有操作机器人人员的安全。

7. 环境卫生、食品和住房 - 为了确保员工享有可接受的工作和生活条件，供应商必须为其员工提供无障碍且干净的厕所设施、饮用水和卫生的食品制备、储存和饮食设施。如果供应商直接或通过劳务代理向员工提供住房设施，这些设施必须保持安全和清洁，并配备无障碍的紧急出口、热水、足够的灯光、供暖和通风，有单独的安全设施来储存个人物品，并提供合理的个人空间，以及无障碍的进出权限。

8. 健康和安全教育 - 供应商应针对员工可能接触到的所有已确定的工作场所危害，包括但不限于机械、电气、化学、火灾和物理危害，以员工理解的语言向其员工提供适当的工作场所健康和安全教育信息。所有信息和培训应在工作开始前提供给员工，并在工作后定期进行。供应商应确保健康和安全教育信息清楚地张贴在运营设施中，或放置在所有员工都能识别和接触的位置。应鼓励员工提出任何关于健康和安全教育的问题，而不必担心遭到报复。

C. 环境

供应商应以保护环境的方式经营其设施，并达到或优于适用法律和法规。供应商应意识到他们对环境的影响，并在其生产经营中尽量减少对环境、社区和自然资源的负面影响，同时应保障公众的健康和安全。我们进一步向我们的供应商强调，建立在设施中减少能源消耗和浪费的方案的需求，和创造创新产品和服务以提高能源利用效率和减少环境影响的重要性。供应商应对环境友好政策采取积极的态度，并注重于减少对上游供应商造成负面影响的合作。

1. 环境许可和报告 - 维谛供应商应获得、维护并保持所有必要的环境许可（如排放监测）、批准和注册，并遵守其操作和报告要求。

2. 污染预防和资源减少 - 维谛希望其供应商严格控制其污染物的排放和排出，以及废物的产生。应从源头上或通过增加污染控制设备、生产改造、良好的维护、设施流程或其他适当的措

施将这些污染降到最低。供应商应确保负责任地使用自然资源，包括通过材料再利用或替代、保护、回收或其他环保的做法保护水、化石燃料、矿物和原始森林。

3. 关注物质 - 供应商应识别，标记和管理危害物质，如化学品和废物以及其他对人类和环境构成风险的材料，以确保这些材料的安全处理、移动、储存、使用、回收、再利用和处置。重要的是，供应商应在其运营中尽可能地减少关注物质和持久性生物累积性毒素的使用，并达到或超过任何相关的注册、标签或通知要求。 供应商应根据适用法律，以最环保的方式处理和处置任何危害材料，尽量减少人体接触和污染。

4. 固体废物——维谛希望其供应商实施系统的方法和程序，以有效地识别、管理、减少和负责任地处置或回收固体无害废物。

5. 废气排放 - 供应商应尽可能地管理其废气排放，以利于环保。供应商应实施一套程序，对运营过程中产生的挥发性有机化学品、气溶胶、腐蚀剂、微粒、臭氧层消耗物质和燃烧副产品的废气排放进行描述、监测、控制，并在排放前按要求进行处理。臭氧层消耗物质应根据《蒙特利尔议定书》和适用的法规进行有效管理。供应商须对其废气排放控制系统的性能进行例行监测。

6. 材料限制 - 维谛要求其供应商遵守所有有关禁止或限制在产品和使用中特定物质的相关适用法律、法规和客户的特定要求，包括在与供应给维谛的所有产品中贴上回收和处置标签。供应商必须确保供应给维谛的所有产品均符合其销售和运输市场的所有相关材料和化学成分要求。这包括 REACH、RoHS、WEEE、TSCA、加州 65 号提案、持久性有机污染物 (POPs) 和类似的区域或地方法规。

7. 水管理 - 供应商应制定水管理计划，记录和描述水的使用和排放情况；寻求节约用水的机会；并控制污染渠道。所有废水在排放或处置之前，必须按照适用的法规进行监测、控制和处理。供应商应定期监测废水处理和密封系统的性能，以确保系统性能处于最佳状态和符合法规。

8. 能源消耗和温室气体排放 - 供应商应追踪并记录其温室气体排放水平，设定减排目标，并致力于通过使用对环境友好且可最大程度减少有害排放的可行技术，尽量减少温室气体排放。供应商应根据需要，报告其温室气体排放情况，以显示在实现温室气体减排目标方面的进展。供应商应寻求提高能源效率的方法，以及如何通过使用可再生能源和节约能源来负责任地使用能源，最大限度地减少能源消耗。

D. 道德规范

维谛寻求按照最高的道德标准开展业务，并期望其供应商做出同样的承诺，因此供应商应遵守以下标准。

1. 商业诚信和最高道德行为 - 我们的政策和实践指导维谛员工无论在什么地方开展业务，都要以合法和道德的方式进行。在与客户的互动中，维谛的领导层和员工遵守坚定且毫不妥协的标准；我们希望我们的供应商在与维谛开展业务时也遵守这些道德标准。
2. 反腐败 - 我们希望我们的供应商遵守所有的法律和法规，禁止向任何个人或实体直接或间接地支付金钱、给予或接受任何有价值的东西、承诺、供应或许可产品、礼物或服务，企图以不正当方式获得有利的商业待遇或影响政府决策。严禁勒索、贪污、贿赂、回扣和类似的支付行为。维谛供应商应制定监督、记录和执行程序，以确保遵守反腐败原则和法律。
3. 利益冲突 - 维谛认为，供应商的员工不宜有任何与他或她对其雇主的责任相冲突的个人商业或财务利益。供应商应告知维谛，与我们的客户、供应商、商业伙伴、员工或竞争对手的业务或个人关系可能产生的任何实际和潜在的利益冲突。
4. 信息披露 - 供应商开展活动应公开透明，并在官方记录中准确反映与业务相关的信息。在报告中，供应商应包括有关商业活动、组织结构、财务状况、业绩、劳工、环境实践以及健康和所有符合适用法规的信息。禁止任何伪造或曲解行为。
5. 知识产权 - 知识产权应得到尊重。技术和知识的转让应以保护知识产权的方式进行，客户和供应商的信息应得到适当的保护。
6. 公平经营、广告和竞争 - 维谛供应商应遵守公平经营、广告和竞争的标准。这些标准禁止可能不合理地限制贸易的行为，例如但不限于市场分配、固定价格、操纵投标或掠夺性定价，还禁止反竞争的合并和收购，以及占主导地位的公司的一些商业行为。
7. 身份保护和反报复 - 除非法律禁止，否则应设置相关机制确保供应商和员工举报人的机密性、匿名性，并提供保护。供应商应提供一个沟通流程，让他们的员工能够提出任何疑虑而不必担心遭到报复。
8. 负责任的矿产采购 - 维谛供应商在提供含有金、钽、锡、钨（3TG）和钴等金属的产品时，必须执行冲突矿产政策，并对提供给维谛的产品中使用的 3TG 金属和钴的来源进行尽职调查。供应商应进一步合理保证供应商产品中的上述矿物的来源符合经济合作与发展组织（OECD）的《来自受冲突影响和高风险地区矿物的负责任供应链指南》或同等的、公认的尽职调查框架。供应商应仅从负责任的矿产联盟或类似的公认组织认可的非冲突冶炼厂或精炼厂采购 3TG 材料和钴，以确保供应给维谛的产品不支持武装冲突和侵犯人权行为。
9. 隐私 - 供应商应保护与其有业务往来的每个人（包括供应商、客户、消费者和员工）的个人信息的合理隐私期望。在收集、储存、处理、传输和共享个人信息时，供应商应遵守隐私和

信息安全法律和法规要求。

10. 道德热线 - 为了便于举报道德问题，我们在开展业务的 80 多个国家为维谛的员工和供应商提供道德热线。如果需要，热线举报可以是匿名的。我们绝不容忍对举报人进行任何形式的报复。员工和供应商可以通过联系维谛的道德与合规部来举报与商业行为问题相关的疑虑。

举报工具和热线电话：<http://www.Vertivco.ethicspoint.com>。

E. 管理系统

供应商应维护一个管理系统，以证明采用了本《供应商行为准则》中所体现的原则，并追踪和记录对所有适用法律、政府政策和法规以及客户要求的遵守情况。供应链的透明度是确认遵守本《供应商行为准则》的必要条件。因此，供应商应配合维谛的任何文件要求、现场审核和相关行动计划。管理系统应支持持续改进，包括识别和减轻本准则的操作风险，并涉及以下内容。

1. 公司承诺 - 公司社会和环境政策，要由确认供应商对合规性和持续改进的承诺声明来支持，得到管理层的认可，并在所有供应商的设施中以当地语言提供。
2. 管理层的责任 - 供应商应确定负责管理系统及其实施的高级管理人员和公司代表。高级管理人员应定期审查管理系统的状态。
3. 法律和客户要求 - 供应商必须有一个程序来识别、监控和理解适用的法律、法规和客户要求，包括本准则的要求。
4. 成分和原产地报告 - 供应商必须有一套程序来确保符合与产品相关的要求，例如冲突矿产、REACH、RoHS、TSCA、CA Prop 65、POPs、关键矿产，并应要求提供有关供应给维谛或其第三方管理的产品材料成分和原产地的声明。这些披露可包括一致性或合规性证书、冲突矿产 CMRT、扩展矿产报告模板 EMRT、全材料披露 FMD 以及其他适用的声明。
5. 风险评估和风险管理 - 供应商应维护一个程序，以识别与供应商运营相关的法律合规性、环境健康和安全、劳工实践以及道德风险。供应商应评估所识别的风险，并实施适当的程序和物理控制，以监测所识别的风险，确保符合法规。
6. 改进目标 - 供应商应制定改进目标、指标和实施计划，以改善其社会、环境、健康和安全管理表现。这些应以明确的书面形式提供，并应定期评估供应商在这方面的表现。
7. 培训 - 供应商应持续培训管理人员和员工，以执行政策、程序和改进目标，并满足适用的法律和法规要求。
8. 沟通 - 通过管理系统，供应商应通过管理系统维持一套流程，用以与其员工、供应商和客

户明确地沟通有关公司政策、实践、期望和业绩的准确信息。

9. 员工反馈、参与和申诉 - 供应商的管理系统应引入并保持持续的程序（包括有效的申诉机制），以评估员工对本准则所涵盖的原则的理解，对违反本准则行为的理解，并提供安全的环境让员工进行反馈，而不必担心遭到报复和打击。

10. 审核和评估 - 通过管理系统，供应商需要定期进行自我评估，以确保符合与社会和环境责任相关的客户合同要求、本准则的内容以及所有适用的法律和法规要求。

11. 纠正措施流程 - 供应商的管理系统应包括针对内部或外部识别的缺陷采取充分和及时的纠正措施的流程。

12. 文件和记录 - 供应商应根据保护隐私的保密原则，创建和维护合法合规的且符合公司要求的相关记录和文件。

13. 供应链管理 - 维谛希望其供应商尽最大努力将本《供应商行为准则》中体现的原则传达给从事生产、供应和支持维谛产品或服务的供应商和代理商，并监督供应商遵守本准则。

2022 年 10 月更新

Vertiv Supplier Code of Conduct

Vertiv expects our suppliers to project our values and principles, to stay current with technology, to act with integrity, and to treat people and the environment with respect. These actions reflect Vertiv's priorities. In this way, we partner with only the highest caliber suppliers that demonstrate social responsibility and a commitment to fairness and honesty.

Vertiv has modeled its Supplier Code of Conduct on the [Responsible Business Alliance \(RBA\) code of conduct](#). We encourage all our suppliers to familiarize themselves with this Supplier Code of Conduct, as we expect each supplier, including supplier parties, to adhere to these principles not only within its own operations but also throughout its entire supply chain. Vertiv may discontinue its relationship with suppliers who fail to comply with this Supplier Code of Conduct. As used herein, "supplier parties" means supplier and its employees, agents, consultants, subcontractors, and independent contractors.

A. Human Rights and Labor

Suppliers shall uphold the highest standards of human rights and treat employees with respect and dignity as recognized by international standards. This applies to all types of employees including temporary, migrant, contract, student, direct and indirect employees. Following sections describe further details of principles related to Human Rights and Labor which suppliers shall uphold.

1. Freely chosen employment - Prohibition of Forced Labor – Forced Labor is understood to be defined by the set of definitions established by the ILO Forced Labor Convention (No. 29) and the Abolition of Forced Labor Convention (No. 105). All suppliers must ensure that no forced labor, including bonded, indentured, and involuntary or exploitative prison- or slave-labor is used, and suppliers shall not participate in human trafficking. This includes transporting, harboring, recruiting, transferring, or receiving persons by means of threat, force, coercion, abduction, or fraud for labor or services and commercial exploitation, including the sexual exploitation of men, women, or children. Suppliers shall not impose any unreasonable restrictions on a worker's freedom of movement in company's facilities including entering and exiting, and if applicable, housing facilities, e.g., employees dormitories or living quarters. All employees must be provided with the written employment agreement in the employees native language which includes a description of terms and conditions of employment as a part of the hiring process. All work must be voluntary, and employees shall be free to leave work at any time or terminate their employment without penalty, discipline, or retaliation or threat thereof, if reasonable notice is given as per employees contract. Suppliers can only hold employees documentation if such holdings are required by law. In this case, at no time should employees be denied access to their documents. Supplier's employees are not required to pay employers' agents or sub-agents' recruitment fees or other related fees for the employment. If any such fees are found to have been paid by employees all such fees shall be repaid to the employee.
2. Migrant Workers – If supplier uses a migrant worker labor force and brings migrant workers into the country for the purpose of working for supplier, supplier shall pay or provide for return transportation of these workers at the end of their working period. Suppliers shall not charge migrant workers, directly or indirectly, any recruitment or other fees and migrant workers' identity documents or work permits should not be destroyed, concealed, withheld or otherwise abducted from workers by the supplier. All migrant workers shall be provided a written employment agreement in a language which is understood by the workers prior to the departure from their country of origin. No substitutions or changes are allowed in this

employment agreement upon arrival in the country of work unless the changes are made to meet local law or to provide equal or better terms for the worker.

3. Prohibition of Child Labor – Child Labor is understood to be defined by the set of definitions established by the ILO Minimum Age Convention. Vertiv’s policies oppose child labor, and we forbid our suppliers to use child labor in any facility or business. Suppliers shall not employ any persons under the age of 15 or the applicable minimum legal age for employment, whichever is greatest. They shall comply with all local child labor laws and applicable international standards. Suppliers shall implement an appropriate process to verify worker’s age. Employees under age 18 shall not conduct work which can possibly jeopardize their health and safety and shall not work on night shifts and overtime. If suppliers employ student employees, suppliers shall ensure proper support, training, and management of student employees to ensure protection of students’ rights in accordance with all applicable laws and regulations. If the local law does not regulate wage rate for student employees, the wage rate for student employees, interns and apprentices shall be based on the same wage rate as other entry-level employees performing equal tasks.
4. Working Time – We stress to our suppliers the importance of operating with reasonable working hours and maintaining a positive and productive work environment consistent with commonly accepted practices in each locale. Vertiv expects its suppliers to operate in full compliance with all applicable laws regarding work hours, vacation time, overtime, and holidays. Supplier employees should have the right to work no more than a maximum of 60 hours per week (48 regular hours of work and maximum of 12 hours of voluntary overtime) and be provided a rest period of at least 24 hours every 7 days, except in emergency situations or unless otherwise stated and clearly defined and allowed by national laws and employees agreements.
5. Wages and Benefits – We expect our suppliers to operate in full compliance with all applicable legal requirements regarding wages and benefits. All supplier employees must be compensated with wages that meet applicable legal requirements or, if there is no legal minimum wage, wages that align with the prevailing sector wage in an amount sufficient to cover basic living requirements. Employees should not face deductions from earned pay as a disciplinary measure and should be entitled for the payment of overtime work at a higher/premium rate. Suppliers shall provide its employees written documentation for each pay period covering all information related to the wage in the language which is understandable to them. The use of temporary, dispatch and outsourced labor must be in accordance with the limits of the local law.
6. Humane Treatment – Vertiv objects to any form of harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, verbal abuse, violence, gender-based violence, bullying, public shaming, and threat of any above-mentioned treatment. Disciplinary policies and procedures about human treatment shall be clearly defined and communicated to all employees.
7. Non-Discrimination – Our company expects suppliers to prohibit discrimination against or harassment of any employee or applicant on the basis of age, race, color, religion, creed (employees shall be provided with reasonable accommodation for religious practices), sex, pregnancy status (including childbirth, breastfeeding, or related medical conditions), marital status, gender, sexual orientation, gender identity / expression (including transgender status or sexual stereotypes), genetic information, citizenship status, national origin, protected veteran status, political affiliation, union membership, disability, ethnic group, or any other factor deemed unlawful. It is expected that the discrimination in terms of employment type, promotion and remuneration, rewards and access to training is also prohibited. Suppliers should promote equal opportunities and shall not discriminate against any worker. In addition, employees as well as potential employees should not be subjected to medical tests or physical exams which could be used in a

discriminatory way.

8. Freedom to Associate – Suppliers should respect the rights of employees to associate freely and seek representation in accordance with local laws and respect the right for collective bargaining. Suppliers should further respect employees' right to engage in peaceful assembly and right to join, form, or not to join a labor union without fear of reprisal, intimidation, or harassment. Employees shall be allowed to openly communicate and share ideas and concerns regarding to working conditions and management practices with management without fear of reprisal, intimidation, harassment, and discrimination in any form. Supplier should allow employees to establish other means how to facilitate freedom of association and collective bargaining when these are restricted under the law.
9. Regular Employment – Suppliers shall operate in a way which ensures the regular employment (permanent and direct) and commit to limit the non-regular employment (fixed-term contracts, contracted labor) if it is allowed by the nature of their business.
10. Use of Recruiters and Upstream Suppliers – If suppliers use third party recruitment agencies, they shall ensure that these are compliant with Vertiv Supplier Code of Conduct and all applicable laws. All costs related to the use of recruiters must be covered by suppliers. Suppliers shall ensure that their upstream suppliers are compliant with all the above-described provisions of Vertiv Supplier Code of Conduct.

B. Health and Safety

We expect our suppliers to have a healthy and safe working environment in accordance with all applicable laws and regulations and to protect employees from short, immediate, and long-term harm. Suppliers should recognize the importance of ongoing worker education and inputs in proactively identifying and solving health and safety related issues in the workplace.

1. Occupational Safety – Suppliers shall identify and assess worker's potential exposure to health and safety hazards (chemical, electrical and other energy sources, fire, vehicles, and fall hazards, etc.) and mitigate risks using the Hierarchy of Controls which includes hazard elimination, materials or processes substitution, controlling through proper design, administrative and engineering controls implementation, preventative maintenance and safe work procedures (including lockout/tagout), and providing constant occupational health and safety training. In cases when hazards cannot be eliminated or adequately controlled, supplier shall provide employees with appropriate, well-maintained, personal protective equipment and educate employees about risks associated to these hazards. Additionally, suppliers shall implement reasonable actions to ensure that pregnant women and nursing mothers are removed from working conditions with high hazards and remove or reduce possible workplace health and safety risks which pregnant women or nursing mothers may be exposed in their workplace, including those associated with their regular work tasks and provide safe reasonable accommodations.
2. Emergency Preparedness – Vertiv expects its suppliers to identify and assess potential emergency situations and events and implement emergency plans and response procedures which include emergency reporting, employee notification and evacuation procedures, regular training and drills in order to minimize impact of such situations and events. Emergency drills must be executed at least once a year or more often if required by local law. Suppliers shall ensure that emergency plans include appropriate fire detection and suppression equipment, clear and unobstructed egress, adequate exit facilities, contact information for emergency responders, and recovery plans. All emergency plans and procedures shall aim to minimize harm to life, the environment, and property.
3. Occupational Injury and Illness – Vertiv's suppliers shall maintain procedures and systems to prevent, manage, track and report occupational injuries and illness. These should include provisions to encourage

worker reporting, classification and recording of injury and illness cases, providing information about necessary medical treatment, investigation of the occupational injury and illness cases and implementation of corrective actions to eliminate their cause and ensure their prevention, as well as facilitate worker's return to work.

4. Industrial Hygiene – Vertiv expects suppliers to identify, assess and control worker's potential exposure to chemical, biological, and physical agents and mitigate potential risks through Hierarchy of Controls. If supplier identifies any potential hazard, supplier should try to eliminate and/or reduce the potential hazard to the lowest possible level. If it is not feasible to eliminate or reduce the potential hazard, the hazard needs to be thoroughly controlled through proper design, engineering, and administrative controls. If such means of control cannot be applied, employees must be provided with appropriate, well-maintained, personal protective equipment free of charge and use the PPE in appropriate way. Employees shall be entitled to ongoing protective programs which include educational materials about potential risks associated with potential hazards.
5. Physically Demanding Work – Suppliers shall implement policy towards safe standards for physically demanding work. Worker exposure to hazards connected to physically demanding assignment such as manual material handling, heavy or repetitive lifting, prolong standing, or highly repetitive or forceful assembly task should be identified, evaluated, and controlled. Employee exposure to above mentioned physically demanding tasks shall be in accordance with safe levels identifying employees maximum exposure to physically demanding tasks set by local regulations and/ or international standards protecting employees health and safety.
6. Machine Safeguarding – Vertiv expects its suppliers to ensure the safety of machines used in their operations. Production and other machinery shall be monitored and evaluated for any potential safety hazards. If machinery presents potential injury hazard to employees, physical guards, interlocks, barriers, and other necessary means must be provided and maintained properly to protect employees and all people manipulating with the machinery.
7. Sanitation, Food, and Housing – In order to ensure acceptable working and living conditions to employees, supplier must provide its employees barrier-free access to clean toilet facilities, potable water and sanitary food preparation, storage and eating facilities. If the supplier provides housing facilities to its employees directly or through labor agent, these facilities must be maintained to be safe and clean, and equipped with barrier-free emergency exits, hot water, adequate lightning, heat and ventilation, individually secured accommodation for storing personal items and to provide reasonable personal space along with barrier free entry and exit privileges.
8. Health and Safety Communication – Supplier shall provide its employees with appropriate workplace health and safety information and training in the language which is understood by the employees for all identified workplace hazards that employees may be exposed to, including but not limited to mechanical, electrical, chemical, fire, and physical hazards. All information and training shall be provided to employees prior to the beginning of work and regularly thereafter. Supplier should ensure that health and safety information are clearly posted in the operations facility or placed in location identifiable and accessible by all employees. Employees should be encouraged to raise any health and safety concern without fear of retaliation.

C. Environment

Suppliers should operate their facilities in a manner that protects the environment and meets or exceeds applicable laws and regulations. Suppliers shall be aware of their environmental impacts and minimize negative effects on the environment, community and natural resources within their manufacturing

operations as well as safeguarding the health and safety of the public. We further stress the need to our suppliers to foster programs that reduce energy consumption and waste in facilities, importance of creating innovative products and services that improve energy efficiency and reduce environmental impacts. Suppliers are expected to cooperate with upstream suppliers which have the proactive approach towards environmentally friendly policies, and which are focusing on the reduction of the negative environmental impact.

1. Environmental Permits and Reporting – Vertiv suppliers shall obtain, maintain, and keep current all required environmental permits (e.g., discharge monitoring), approvals and registrations, and their operational and reporting requirements are to be followed.
2. Pollution Prevention and Resource Reduction – Vertiv expects its suppliers to tightly control their emissions and discharge of pollutants as well as generation of waste. These should be minimized at the source or by practices such as addition of pollution control equipment, production modification, good maintenance, facility processes or by other adequate means. Suppliers shall ensure the responsible use of natural resources, including protection of water, fossil fuels, minerals, and virgin forest by practices such as materials reusing or substitution, conservation, recycling or other environmentally friendly means.
3. Substances of Concern – Suppliers shall identify, label, and manage hazardous substances such as chemicals and waste and other materials posing risks to humans and environment in order to ensure safe handling, movement, storage, use, recycling, reuse and disposal of these materials. Importantly, suppliers shall reduce the use of the substances of concern and persistent bio-accumulative toxins in their operations as much as feasible and meet or exceed any relevant registration, labeling, or notification requirements. Suppliers shall handle and dispose of any hazardous material in the most environmentally friendly way, minimizing human exposure and pollution in accordance with applicable law.
Updated October 2022
4. Solid Waste – Vertiv expects its suppliers to implement a systematic approach and procedures to effectively identify, manage, reduce and responsibly dispose of or recycle solid non-hazardous waste.
5. Air Emissions – Suppliers shall manage their air emissions in favor of environment as much as feasible. Suppliers shall implement a process in which air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting substances, and combustion byproducts generated from operations are characterized, monitored, controlled, and treated as required prior to discharge. Ozone depleting substances shall be effectively managed in accordance with the Montreal Protocol and applicable regulations. Suppliers shall conduct routine monitoring of the performance of their air emission control systems.
6. Material Restrictions – Vertiv requests its suppliers to adhere to all relevant applicable laws, regulations and specific customer requirements regarding the prohibition or restriction of use of specific substances in products and manufacturing, including labelling for recycling and disposal in all products concerning supply to Vertiv. Suppliers must ensure that all products supplied to Vertiv meet all related material and chemical content requirements in the markets into which they are sold and shipped. This includes REACH, RoHS, WEEE, TSCA, California Proposition 65, POPs and similar regional or local regulations.
7. Water Management – Suppliers shall have a water management program which documents and characterizes the use and discharge of water; and seeks opportunities for water conservation; and controls channels of contamination. All wastewaters must be monitored, controlled, and treated in accordance with applicable regulations prior to its discharge or disposal. Suppliers shall conduct regular monitoring of the performance of the wastewater treatment and containment system to ensure optimal performance and regulatory compliance.

8. Energy Consumption and Greenhouse Gas Emissions – Suppliers shall track and document their levels of greenhouse gas emissions, set reduction targets, and aim to minimize their greenhouse gas emissions with the use of feasible technologies which are environmentally friendly, and which minimize harmful emissions. Suppliers shall report on its greenhouse gas emissions, as needed, to show progress against greenhouse gas emissions reduction goals. Suppliers shall seek methods how to improve energy efficiency and how to minimize the energy consumption through the responsible use of energy with the use of renewable energy sources and energy conservation.

D. Ethics

Vertiv seeks to do business in accordance with the highest ethical standards and expects the same commitment from its suppliers, therefore suppliers are expected to uphold the following standards.

1. Business Integrity and Highest Ethical Behavior – Our policies and practices direct Vertiv employees to Updated October 2022
conduct business lawfully and ethically wherever we operate. We adhere to firm, uncompromising standards for Vertiv's leadership and employees with respect to interactions with customers; and we expect that our suppliers comply with these same ethical standards as they work on Vertiv business.
2. Anti-corruption – We expect our suppliers to comply with all laws and regulations forbidding payment of money, giving, or accepting anything of value, promising, offering, authorizing, products, gifts or services, directly or indirectly, to any individuals or entities as an attempt to improperly induce favorable business treatment or to improperly affect governmental decisions. Extortion or embezzlement, bribes, kickbacks, and similar payments are strictly prohibited. Vertiv suppliers are expected to have monitoring, record keeping and enforcement procedures in place to ensure compliance with anti-corruption principles and laws.
3. Conflict of Interest – Vertiv considers it inappropriate for suppliers' employees to have any personal business or financial interest that conflicts with his or her responsibilities to their employer. Suppliers should inform Vertiv of any actual and potential conflicts of interest that may arise from business or personal relationships with our customers, suppliers, business associates, employees, or competitors.
4. Disclosure of Information – Suppliers shall perform their activities transparently and shall accurately reflect business related information in official records. In reports, suppliers should include information about business activities, structures, financial situation, performance, labor, environmental practices and health and safety all in accordance with applicable regulations. No falsification or misinterpretation is acceptable.
5. Intellectual Property – Intellectual property rights are to be respected. Transfer of technology and know how is to be done in a manner that protects intellectual property rights and customer and supplier information is to be appropriately safeguarded.
6. Fair Business, Advertising and Competition – Vertiv suppliers are expected to abide by the standards of fair business, advertising, and competition. These standards prohibit actions which may unreasonably restrain trade, such as, but not limited to market allocation, price-fixing, bid rigging or predatory pricing and also prohibit anticompetitive mergers and acquisitions as well as certain business practices by dominant companies.
7. Protection of Identity and Non-Retaliation – Programs that ensure the confidentiality, anonymity, and protection of supplier and employee whistleblowers are to be maintained, unless prohibited by law. Suppliers should have a communicated process for their personnel to be able to raise any concerns without fear of retaliation.
8. Responsible Sourcing of Minerals – Vertiv suppliers which supply products containing metals such as gold,

tantalum, tin, tungsten (3TG) and cobalt must implement a conflict minerals policy and exercise due diligence on the provenance of the 3TG metals and cobalt which are used with the products being supplied to Vertiv. Suppliers shall further reasonably assure that above mentioned minerals included in supplier's products are sourced in a way consistent with the Organization for Economic Co-Operation and Development (OECD) Guidance for Responsible Supply Chain of Minerals from Conflict Affected and High-Risk Areas or an equivalent, recognized due diligence framework. Suppliers should source 3TG material and cobalt only from conflict-free smelters or refiners as recognized by Responsible Minerals Alliance or similar recognized organization to ensure that products supplied to Vertiv do not support armed conflicts and human rights violations.

9. Privacy – Suppliers are to protect the reasonable privacy expectations of personal information of everyone with whom they do business, including suppliers, customers, consumers, and employees. Suppliers are to comply with privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and shared.
10. Ethics Hotline – To facilitate reporting of ethics concerns, we provide Vertiv employees and suppliers an Ethics Hotline in the more than 80 countries where we operate. Reports to the hotline are anonymous if requested. We tolerate no form of reprisal against anyone who report concerns. Employees and suppliers may report a concern related to business conduct issues by contacting Vertiv's Ethics and Compliance reporting tool and hotline numbers at <http://www.Vertivco.ethicspoint.com>.

E. Management Systems

Suppliers should maintain a management system that demonstrates adoption of the principles embodied in this Supplier Code of Conduct and that tracks and documents compliance with all applicable laws, government policies and regulations and customer requirements. Supply chain transparency is required to confirm compliance with this Supplier Code of Conduct. Accordingly, suppliers shall cooperate with Vertiv in any requests for documentation, onsite audits, and associated action plans. Management system shall support continual improvement and include identification and mitigation of operation risks to this Code and involve the following elements.

1. Company Commitment – Corporate social and environmental policy supported by statements confirming supplier's commitment to compliance and continual improvement, endorsed by executive management, and available in local language in all supplier's facilities.
2. Management Accountability and Responsibility – Supplier shall identify senior executives and company representatives responsible for the management system and its implementation. The status of the management systems shall be reviewed by senior executives on a regular basis.
3. Legal and Customer Requirements – Suppliers must have a process to identify, monitor and understand applicable laws, regulations, and customer requirements, including the requirements of this Code.
4. Content and Origin Reporting – Suppliers must have a process to ensure compliance with product-related requirements, such as conflict minerals, REACH, RoHS, TSCA, CA Prop 65, POPs, Critical Minerals, and upon request, suppliers shall provide declarations regarding the material content and origin of products delivered to Vertiv or its third-party administrator. These disclosures may include Certificates of Conformance or Compliance, Conflict Minerals CMRT, Extended Minerals Reporting Template EMRT, Full Material Disclosures FMD, and other applicable declarations.
5. Risk Assessment and Risk Management – Supplier shall maintain a process to identify legal compliance, environmental health and safety and labor practice as well as ethics risks associated with supplier's operation. Identified risks shall be assessed and the appropriate procedural and physical controls to monitor

the identified risk shall be implemented to ensure regulatory compliance.

6. Improvement Objectives – Supplier shall set improvement objectives, targets and implementation plan to improve its social, environmental and health and safety performance. These should be available in clear written form and supplier's performance against them shall be periodically assessed.
7. Training – Suppliers should maintain programs for training managers and employees to implement policies, procedures, and improvement objectives and to meet applicable legal and regulatory requirements.
8. Communication – Through the management system, suppliers are expected to maintain process through which supplier clearly communicate accurate information about company policies, practices, expectations, and performance with its employees, suppliers, and customers.
9. Worker Feedback, Participation and Grievance – Supplier's Management system should introduce and keep ongoing process (which includes effective grievance mechanism) to assess employee's understanding of the principles covered by this Code, understanding of violations against this Code and creates space for employee's feedback in safe environment without fear of reprisal and retaliation.
10. Audits and Assessments – Through the management system, suppliers need to maintain periodic self evaluations to ensure conformity to customer contractual requirements related to social and environmental responsibility, the content of this Code and all applicable legal and regulatory requirements.
11. Corrective Action Process – Suppliers' management systems shall include the process for adequate and timely corrective actions for internally or externally identified deficiencies.
12. Documentation and Records – Suppliers shall create and maintain records and documents related to the regulatory compliance and conformity to company requirements in line with the confidentiality principles protecting privacy.
13. Supply Chain Management – Vertiv expects its suppliers to use their best efforts to communicate and extend the principles embodied in this Supplier Code of Conduct to their suppliers and agents that are engaged in the production, supply and support of products or services for Vertiv and monitor suppliers' compliance to this Code.

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