

PROCUREMENT STANDARDS OF BUSINESS CONDUCT

Procurement personnel and others who communicate with suppliers occupy a special position of trust and responsibility at Vergent Products. To avoid the potential problems of unethical supplier relationships, strict adherence to this code of ethics is required and practiced.

As employees who make or influence procurement decisions, we take special care to ensure our decisions are made with the utmost integrity and respect for our supply base, grounded in the accountability and transparency that build stakeholder trust and encourage collaboration benefiting the entire industry and community.

Therefore, we have adopted the following standards:

- Conduct all business with consistency, honesty, fairness, integrity, and loyalty to Vergent Products and our clients, in a manner that merits the respect of our employer, co-workers, peers, suppliers, and community.
- Exercise skill and good judgment to obtain the maximum value for each dollar of expenditure.
- Respect the confidentiality of information received in the course of duty and never use it for personal gain; information we provide is true, fair, and not designed to mislead.
- Share target price, lead time, delivery and performance requirements, and any change in business strategy equally with all legitimate, qualified competitive suppliers, granting them equal consideration.
- Accept no business gifts beyond items of small intrinsic value; reasonable hospitality not exceeding \$100 per occasion may be an accepted courtesy, but no gift or hospitality is acceptable when it might be, or be perceived to be, an influence on a business decision.
- Conduct business without any conflict of interest; personal or outside interests must not influence procurement decisions. Employees notify the President of any possible conflict and excuse themselves from the decision.
- Tolerate no act of discrimination or harassment toward any person or entity.
- Partner exclusively with suppliers who share our commitment to ethical, safe, and legal operations — including responsible environmental, health and safety, human-rights, and labor practices — while striving to award business close to home and build an efficient, sustainable, and socially responsible supply chain.
- Provide small businesses — including veteran-owned, service-disabled veteran-owned, HUBZone, small disadvantaged and minority-owned, and women-owned small businesses — the maximum practicable opportunity to participate in the contracts and subcontracts we award.
- Ensure the timely payment of amounts due under our subcontracts with these businesses, and extend the same opportunity and prompt-payment commitments through our own supply chain.