



SUPPLIER CODE OF CONDUCT

Titan Electric Companies, LLC and its affiliates (“Titan Electric”) is committed to conducting business with the highest integrity and in compliance with the letter and spirit of the law. As an industry leader and a responsible business, Titan Electric seeks to promote the highest standards for ethics and business conduct everywhere Titan Electric operates. As a supplier of products and/or services, directly or indirectly, to Titan Electric, your company is critical to Titan Electric’s success, and in order for Titan Electric to provide superior services in a responsible manner, Titan Electric requires all of its suppliers, manufacturer representatives and other business partners to comply with this Supplier Code of Conduct.

Suppliers, subcontractors, manufacturer representatives, and each of their respective directors, officers, employees, agents, representatives, suppliers, subcontractors, manufacturer representatives and other business partners (individually a “Supplier” and collectively “Suppliers”) must adhere to this Supplier Code of Conduct while conducting business with or on behalf of Titan Electric. Suppliers must promptly inform the Chairman of Titan Electric, Mike McInerney at MMM@titanelco.com, if any situation develops (or previously developed) that causes (or could reasonably be expected to cause) the Supplier to be in violation of this Supplier Code of Conduct. Titan Electric may require the immediate removal of any Supplier (the entity itself, those with whom it operates or both) who behave in a manner that is unlawful or inconsistent with this Supplier Code of Conduct. Titan Electric reserves its right to pursue legal action against anyone who may have violated this Supplier Code of Conduct. Compliance with this Supplier Code of Conduct is required in addition to any other obligations in any agreement a Supplier may have with Titan Electric and obligations under all applicable laws, rules and regulations (referred to collectively herein as “Laws”). Supplier is responsible for ensuring that their directors, officers, employees, agents, representatives, suppliers, subcontractors, and other business partners understand, and comply with, the requirements set forth in this Supplier Code of Conduct.

ANTI-BRIBERY/CORRUPTION

Suppliers must compete strictly on the basis of the merits of their products and services. Suppliers must never offer, promise, authorize, or provide, directly or indirectly, anything of value (including, without limitation, business gifts or courtesies) with the intent or effect of inducing anyone (including, without limitation, a Titan Electric customer or Titan Electric employee) to forego their duties, obtain or retain business, and/or provide unfair business advantage to Titan Electric, Supplier, or others. Accordingly, Supplier will, and will cause its directors, officers, employees, agents, representatives, suppliers, subcontractors, and other business partners to comply with all applicable Laws relating to anti-corruption and anti-money laundering with any affiliated businesses or associates. Fraud, dishonesty, unethical or criminal conduct on the part of any Supplier or anyone doing business with Titan Electric will



not be tolerated.

UNFAIR BUSINESS PRACTICES

Supplier must not engage in any illegal anti-competitive conduct or deceptive trade practice for any reason whatsoever, whether on behalf of Titan Electric, Supplier, or others. Accordingly, Supplier must never rig bids, fix prices, or provide or exchange customer's, Titan Electric's, Supplier's, or others' competitively sensitive information (including, without limitation, price, cost, and technical data) with Titan Electric's competitors or competitors of Supplier. Supplier must also refrain from abusing their market power, whether for their benefit or for the benefit of others, by refusing to deal fairly, engaging in predatory or discriminatory pricing practices, conditioning the sale or provision of a particular product or service with that of another product or service, or undertaking similar abusive tactics.

DATA PRIVACY AND INFORMATION SECURITY

Supplier must follow all applicable data protection, privacy and information security Laws in the jurisdictions in which it operates and be committed to respecting and protecting the privacy of individuals (including, without limitation, a Titan Electric customer, Titan Electric employee or other supplier). Supplier may only collect personal information for business related purposes in connection with the specific services being provided to Titan Electric. Supplier shall retain personal information only for as long as necessary to fulfill the business-related purposes in connection with the services being provided to Titan Electric. Supplier shall collect, use, maintain, disclose (internally and externally), and destroy personal information in a manner that limits the risk of loss, theft, misuse, or unauthorized access.

CONFLICT OF INTEREST

Supplier must avoid all conflicts of interest, and any and all situations that could reasonably give the appearance of a conflict of interest, when doing business with Titan Electric. Supplier must promptly report to Titan Electric any instances involving actual, apparent or potential conflicts of interest between Supplier's interest and those of Titan Electric, such as a direct personal or financial interest in a business decision or vendor selection.

LABOR

Supplier must follow all applicable Laws in the jurisdictions in which it operates, and be committed to the value of, and respect for, all people. Supplier is responsible for respecting human rights in its operations and will comply with the standards set forth in the United Nations Universal Declaration of Human Rights. The standards set forth in this Code apply to all workers, including, without limitation, temporary, migrant, student, contract, direct employees, and any other type of worker of Supplier. The applicable labor standards are:



1. Child Labor. Supplier will not engage in or condone the unlawful employment or exploitation of children in the workplace. Supplier will be committed to combating the exploitation of children, and therefore prohibit any use of child labor with any vendor, supplier, or other third-party arrangements. Supplier will work to raise awareness internally of such exploitation and cooperate with law enforcement authorities to address any such instances of which Supplier becomes aware.
2. Human Trafficking, Slavery and the Right to Voluntary Labor. Supplier will respect the free choice of all persons and strictly prohibit forced or compulsory labor for any employees. Supplier will not do business with, tolerate, or associate with organizations or entities that condone or are engaged in the practice of coercing or imposing work with little or no freedom of choice. Supplier will cooperate with law enforcement to address such instances that come to the attention of Supplier.
3. Freedom Against Prejudice and Discrimination. Supplier will maintain an inclusive, equal opportunity workplace free of harassment and discrimination based on a person's protected status such as race, color, religion, national origin, gender, sexual orientation, gender identity, age, disability, veteran or military status or other characteristics protected by Law. Supplier will also maintain a workplace free from retaliation for engaging in any protected activity (including but not limited to making a complaint or harassment or discrimination), and will not tolerate retaliation in any form. Supplier will ensure that it has requisite policies and practices in place to foster a harassment and retaliation free environment, including but not limited to a policy prohibiting harassment that provides for at least two individuals to whom alleged harassment, discrimination or retaliation may be reported and training consistent with applicable legal requirements.
4. Safe and Secure Workplace. Supplier will provide a safe and secure workplace for all its employees, and prevent accidents to employees, customers, and visitors, meeting or exceeding applicable legal standards. Supplier's leadership will ensure compliance with this commitment at every location and facility in which Supplier or any of its employees or representatives operates.
5. Working Hours and Wages. Supplier will comply with all Laws relating to the wages Supplier pays its employees, the hours they work and related matter. As appropriate, Supplier's policy will be further defined at the regional and country level to prevent the exploitation of the local workforce. Supplier will be committed to being an ethical employer that strives to improve labor standards, respects its employees' contributions, and rewards them fairly.



6. Freedom of Association. Supplier will respect the rights of employees and comply with all Laws concerning freedom of association and collective bargaining. Supplier will not engage in any unfair labor practice.

ENVIRONMENT AND SUSTAINABILITY

Supplier recognizes that adverse effects on the community, environment and natural resources must be minimized to safeguard the health and safety of the public. To achieve this objective, Supplier shall observe and comply with all applicable environmental Laws, including, without limitation, those which relate to (i) obtaining and maintaining required environmental permits, approvals and registrations, as well as complying with applicable operational and reporting requirements; (ii) the handling, removal, transportation and disposal of hazardous materials used by Supplier; and (iii) monitoring, controlling, treating and sanitizing air emissions, waste water and solid wastes. Supplier will seek opportunities that promote the efficient use of resources and energy, as well as clean and low energy solutions.

GIFTS AND GRATUITIES

Supplier shall not give to or receive from any director, employee, or representative of Titan Electric any gift, entertainment, or other favor of material value, or any commission, fee, with the intent or effect of inducing anyone to forego their duties and provide unfair business advantage to Titan Electric, Supplier, or others. Supplier shall not engage in any form of kick-back or similar activity. Gifts and entertainment may create an inappropriate obligation or expectation on the part of the recipient or provider. We expect our suppliers to refrain from providing or receiving personal gifts, fees, favors, other compensation or business courtesies, including entertainment activities, that are intended to influence, or might reasonably appear to influence, a business decision.

TITAN ELECTRIC COMPLIANCE VERIFICATION

Supplier acknowledges and agrees that Supplier is solely responsible for full compliance with this Supplier Code of Conduct by Supplier's directors, officers, employees, representatives, suppliers, contractors, and other business partners and agents. Supplier will also fully cooperate with Titan Electric in any necessary assessments or investigations, and Supplier will promptly correct any non-conformances identified during such assessments. Supplier agrees that Titan Electric or a third-party appointed by Titan Electric may carry out reasonable unannounced inspections or audits on Supplier's premises to verify compliance with this Supplier Code of Conduct, and Supplier agrees to submit written verification of its compliance with this Supplier Code of Conduct upon Titan Electric's request. Supplier acknowledges and agrees that it will forward this Supplier Code of Conduct to its subcontractors and suppliers to ensure that they meet and comply with the principles and requirements of this Supplier Code of Conduct. Supplier agrees that any improper payments received by Supplier in violation of this Supplier Code of Conduct will be immediately



Titan Electric
COMPANIES

returned to Titan Electric. Supplier acknowledges and agrees that a violation of this Supplier Code of Conduct is a knowing and intentional act and Supplier shall be responsible for all losses and damages incurred by Titan, including but not limited to punitive damages, to the maximum extent permitted by applicable law.

If you have any questions regarding this Code of Conduct, please reach out to Titan Electric Management.

POWERING THE FUTURE