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SUPPLIER CODE OF CONDUCT & ETHICS



Ajax

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INTRODUCTION

At Ajax Building Company, we take pride in the lasting and trusting relationships we build with our clients. To preserve the trust placed in us, we count on our network of valued suppliers, subcontractors, and other business partners to uphold our high ethical standards, core values, and operating principles. This Supplier Code of Conduct and Ethics (“Supplier Code” or “Policy”) sets out the minimum standards of conduct expected of third parties doing business with Ajax Building Company (“Ajax”), a member of the STO Building Group (“STOBG”).

We are committed to collaborating with and supporting our business partners to meet their obligations under this Policy and the expectations of our clients, communities, and stakeholders. We can achieve success on every project through great teamwork, all while maintaining our motto in focus: “Quality builds its own reputation.”

Purpose and Scope

This Supplier Code applies to all third parties that provide goods or services to Ajax and to their owners, officers, directors, employees, contractors, agents, and others working on their behalf (collectively, “Suppliers”). Our Suppliers include suppliers, subcontractors, service providers, consultants, intermediaries, and agents.

This Supplier Code is a companion to our *Code of Conduct and Business Ethics* (“Code of Conduct”), *Anti-Corruption Policy*, *Gifts and Entertainment Policy*, *Non-Discrimination and Anti-Harassment Policy*, and *Anti-Slavery and Human Trafficking Policy*, which are available on our website at ajaxbuilding.com/compliance. These policies constitute part of this Supplier Code, and Suppliers are bound by the applicable provisions of these policies as if they were directly employed by the company.

Management of This Supplier Code

This Supplier Code has been approved by Ajax’s executive management. Our Compliance & Ethics Department is responsible for managing this Policy and periodically reviews it to determine whether revisions are required to reflect changes in the law, our business, or our policies and practices. The most recent version of the Supplier Code can be found on our website.

This Supplier Code is not a contract. It does not confer rights on any Supplier, nor does it impose obligations on Ajax. Please contact your Ajax representative if you

believe that any provision of the Supplier Code conflicts with the specific terms of your contract.

BASIC SUPPLIER RESPONSIBILITIES

Comply With This Policy

Ajax requires all Suppliers to comply with this Supplier Code. By accepting a contract or purchase order from Ajax, a Supplier acknowledges its acceptance of and intention to comply with the Supplier Code. Suppliers should make this Policy available to their owners, officers, directors, employees, contractors, agents, and others working on their behalf who are involved in the Supplier’s business with Ajax.

Suppliers must also ensure that their own suppliers and others working on their behalf comply with this Policy. This includes conducting appropriate due diligence on their own suppliers and including terms and conditions in their contracts to ensure that the requirements of this Policy are binding throughout their own supply chain. Suppliers will be held responsible for the conduct of their sub-suppliers of any tier that perform any part of their contract.

For questions, concerns, or training support with respect to a Supplier’s obligations under this Policy, Suppliers should contact their Ajax representative.

Comply With the Law

Suppliers must also operate in full compliance with the letter and spirit of all applicable federal, state, and local laws and regulations. Customs or local practice can never take precedence over legal requirements. Where applicable laws and regulations differ from the requirements of this Supplier Code, we expect our Suppliers to apply the higher legal or ethical standard.

Speak Up

Suppliers have a duty to speak up and report any potential violation of this Policy. We also expect our Suppliers to report any conduct by an Ajax employee that they believe is inconsistent with our *Code of Conduct*. Reports should be made to the Supplier’s Ajax representative or to STOBG’s Compliance & Ethics Department at compliance@stobuildinggroup.com.

Suppliers may also make anonymous reports through our 24/7 helpline, operated by a third party unaffiliated with Ajax, by calling toll-free at 800.461.9330 or visiting compliancehelpcenter.com.

Don't Retaliate

Our Suppliers must not retaliate, or tolerate retaliation, against anyone who in good faith reports potential misconduct, raises a concern or seeks guidance about an issue, or cooperates in an investigation of potential misconduct. "Good faith" means the person brought forward what they know in a sincere and honest report, regardless of whether the conduct turns out to be unethical.

Suppliers must also provide an environment that allows employees to speak up freely. Suppliers should have a formalized system for employees to report their concerns or possible violations of Supplier policy or this Supplier Code, without fear of retaliation. When permitted by law, employees should be permitted to report issues anonymously.

Cooperate in Audits, Investigations, and Reviews

Ajax reserves the right to monitor Suppliers for compliance with this Supplier Code. Suppliers agree to cooperate in good faith in any audit, investigation, or other review by Ajax, including furnishing requested records, making employees and representatives available for interviews, and providing access to facilities for inspection. Suppliers also must monitor and evaluate their supply chain to verify compliance with this Policy and undertake audits of their supply chain when requested by Ajax. Any non-compliance observed must be effectively remediated in a timely manner at no additional cost to Ajax or its clients.

Ajax will consider adherence to the requirements of this Supplier Code when making procurement decisions. Violations of the Supplier Code may result in the Supplier's breach of contract and immediate termination of the business relationship. Ajax reserves the right to refuse to do business with non-compliant Suppliers in the future, in addition to any other rights or remedies available to Ajax.

RESPONSIBILITIES IN THE WORKPLACE

Respect Human Rights

Our Suppliers must comply with all applicable labor laws and uphold all internationally recognized human rights wherever their operations are located. Specifically, they must:

Prohibit child labor

Suppliers must comply with all applicable child labor laws and take steps to prevent child labor in their operations and supply chain. Suppliers may only employ workers who meet the applicable minimum legal age requirement in the jurisdiction in which they are working, but in no event may Suppliers employ workers younger than the age for completing compulsory education. Suppliers must not permit children to perform work that interferes with their schooling or vocational education or exposes them to risks that can harm their physical, mental, or emotional development. Suppliers must inform Ajax immediately if they find any evidence of child labor in their operations or supply chain.

Prohibit all forms of modern slavery and human trafficking

This includes any form of slavery or forced, bonded, indentured, or involuntary prison labor. Human trafficking involves the transportation, harboring, recruitment, transfer, or receipt of people by means of threat, force, coercion, abduction, fraud, or payments to any person having control over another person for the purpose of exploitation. All labor used by a Supplier must be voluntary, and workers must be provided, in advance of their employment, accurate and understandable information about the basic terms of their employment. Suppliers may not allow any practice that would restrict free movement of workers, such as requiring employees to relinquish any personal identification or travel or immigration documents as a condition of employment. In addition, Suppliers must not use fraudulent or misleading recruiting tactics or require workers to pay fees or deposits in order to gain or maintain their employment. Suppliers must inform Ajax immediately if they suspect any instance of modern slavery or human trafficking is taking place in their business or supply chain.

For more information on our expectations of Suppliers in combating modern slavery and human trafficking, please consult our *Anti-Slavery and Human Trafficking Policy*.

Comply with applicable wage, working hours, and benefits laws

Workers must be paid at least the minimum legal wage, or a wage that meets local industry standards, whichever is greater, and be provided with breaks, time off, and sickness allowance in accordance with applicable law. Suppliers must also contribute to all statutory social security and welfare funds to which employers are required by law to contribute, including medical and injury insurance.

Embrace Diversity, Equity, and Inclusion

Ajax is committed to having a diverse, equitable, and inclusive workplace. We believe that doing so empowers our workforce and enables us to bring the right combination of experience, insight, and skill to solve our clients' challenges.

Our Suppliers are expected to demonstrate a similar commitment to having a diverse workforce, striving to eliminate barriers to equality, incorporating diversity and inclusion strategies in their business practices, and proactively engaging diverse suppliers.

Don't Tolerate Discrimination or Harassment

Ajax is an equal opportunity employer and complies with all applicable non-discrimination and anti-harassment laws. Our Suppliers must do the same. We expect our Suppliers to have controls in place to protect against discrimination and harassment in their workplace and to abide by our *Non-Discrimination and Anti-Harassment Policy*.

Suppliers must base their employment decisions on valid job requirements. They may not discriminate in any aspect of the employment relationship on the basis of an individual's race, color, religion, sex (including pregnancy, sexual orientation, or gender identity or expression), national or ethnic origin, marital status, family status, age, disability, genetic information or characteristics, or any other classification protected under applicable law that does not affect the individual's ability to perform the required work.

Suppliers must also treat all workers with respect and dignity. They may not subject workers to any form of harassment, including corporal punishment; physical, sexual, psychological, verbal, or visual harassment; threats of violence; or other conduct of any kind that creates an intimidating, offensive, or hostile work environment.

When permitted by law, Suppliers must also respect the rights of workers to bargain collectively, freely organize, and join associations of their own choosing (or refrain from joining), without fear of discrimination, retaliation, harassment, or intimidation.

For more information on our expectations of Suppliers in supporting and respecting human rights and fair employment practices, please consult our *Non-Discrimination and Anti-Harassment Policy* and *Code of Conduct*.

Provide a Safe and Healthy Work Environment

The health and safety of Ajax employees and other personnel associated with our projects is our highest priority. Our Suppliers must provide their workers with a clean, safe, and healthy work environment that supports accident prevention, minimizes exposure to health risks, and complies with all applicable legal standards, including the U.S. Occupational Safety and Health Administration's Safety and Health Regulations for Construction (29 CFR 1926). Suppliers must have a system for workers to report health and safety incidents and for investigating and tracking such incidents. Suppliers must also implement a corrective action plan to address reported incidents and mitigate future risk.

Suppliers must comply with the most current version of the applicable Ajax safety manuals, as well as any site-specific safety and loss prevention programs established for the relevant project. Further, all Suppliers must cooperate fully with Ajax, the owner of the jobsite, and all insurance carriers and loss prevention engineers to achieve loss and accident prevention.

A safe and healthy workplace is one that is free of drugs, alcohol, and violence. Working under the influence of any substance that could negatively affect one's judgment or interfere with one's ability to do their job safely is prohibited on all Ajax jobsites and while working on behalf of Ajax (including during breaks and mealtimes). Also prohibited is the possession, sale, use, or distribution of drugs or alcohol while working. Suppliers must not engage in violent behavior or any activity that could cause someone to feel threatened or unsafe, and they may not bring weapons of any kind into an Ajax workplace or onto an Ajax jobsite.

RESPONSIBILITIES IN THE MARKETPLACE

Don't Engage in Corrupt Activity

Our *Anti-Corruption Policy* reinforces our commitment to acting honestly and ethically in all of our business dealings and to complying with all applicable anti-corruption laws, including the U.S. Foreign Corrupt Practices Act and any laws enacted to comply with the UN Convention Against Corruption and the OECD Convention on Combating Bribery of Foreign Officials. We prohibit all forms of corruption, including bribery, kickbacks, improper payments, and any other attempt to gain a personal benefit or business advantage through improper or illegal means.

Our Suppliers must share our zero-tolerance approach to corruption and comply with all applicable anti-corruption laws. Suppliers must not engage in behavior that is, or may be perceived to be, corrupt and must develop appropriate, risk-based anti-corruption controls addressing the following:

Bribery, kickbacks, and improper payments

Suppliers must not offer, promise, give, demand, or accept bribes, kickbacks, or improper payments, even if local laws or practices permit or condone them. Bribery is often thought of as something that involves government officials. The prohibitions of this Supplier Code, however, apply equally to bribery involving private sector individuals, known as “commercial bribery.”

Bribery includes promising, offering, or giving anything of value directly or indirectly to a third party or their close family member¹ to improperly influence a business decision or secure an undue or unwarranted business advantage. Both the giving and receiving of a bribe are prohibited by anti-corruption laws. Further, a corrupt act has occurred even if a bribe does not succeed or a bribe is authorized but not ultimately offered or paid. A kickback can be thought of as a backward bribe. While a bribe is intended to induce the recipient to take some action, a kickback occurs when a party gets money or some other reward (a “piece of the action”) after the action has been taken.

Failing to prevent bribery

Some anti-corruption laws prohibit not only corrupt acts, but also failing to prevent corrupt acts. The UK Bribery Act, for instance, makes it a crime for a company to fail to prevent bribery when an “associated person”—someone performing services for or on behalf of the company, which may include employees, agents, consultants, intermediaries, and other third parties—bribes another person intending to obtain or retain business or a business advantage for the company.

Facilitation payments

Suppliers must not make facilitation payments (also known as “grease payments” or “expediting payments”), even if they are permitted by local law or customary where the Supplier does business. These are payments made to a government official to facilitate or speed up a routine governmental action that the official is already

obligated to perform, such as processing paperwork or issuing a permit, license, or visa. These requests often are made in connection with unforeseen costs, taxes, or fees or to expedite service and are not supported by adequate documentation.

Money laundering

Money laundering is the use of otherwise legal enterprises or transactions to obscure or disguise the proceeds of criminal activity. Suppliers must comply with all laws prohibiting money laundering or financing for illegal or illegitimate purposes. Suppliers should only deal with third parties that are involved in legitimate business activities and whose funds come from legitimate sources. Suppliers should be alert to money laundering “red flags,” such as requests for cash payments or other unusual payment terms.

For more information on the anti-corruption obligations of our Suppliers, please consult our *Anti-Corruption Policy*.

Compete Fairly

We believe that only legitimate factors such as merit, quality, and price should determine who succeeds in the marketplace. In pursuing work and conducting business with Ajax, our Suppliers are expected to compete honestly, fairly, and in compliance with all applicable competition laws. Suppliers must refrain from engaging in any practice that discourages fair competition or confers an unlawful competitive advantage. This includes any agreement—whether formal or informal, written or verbal—to fix prices, rig bids or set the terms and conditions of bidding or contracts, allocate territories or markets, boycott particular suppliers or clients, or prevent another company from entering the market.

For more information on Suppliers’ obligations regarding fair competition, please consult our *Code of Conduct* and *Anti-Corruption Policy*.

Avoid Conflicts of Interest

Our employees are expected to make business decisions in Ajax’s best interest without regard for their own personal gain. Our *Code of Conduct* sets out the obligation of employees to avoid conflicts of interest—actual (real, existing conflicts), potential (a situation that may result in a conflict), and perceived (a situation that

¹ “Close family members” include the individual’s spouse, domestic partner, person to whom the individual is engaged to be married, parents, grandparents, children, grandchildren, siblings, and any family member or other person who lives with or is financially dependent on the individual or on whom the individual is financially dependent.

may appear to be a conflict, even where one may not in fact exist).

We expect our Suppliers to avoid conflicts of interest, including those involving Ajax employees. Suppliers should not have any relationship, financial or otherwise, that conflicts, or potentially could conflict or appear to conflict, with their contractual obligations to Ajax. And while personal relationships often develop between professionals, those relationships must never interfere with a Supplier's professional judgment. If a Supplier has a relationship that could present a conflict of interest, the Supplier should disclose this to Ajax.

Abide by Our Policies on Gifts and Entertainment

Suppliers are awarded engagements based on the quality of their work and the value they can add to a project. Gifts and entertainment are never a factor. Ajax prohibits any gifts or entertainment that may improperly influence, or create the appearance of improperly influencing, our business decisions, or those by our clients and business partners. Our employees are prohibited from soliciting business courtesies, and our Suppliers should not feel obliged to offer or provide them.

Suppliers must ensure that all gifts, entertainment, and other business courtesies exchanged with Ajax employees and individuals working on Ajax projects are appropriate, reasonable given the business relationship, exchanged with no intent to influence business decisions or obtain an improper business advantage, and otherwise comply with our *Gifts & Entertainment Policy*. Suppliers may not offer or provide gifts or entertainment to a union, union representative, or union official. Gifts to government officials are similarly prohibited, and Suppliers may only offer or provide entertainment to government officials if doing so is permitted under our *Gifts and Entertainment Policy* and any laws, regulations, and policies applicable to the government official.

Follow our Policies on M/W/DBE Suppliers

Ajax is committed to providing business opportunities to minority-, women-owned, and disadvantaged business enterprises ("M/W/DBEs"). We expect our Suppliers to share our commitment to providing opportunities to M/W/DBEs and to follow our M/W/DBE policies. In addition, any Supplier representing that they are an M/W/DBE must provide certification of M/W/DBE status during prequalification. Suppliers are required to proactively update their certification information if it is renewed, lapses, is suspended, or its validity is otherwise affected.

Goods or services contracted for with an M/W/DBE Supplier may not be provided by another Supplier without written authorization from Ajax. M/W/DBE Suppliers must perform commercially useful functions consistent with their contractual obligations. Claiming goods and services were provided by an M/W/DBE when, in fact, they were not, may constitute fraud and result in the termination of the business relationship. M/W/DBEs subject to joint or common ownership with non-M/W/DBE Suppliers must: (1) be legitimate, stand-alone entities; (2) not commingle any material part of the work with the non-M/W/DBE Supplier; and (3) ensure that the goods or services be provided only by the M/W/DBE-certified entity.

Know the Rules That Apply to Government Work

When Ajax performs work on a project for a government entity, the company and its Suppliers are subject to an additional complex set of laws and regulations. These laws often are considerably stricter than those that govern our work in the private sector, and violation of these laws may result in serious consequences for the persons and entities involved.

Our Suppliers who work on Ajax projects for government entities must strictly comply with any special rules that apply. These include contractual obligations; procurement, accounting, and billing practices; and any relevant laws and regulations.

RESPONSIBILITIES IN THEIR ORGANIZATION

Keep Accurate Records

Suppliers must maintain accurate and complete records of all matters related to their business with Ajax in accordance with legal and contractual requirements, applicable accounting standards, and recognized best practice. This includes bid backup documentation, purchase orders, change orders, invoices, work time and pay records, health and safety logs, industrial injury reports, residence and work permits, employment contracts, and proof of age documentation. Suppliers must never falsify records, attempt to conceal a transaction, or otherwise fail to accurately and fully record a transaction.

Have Effective Controls

Suppliers must have appropriate controls in place to ensure that applicable laws, policies, and this Supplier Code are followed. These may include an independent external or internal process that monitors the

effectiveness of their internal controls and an ongoing process for identifying, assessing, and managing risk.

Protect Ajax Property

Suppliers must also take reasonable steps to safeguard Ajax property in accordance with their legal and contractual requirements. This includes physical property, technology, intellectual property, confidential and personal information, data, and any other tangible or intangible assets received from Ajax, our clients, business partners, or other parties associated with the relevant Ajax project. Suppliers must use Ajax property only for legitimate business purposes to further the interests of Ajax and in compliance with Ajax's property rights, and they must protect Ajax property through appropriate physical and electronic security measures.

Manage Data Appropriately

Suppliers must comply with all applicable data privacy and security laws and regulations, including those relating to the collection, transfer, processing, and retention of personal information. Suppliers must have processes in place to secure the confidentiality, integrity, and availability of confidential information, including personal information, received from Ajax. Suppliers must notify Ajax of any suspected or actual compromise to the confidentiality, integrity, or availability of such information in accordance with their legal and contractual obligations.

RESPONSIBILITIES IN THE COMMUNITY

Minimize Impact to the Environment and Human Health

Suppliers must conduct their operations in a manner that respects human health and is environmentally responsible and climate friendly. Suppliers must maintain all required environmental permits and registrations and comply with all applicable environmental laws, including those related to waste disposal, hazardous waste, toxic substances, and legal procurement of materials, including timber and ozone depleting substances. Suppliers should ensure that they minimize any detrimental environmental or human health effects from their activities, products, and services. Our Suppliers must also comply with any project-specific sustainability requirements, and we expect them to conduct their operations consistent with relevant sustainability guidelines.

Material end-of-life considerations should include reusability, recyclability, and/or compostability. Suppliers must provide access to manufacturers' "take-back" programs, where available. Suppliers are likewise encouraged to consider less toxic alternatives for open-spec items when available, especially those that include the release of persistent, bio-accumulative, and toxic (PBT) chemicals, carcinogens, and reproductive and developmental toxins.

Communicate Responsibly

Suppliers may not represent themselves to the public or media as speaking on behalf of Ajax unless expressly authorized to do so by Ajax's executive management team. Media inquiries must be referred to the Supplier's Ajax representative.

Suppliers may not photograph or otherwise record anything relating to an Ajax jobsite without express authorization from the Ajax representative overseeing the project. Photographic images or other records should not be posted to social media sites without express authorization from Ajax's marketing department. Suppliers also should maintain processes to ensure that their use of social media does not negatively affect Ajax's reputation.

