



Code of Conduct

for Business Partners

PHI is committed to conducting business with the highest ethical standards. Maintaining these standards has never been more important than in today's competitive and rapidly changing global business climate.

This PHI Code of Conduct for Business Partners (“Code”) sets PHI’s expectations and standards for doing business and applies to agents, distributors, dealers, contractors, intermediaries, joint venture partners, suppliers and other business partners (“Business Partners”) of PHI and its operating subsidiaries, affiliates and divisions.

The highest legal, moral and ethical standards of honesty, integrity and fairness are fundamental to PHI’s approach to its business affairs. In order to meet this standard, PHI expects each of its Business Partners to operate and act in full compliance with these principles and all applicable laws and regulations. PHI expects that Business Partners will hold their suppliers and other third parties to the same standards, and as such this Code also applies to affiliates and subcontractors of Business Partners and to their respective facilities to the extent those facilities supply goods and services for ultimate sale to or use by PHI.

This Code consists of four parts: Employee Code of Conduct, Responsibility of Business Partners, PHI’s Commitment to Business Partners, and Resolving Ethics Issues. After fully reviewing this

Code, the Business Partner will be fully aware of the standards to which PHI holds itself and PHI's expectations of its Business Partners' actions.

Employee Code of Conduct

PHI holds all of its employees, officers, and directors, when they are acting in connection with their official PHI duties, to the policies set forth by the [PHI Code of Conduct](#).

As a Company with global operations, we are committed to following the laws and regulations applicable to the locations in which we operate. Where this Code differs with local laws, we aspire to follow the higher standards unless actions required by the Code are prohibited by local law. Compliance with the Code and applicable laws are the minimum standard of conduct. All employees are expected to act with the highest business ethics in all PHI activities and transactions.

Responsibility of Business Partners

As an extension to our Employee Code of Conduct, the following describes the responsibilities of Business Partners doing business with PHI. These highlight our expectations of our Business Partners, and complement as well as are incorporated by reference in any other contractual agreements such as supply, agent and distribution agreements and purchase orders. Please contact your PHI business contact with any questions regarding this Code and/or its applications. Business Partners are expected to strive to adhere to the following standards:

Legal Requirements

- Comply with all applicable national, state or regional, and local laws and regulations in the countries in which they operate

Discrimination

- Must not discriminate on the basis of race, gender, religion, ethnicity, nationality, sexual orientation, and/or political beliefs

Wages and Benefits

- Comply with all applicable wage and hour laws and regulations and provide legally mandated benefits

Child Labor

- Must not employ workers younger than the local, legally required minimum age. In the absence of local law, Business Partners shall not employ children under the age of 15 or, in those countries subject to the developing country exception of the ILO Convention 138, shall not employ workers under the age of 14

Freedom of Association

- Provide employees with the right to freely associate, organize, and bargain collectively within the legal framework of the respective country

Limitations on Gifts and Gratuities

- Neither accept nor give payments or gifts to PHI directors, officers, employees, or third parties in exchange for business opportunities

Forced Labor - Physical Coercion

- Will not use forced, bonded, indentured or slave labor

Antitrust and Competition Laws

- Comply with all applicable antitrust and competition laws which prohibit agreements or actions that unreasonably restrain trade, are deceptive or misleading, or unreasonably reduce competition without providing beneficial effects to consumers
- Price-fixing, bid-rigging (collusive tendering) and market/customer allocations are all strictly prohibited

Human rights

- Must not violate basic human rights of life, liberty and security. There shall be no harsh or inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers

Environment

- Have an effective environmental policy designed to conduct their operations in a way that minimizes environmental impacts
- Obtain and keep current all required environmental permits and meet all applicable environmental rules, regulations and laws in the countries where they do business

Health and Safety

- Provide a safe work environment and conduct themselves in a manner consistent with all applicable safety standards, including governmental requirements, operations- and facility-specific safety requirements, and contractual requirements
- Identify and respond to any public health impacts of their operations and use of their products and services

Anti-Corruption and Bribery

- Comply with the U.S. Foreign Corrupt Practices Act and other applicable anti-corruption laws in the countries where we do business, committing to not give or offer “anything of value” to a foreign government official or employee of a state-owned enterprise, including gifts and hospitality

No Retaliation

- Employ a no-retaliation policy that permits workers to speak up when appropriate without fear of retaliation by supplier management

Confidentiality

- Keep all agreements and PHI customer information confidential including pricing and strategic operational information
- Respect the privacy of our customers and do not share personally identifiable information belonging to our customers

Global Trade Compliance

- Never seek to mislead or improperly or illegally avoid the payment of import duties, taxes and fees, and never engage in activities meant to evade the legal requirements of international traffic and trade
- Know with whom they are dealing and must not engage in or facilitate business with entities or any other individuals specifically prohibited by law. Furthermore, be aware of, and comply with, restrictions on dealing with entities and individuals located in countries that are subject to trade embargoes or economic sanctions imposed by the United States and other countries where we do business

Management System

- Hold their suppliers, contractors, and distributors to these same standards

PHI's Commitment to Business Partners

PHI's relationships with its Business Partners must be characterized by honesty and fairness. We are guided by the following standards of behavior:

- We will not make payments to any employees of Business Partners to attain lower prices or additional business
- We will not reveal a Business Partner's pricing, technology or other confidential information without prior written permission
- We will not make false or misleading remarks to others about Business Partners or their products or services
- We will hold ourselves to the same standards and expectations we set for our Business Partners

Resolving Code of Conduct or Ethics Issues

Employees of Business Partners are encouraged to work through their own company to resolve internal ethics issues. However, Business Partners should promptly report violations of this Code or any unethical behavior by a PHI employee to a PHI manager [provide compliance

officer email as an alternative here] or, if that is not feasible, to PHI's Compliance Hotline via the online report submission page or by calling the Hotline

- **Compliance Hotline number:** 1-866-815-7101 (US), 1-720-330-0106 (International)
- **Compliance Hotline Secure Web Form:** www.openboard.info/phi/websubmit.cfm

Except as required by law, persons reporting concerns may request that they remain anonymous. PHI's Compliance Hotline is available 24 hours a day, seven days a week