



## The C&F Group Code of Conduct and Ethics Policy

The C&F Group have adopted the Electronic Industry Code of Conduct (EICC) as the operating Code of Conduct within the C&F Group. This code, combined with the C&F Group supplementary code (detailed below) forms the C&F Group Code of Conduct and Ethics Policy. This document is a controlled document within C&F Group and will be referenced in the C&F EHS and Quality manual as forming a key part of the Management System. It will also be referenced in all employee work contracts and handbooks and will detail employee roles and responsibilities relating to the C&F Group Code of Conduct. Breaches of this code and Ethics Policy can and will be managed through the C&F disciplinary procedure.

### **ELECTRONIC INDUSTRY CODE OF CONDUCT**

The Electronic Industry Code of Conduct establishes standards to ensure that working conditions in the electronics industry supply chain are safe, that workers are treated with respect and dignity, and that business operations are environmentally responsible.

Considered as part of the electronics industry for purposes of this Code are Original Equipment Manufacturers (OEMs), Electronic Manufacturing Services (EMS) firms and Original Design Manufacturers (ODMs) including contracted labor that may design, market, manufacture and/or provide goods and services that are used to produce electronic goods. The Code may be voluntarily adopted by any business in the electronics sector and subsequently applied by that business to its supply chain and subcontractors.

To adopt the Code and become a participant ("Participant"), a business shall declare its support for the Code and actively pursue conformance to the Code and its standards in accordance with a management system as set forth in the Code.

For the Code to be successful, Participants must regard the code as a total supply chain initiative. At a minimum, participants shall also require its next tier suppliers to acknowledge and implement the Code.

Fundamental to adopting the Code is the understanding that a business, in all of its activities, must operate in full compliance with the laws, rules and regulations of the countries in which it operates. The Code encourages Participants to go beyond legal compliance, drawing upon internationally recognized standards, in order to advance social and environmental responsibility.

The Electronic Industry Citizenship Coalition is committed to obtaining regular input from stakeholders in the continued development and implementation of the Electronic Industry Code of Conduct (EICC).



The Code is made up of five sections. Sections A, B, and C outline standards for Labor, Health and Safety, and the Environment, respectively. Section D outlines the elements of an acceptable system to manage conformity to this Code. Section E adds standards relating to business ethics.

The Code is not intended to create new and additional third party rights, including for workers.

Electronic Industry Code of Conduct v5.1

## **A. LABOR**

Participants are committed to uphold the human rights of workers, and to treat them with dignity and respect as understood by the international community. This applies to all workers including temporary, migrant, student, contract, direct employees, and any other type of worker. The recognized standards, as set out in the annex, were used as references in preparing the Code and may be a useful source of additional information.

The labor standards are:

### **(EICC A1) Freely Chosen Employment**

Forced, bonded (including debt bondage) or indentured labor, involuntary prison labor, slavery or trafficking of persons shall not be used. This includes transporting, harboring, recruiting, transferring or receiving persons by means of threat, force, coercion, abduction or fraud for labor or services. There shall be no unreasonable restrictions on workers' freedom of movement in the facility in addition to unreasonable restrictions on entering or exiting company-provided facilities. As part of the hiring process, workers must be provided with a written employment agreement in their native language that contains a description of terms and conditions of employment prior to the worker departing from his or her country of origin. All work must be voluntary and workers shall be free to leave work at any time or terminate their employment. Employers and agents may not hold or otherwise destroy, conceal, confiscate or deny access by employees to their identity or immigration documents, such as government-issued identification, passports or work permits, unless such holdings are required by law. Workers shall not be required to pay employers' or agents' recruitment fees or other related fees for their employment. If any such fees are found to have been paid by workers, such fees shall be repaid to the worker.

### **(EICC A2) Young Workers**

Child labor is not to be used in any stage of manufacturing. The term "child" refers to any person under the age of 15, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace learning programs, which comply with all laws and regulations, is supported. Workers under the age of 18 (Young Workers) shall not perform work that is



likely to jeopardize their health or safety, including night shifts and overtime. Participant shall ensure proper management of student workers through proper maintenance of student records, rigorous due diligence of educational partners, and protection of students' rights in accordance with applicable law and regulations. Participant shall provide appropriate support and training to all student workers. In the absence of local law, the wage rate for student workers, interns and apprentices shall be at least the same wage rate as other entry-level workers performing equal or similar tasks.

### **(EICC A3) Working Hours**

Studies of business practices clearly link worker strain to reduced productivity, increased turnover and increased injury and illness. Workweeks are not to exceed the maximum set by local law. Further, a workweek should not be more than 60 hours per week, including overtime, except in emergency or unusual situations. Workers shall be allowed at least one day off per seven-day week.

### **(EICC A4) Wages and Benefits**

Compensation paid to workers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. In compliance with local laws, workers shall be compensated for overtime at pay rates greater than regular hourly rates. Deductions from wages as a disciplinary measure shall not be permitted. For each pay period, workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed. All use of temporary, dispatch and outsourced labor will be within the limits of the local law.

### **(EICC A5) Humane Treatment**

There is to be no harsh and inhumane treatment including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers; nor is there to be the threat of any such treatment. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.

### **(EICC A6) Non-Discrimination**

Participants should be committed to a workforce free of harassment and unlawful discrimination. Companies shall not engage in discrimination based on race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information or marital status in hiring and employment practices such as wages, promotions, rewards, and access to training. Workers shall be provided with reasonable accommodation for religious practices. In addition, workers or potential workers should not be subjected to medical tests or physical exams that could be used in a discriminatory way.



### **(EICC A7) Freedom of Association**

In conformance with local law, participants shall respect the right of all workers to form and join trade unions of their own choosing, to bargain collectively and to engage in peaceful assembly as well as respect the right of workers to refrain from such activities. Workers and/or their representatives shall be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, reprisal, intimidation or harassment.

## **B. HEALTH and SAFETY**

Participants recognize that in addition to minimizing the incidence of work-related injury and illness, a safe and healthy work environment enhances the quality of products and services, consistency of production and worker retention and morale. Participants also recognize that ongoing worker input and education is essential to identifying and solving health and safety issues in the workplace.

Recognized management systems such as OHSAS 18001 and ILO Guidelines on Occupational Safety and Health were used as references in preparing the Code and may be a useful source of additional information.

The health and safety standards are:

### **(EICC B1) Occupational Safety**

Worker exposure to potential safety hazards (e.g., electrical and other energy sources, fire, vehicles, and fall hazards) are to be controlled through proper design, engineering and administrative controls, preventative maintenance and safe work procedures (including lockout/tagout), and ongoing safety training. Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well-maintained, personal protective equipment and educational materials about risks to them associated with these hazards. Workers shall be encouraged to raise safety concerns.

### **(EICC B2) Emergency Preparedness**

Potential emergency situations and events are to be identified and assessed, and their impact minimized by implementing emergency plans and response procedures including: emergency reporting, employee notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, adequate exit facilities and recovery plans. Such plans and procedures shall focus on minimizing harm to life, the environment and property.



### **(EICC B3) Occupational Injury and Illness**

Procedures and systems are to be in place to prevent, manage, track and report occupational injury and illness including provisions to: encourage worker reporting; classify and record injury and illness cases; provide necessary medical treatment; investigate cases and implement corrective actions to eliminate their causes; and facilitate return of workers to work.

### **(EICC B4) Industrial Hygiene**

Worker exposure to chemical, biological and physical agents is to be identified, evaluated, and controlled. Engineering or administrative controls must be used to control overexposures. When hazards cannot be adequately controlled by such means, worker health is to be protected by appropriate personal protective equipment programs.

### **(EICC B5) Physically Demanding Work**

Worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.

### **(EICC B6) Machine Safeguarding**

Production and other machinery is to be evaluated for safety hazards. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to workers.

### **(EICC B7) Sanitation, Food, and Housing**

Workers are to be provided with ready access to clean toilet facilities, potable water and sanitary food preparation, storage, and eating facilities. Worker dormitories provided by the Participant or a labor agent are to be maintained clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, and adequate heat and ventilation and reasonable personal space along with reasonable entry and exit privileges.

### **(EICC B8) Health and Safety Communication**

Participant shall provide workers with appropriate workplace health and safety training in their primary language. Health and safety related information shall be clearly posted in the facility.



## C. ENVIRONMENTAL

Participants recognize that environmental responsibility is integral to producing world class products. In manufacturing operations, adverse effects on the community, environment and natural resources are to be minimized while safeguarding the health and safety of the public. Recognized management systems such as ISO 14001, the Eco Management and Audit System (EMAS) were used as references in preparing the Code and may be a useful source of additional information.

The environmental standards are:

### **(EICC C1) Environmental Permits and Reporting**

All required environmental permits (e.g. discharge monitoring), approvals and registrations are to be obtained, maintained and kept current and their operational and reporting requirements are to be followed.

### **(EICC C2) Pollution Prevention and Resource Reduction**

The use of resources and generation of waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials.

### **(EICC C3) Hazardous Substances**

Chemical and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

### **(EICC C4) Wastewater and Solid Waste**

Wastewater and solid waste generated from operations, industrial processes and sanitation Participant shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle solid waste (non-hazardous). Wastewater generated from operations, industrial processes and sanitation facilities are to be characterized, monitored, controlled and treated as required prior to discharge or disposal. In addition, measures should be implemented to reduce generation of wastewater. Participant shall conduct routine monitoring of the performance of its wastewater treatment systems.

### **(EICC C5) Air Emissions**

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, routinely monitored, controlled and treated as required prior to discharge. Participant shall conduct routine monitoring of the performance of its air emission control systems.



### **(EICC C6) Materials Restrictions**

Participants are to adhere to all applicable laws, regulations and customer requirements regarding prohibition or restriction of specific substances in products and manufacturing, including labeling for recycling and disposal

### **(EICC C7) Storm Water Management**

Participant shall implement a systematic approach to prevent contamination of storm water runoff. Participant shall prevent illegal discharges and spills from entering storm drains.

### **(EICC C8) Energy Consumption and Greenhouse Gas Emissions**

Energy consumption and greenhouse gas emissions are to be tracked and documented, at the facility and/or corporate level. Participants are to look for cost effective methods to improve energy efficiency and to minimize their energy consumption and greenhouse gas emissions.

## **D. ETHICS**

To meet social responsibilities and to achieve success in the marketplace, Participants and their agents are to uphold the highest standards of ethics including:

### **(EICC D1) Business Integrity**

The highest standards of integrity are to be upheld in all business interactions. Participants shall have a zero tolerance policy to prohibit any and all forms of bribery, corruption, extortion and embezzlement. All business dealings should be transparently performed and accurately reflected on Participant's business books and records. Monitoring and enforcement procedures shall be implemented to ensure compliance with anti-corruption laws.

### **(EICC D2) No Improper Advantage**

Bribes or other means of obtaining undue or improper advantage are not to be promised, offered, authorized, given or accepted. This prohibition covers promising, offering, authorizing, giving or accepting anything of value, either directly or indirectly through a third party, in order to obtain or retain business, direct business to any person, or otherwise gain an improper advantage.

### **(EICC D3) Disclosure of Information**

Information regarding participant labor, health and safety, environmental practices, business activities, structure, financial situation and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.



#### **(EICC D4) 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 information is to be safeguarded.

#### **(EICC D5) Fair Business, Advertising and Competition**

Standards of fair business, advertising and competition are to be upheld. Appropriate means to safeguard customer information must be available.

#### **(EICC D6) Protection of Identity and Non-Retaliation**

Programs that ensure the confidentiality, anonymity and protection of supplier and employee whistleblowers<sup>2</sup> are to be maintained, unless prohibited by law. Participants should have a communicated process for their personnel to be able to raise any concerns without fear of retaliation.

#### **(EICC D7) Responsible Sourcing of Minerals**

Participants shall have a policy to reasonably assure that the tantalum, tin, tungsten and gold in the products they manufacture does not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country. Participants shall exercise due diligence on the source and chain of custody of these minerals and make their due diligence measures available to customers upon customer request.

#### **(EICC D8) Privacy**

Participants are to commit to protecting the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers and employees. Participants are to comply with privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and shared.

### **E. MANAGEMENT SYSTEM**

Participants shall adopt or establish a management system whose scope is related to the content of this Code. The management system shall be designed to ensure (a) compliance with applicable laws, regulations and customer requirements related to the participant's operations and products; (b) conformance with this Code; and (c) identification and mitigation of operational risks related to this Code. It should also facilitate continual improvement.

The management system should contain the following elements:

**(EICC E1) Company Commitment**

Corporate social and environmental responsibility policy statements affirming participant's commitment to compliance and continual improvement, endorsed by executive management.

**(EICC E2) Management Accountability and Responsibility**

The Participant clearly identifies company representative[s] responsible for ensuring implementation of the management systems and associated programs. Senior management reviews the status of the management system on a regular basis.

**(EICC E3) Legal and Customer Requirements**

Identification, monitoring and understanding of applicable laws, regulations and customer requirements.

**(EICC E4) Risk Assessment and Risk Management**

Process to identify the environmental, health and safety and labor practice and ethics risks associated with Participant's operations. Determination of the relative significance for each risk and implementation of appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.

**(EICC E5) Improvement Objectives**

Written performance objectives, targets and implementation plans to improve the Participant's social and environmental performance, including a periodic assessment of Participant's performance in achieving those objectives.

**(EICC E6) Training**

Programs for training managers and workers to implement Participant's policies, procedures and improvement objectives and to meet applicable legal and regulatory requirements.

**(EICC E7) Communication**

Process for communicating clear and accurate information about Participant's policies, practices, expectations and performance to workers, suppliers and customers.

**(EICC E8) Worker Feedback and Participation**

Ongoing processes to assess employees' understanding of and obtain feedback on practices and conditions covered by this Code and to foster continuous improvement.



### **(EICC E9) Audits and Assessments**

Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of the Code and customer contractual requirements related to social and environmental responsibility.

### **(EICC E10) Corrective Action Process**

Process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews.

### **(EICC E11) Documentation and Records**

Creation and maintenance of documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

### **(EICC E12) Supplier Responsibility**

A process to communicate Code requirements to suppliers and to monitor supplier compliance to the Code.

## **C&F Group Supplemental Code of Conduct and Ethics Policy**

All C&F suppliers are required to adopt the EICC Supplier Code of Conduct (or another code that covers the same subjects and as to these subjects, the same objectives and desired outcomes). All suppliers must also comply with applicable international and domestic laws and regulations. C&F considers each supplier's conduct vis-à-vis the Code when awarding and/or renewing business with the supplier.

### **C&F 1. Industry Standards**

When applicable to each supplier's industry, suppliers should use best efforts to obtain and maintain compliance with ISO 14000 (International Organization for Standardization – Environmental Management Standard).

### **C&F 2. Compliance Review**

The C&F Group has strict compliance and reporting obligations. Therefore, C&F expects all suppliers to cooperate fully with C&F to ensure that the products and services provided by each supplier (directly and indirectly) comply with applicable laws and that each supplier have sufficient information to comply with their respective legal obligations. C&F reserves the right to audit, directly or through a third party auditor, suppliers' adherence to the Code and applicable laws.



### **C&F 3. Sub-Tier Management**

C&F expects that suppliers will require their next tier suppliers to abide by the Code.

### **C&F 4. Ethics Policy**

The C&F Group Ethics Policy demonstrates our commitment to conducting business with integrity, honesty and respect for others.

C&F Group is committed to: -

- Implementing and enforcement of the C&F Group Code of Conduct.
- Reviewing and Updating the Code annually.
- Fostering a culture that promotes ethical conduct and integrity in our business activities.
- Communicating the C&F Code and Ethics Policy to all C&F employees.
- Investigating promptly, with appropriate confidentiality, allegations of unethical conduct.
- Using best efforts to promptly correct conditions causing improper conduct.
- Regularly monitoring compliance with the Code of Conduct and Ethics Policy.
- Taking appropriate action for the failure of anyone to adhere to the Code of Conduct and Ethics Policy.

### **Compliance Evaluation**

The C&F Code of Conduct and Ethics Policy are reviewed annually as part of the overall review of the Management System.

### **Acknowledgment Process**

All new employees sign an acknowledgement confirming they have received a copy of the Code and Ethics Policy. Copies of the C&F Code and Ethics Policy are on public display in all C&F facilities.

### **Reporting Misconduct**

Code or Ethics violation can be reported anonymously using the C&F website or suggestion boxes. C&F investigate all reported concerns promptly and confidentially to the extent possible. The HR/compliance officer coordinates any findings and recommends corrective action or changes.

### **Corrective action**

Any violation of the Code can lead to corrective action. Any action taken will depend on the nature, severity and frequency of the violation.



## **Retaliation Prohibited**

Anyone who, in good faith, reports a potential or actual violation of the Code will not be disciplined or disadvantaged. Anyone who violates this prohibition on retaliation against another employee will be subject to disciplinary action.

## **Accepting and giving Gifts**

Gift-giving is proper only to create good will and should never violate any applicable laws. It is improper to offer, promise, or give a gift to influence the recipient or to obligate the recipient - or create the appearance of influencing or obligating the recipient - to do business with the giver. For example, it is improper to seek special favors by offering to provide use of accommodations (including lodges, resorts, homes or condominiums), use of transportation (including vehicles, boats or aircraft), lavish gifts or entertainment, charitable donations, event sponsorships, assistance in securing loans or cash payments. Unless prohibited by the supplier's own policies, it is permissible for a supplier to pay for a C&F employee's meals and entertainment or to invite a C&F employee to a sporting event or outing, provided the expenses of doing so are reasonable. It is also permissible to give a C&F employee a gift of reasonable value on special occasions, as long as the gift does not seek, and does not create the appearance of seeking, special favors. The frequency and timing of any such gifts should always be considered so as not to create the appearance of impropriety. Gift giving practices may vary in different countries; any gifts given or received must comply both with the Code and with local law, custom and practice. C&F employees are responsible for making sure they are not violating any C&F policies or practices before accepting any gifts.

## **Avoiding Bribes and Kickbacks**

Offering or accepting bribes, kickbacks or other hidden payments is against the C&F policy and improper. Any payment or gift that is given to a foreign government official designed to influence that person's decision is improper.

## **Protecting Company Confidential Information**

Company confidential information would include: Business plan, sales data, supplier and customer details, technological product data. Also covered would be: financial data, employee files, salary details, and proprietary information entrusted to C&F by customers. Confidential information should be shared only with others in the company whose job requires them to have access or law requires release. The C&F IT department is responsible for access control to the C&F fileserver and relevant employees are issued with unique password. All C&F employees are required to sign a non-disclosure agreement on commencement of employment.



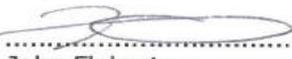
## **Advertising Standards**

C&F may provide marketing and advertising information to increase awareness of our products and services or to recruit employees. We should be able to substantiate any specific advertising claims we make about products, their performance and our services. In promoting sales, C&F will not misrepresent facts or create misleading impressions. All advertising is screened by senior C&F executives.

## **Antitrust and Competition Laws**

It is C&F policy to comply fully with fair competition laws of the countries in which we do business. In general, any agreement or understanding, with competitors that restricts competition is illegal and against the C&F code of practice. C&F will not enter into any agreement or understanding to restrict competition. It is also against C&F policy to have discussions with competitors about C&F business that might be considered anti-competitive activity.

Signed and endorsed For C&F Group (Ireland/Czech Republic/China/Phillippines)

Signed:   
John Flaherty  
Group Managing Director & CEO.

Date: 5<sup>th</sup> January 2016