

## Supplier Integrity Guide & Conflicts of Interest Policy

CAIRE Inc. and its subsidiaries and affiliates (CAIRE) are committed to high standards of integrity and conduct in everything we do, especially in our dealings with CAIRE suppliers, contractors, and consultants (collectively “Suppliers”). CAIRE bases its Supplier relationships on lawful, efficient and fair practices, and Suppliers must adhere to applicable legal and regulatory requirements in their business relationships as set out in this CAIRE Supplier Integrity Guide. Suppliers are responsible to ensure that they and their employees, representatives, sub-suppliers and subcontractors comply with the standards of conduct set out in this guide and in other contractual obligations to CAIRE.

You, as a Supplier to CAIRE, agree:

- To adopt and follow fair employment practices. At a minimum you will: (i) observe applicable laws and regulations governing wages and hours, recruitment and employment contracts; (ii) allow workers to choose freely whether to organize or join associations of their own choosing for the purpose of collective bargaining as provided by local law or regulation; (iii) prohibit discrimination, harassment and retaliation; (iv) upon end of employment, reimburse return transportation costs for workers recruited from outside the country; (v) not charge workers recruitment fees or utilize firms charging workers such fees; (vi) not utilize fraudulent or misleading recruitment practices; (vii) not hold or destroy a worker’s identity or immigration documents; and (viii) provide workers with terms and conditions of employment in a language the worker understands.
- To adopt and follow policies to protect the environment, health & safety. At a minimum you will (i) comply with applicable environmental, health and safety (EHS) laws and regulations and CAIRE’s contractor EHS requirements; and (ii) provide workers a safe and healthy workplace.
- To respect the human rights of your employees and others and to adopt and follow protective policies in your business operations, your supply chain and your activities for CAIRE. At a minimum, you will (i) not to employ workers younger than sixteen (16) years of age or below the applicable minimum age, whichever is higher; (ii) not use forced, bonded (including debt bondage), or indentured labor, or workers subject to any form of physical, sexual or psychological compulsion, exploitation or coercion, or to engage in or abet trafficking in persons; (iii) adopt policies and establish systems to procure tantalum, tin, tungsten, and gold from sources that have been verified as conflict free; and (iv) provide supporting data on your supply chain for tantalum, tin, tungsten, and gold to CAIRE when requested, on a platform to be designated by CAIRE.
- To adhere to lawful business practices when working with governments and others. At a minimum you will (i) adopt and follow a prohibition against bribery of government officials; (ii) not offer or provide, directly or indirectly, anything of value, including cash, bribes, gifts, entertainment or kickbacks, including offers of employment, or participation in a contest, game or promotion, to any CAIRE employee, representative or CAIRE customer, medical provider or to any government official in connection with any CAIRE procurement, transaction or business dealing, and (iii) to provide supporting data to CAIRE when requested.

- To adopt and follow policies that promote fair competition. At a minimum you will (i) follow US and global competition and anti-trust laws; (ii) not share or exchange any price, cost or other competitive information or engage in any collusive conduct with any third party with respect to any proposed, pending or current CAIRE procurement.
- To respect the intellectual and other property rights of CAIRE and of third parties, including all patents, trademarks and copyrights.
- To respect privacy rights and secure the data of CAIRE employees, customers, and suppliers (collectively, “CAIRE Data”). At a minimum, you will (i) to implement and maintain physical, organizational and technical measures to ensure the security and confidentiality of CAIRE Data in order to prevent accidental, unauthorized or unlawful destruction, alteration, modification or loss of CAIRE Data, misuse of CAIRE Data, or unlawful processing of CAIRE Data; and (ii) protect Supplier operations and facilities against exploitation by criminal or terrorist individuals and organizations.
- To adhere to lawful customs and trade controls. At a minimum you will ensure that you have proper controls to ensure that you will not to transfer CAIRE technical information to any third party without the express written permission of CAIRE, and to comply with all applicable trade control laws and regulations in the import, export, reexport or transfer of goods, services, software, technology or technical data including any restrictions on access or use by unauthorized persons or entities.
- To ensure that all invoices and any customs or similar documentation submitted to CAIRE or governmental authorities accurately describe the goods and services provided or delivered and the price thereof.
- To ensure that all documents, communications and accounting are accurate and honest and not to take or participate in any actions that may be viewed as tax evasion or the facilitation of tax evasion.
- To refrain from offering to any employee of CAIRE any gifts, favors, entertainment, payment or loans for themselves or their family members, except for nominal gifts of less than \$25. Cash may never be offered.
- To disclose to CAIRE if any of your officers, directors or employees is a related party to an employee, officer or director of CAIRE. For purposes hereof “related party” means: relatives (including spouse, domestic partner, ancestor, sibling or half-sibling, children, grandchildren and their spouses and domestic partners); an entity or trust of which such person serve as a director, trustee, officer, employee, or volunteer; or any entity or trust in which such persons have a material financial interest.

Subject to local laws and any legal restrictions applicable to such reporting, each CAIRE Supplier is expected to inform CAIRE promptly of any concern related to this guide affecting CAIRE, whether or not the concern involves the Supplier, as soon as the Supplier has knowledge of such an occurrence. CAIRE Suppliers also must take such steps as CAIRE may reasonably request to assist CAIRE in the investigation of any such occurrence involving CAIRE and the Supplier. If Supplier’s work is related to a U.S. government contract, Supplier must notify CAIRE of any alleged non-conformance with this Supplier Integrity Guide.

You may raise a concern by discussing with a CAIRE manager or by contacting the CAIRE legal and compliance department at [compliance@caireinc.com](mailto:compliance@caireinc.com). You can also raise a concern anonymously at 844-598-0756 or <http://www.dtc.ethicspoint.com/> CAIRE policy forbids retaliation against any person reporting such a concern.

I have read CAIRE's Supplier Integrity Guide & Conflicts of Interest Policy and represent and certify each of the foregoing statements is true and accurate, and further warrant and represent that I am an authorized representative of the Supplier with authority to legally bind Supplier to these obligations.

Supplier: \_\_\_\_\_

Signed By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_