



CTDI SUPPLIER CODE OF CONDUCT

- revision June 2015

Communications Test Design, Inc. (CTDI) and its subsidiaries conduct business consistent with our long established corporate values. These values include providing exceptional service to our customers and operating with the highest standards of quality while valuing our employees and making a positive contribution to the communities in which we conduct business. Our commitment to fulfilling our social responsibilities is an extension of the way we do business and adds value to our corporation. This *Supplier Code of Conduct* provides our employees, customers, and suppliers with a clear understanding of our standards for business conduct and fair business practice.

CTDI policy is to select suppliers who are leaders in their industries and are willing to demonstrate along with our company a strong commitment to sustainable development by adopting health & safety, labor, environmental, and ethical principles that ensure the well-being of their employees. Consistent with the application of CTDI's sustainability principles, this *Supplier Code of Conduct* outlines the company's expectations in regards to sustainability practices of its suppliers. By adopting this *Supplier Code of Conduct*, CTDI aims to promote sustainable development and minimize legal, financial and reputation risks.

The CTDI *Supplier Code of Conduct* outlines standards to ensure that working conditions in the supply chain are safe, that workers are treated with respect and dignity, and that design and manufacturing processes are environmentally responsible. In all their activities, suppliers must conduct business in full compliance with the laws, rules and regulations of the countries in which they operate in. Suppliers are encouraged to go beyond legal compliance, drawing upon internationally recognized standards – listed in this document – in order to advance social and environmental responsibilities. When the country's laws and international standards address the same issues, we expect that the highest standards be applied. Suppliers are expected to take all reasonable measures to ensure the respect of this *Code* across their entire business and within their own supply chains.

A- MANAGEMENT CONTROL

Suppliers must have in place the appropriate control measures to monitor compliance with this *Code* and to promptly correct any non-compliance.

Where appropriate, Suppliers should establish a management system whose scope is in line with the principles of this *Code* and in accordance with international standards such as ISO 14001, ILO-OSH 2001 and SA8000. The management system should be designed to ensure (a) compliance with applicable laws, regulations and customer requirements related to the supplier's operations and products; (b) conformance with this *Code*; and (c) identification and mitigation of operational risks related to this *Code*. It should also be focused on continuous improvement.

The management system may contain elements such as: company commitment and policy towards corporate social and environmental responsibilities; identification of the management accountability and responsibility; performance objectives with implementation plan and measures; training programs; compliance assessment; documentation and records; etc.

B- LABOR AND HUMAN RIGHTS

Suppliers are expected to uphold the human rights¹ of workers, and to treat them with dignity and respect in compliance with internationally accepted standards as defined in the International Labor Organization (ILO) conventions and regional or national legislation governing working conditions.

Freely Chosen Employment

Workers shall not be required to lodge 'deposits' or identity papers with the company. All work should be voluntary, and workers should be free to leave after reasonable notice.



Child Labor Avoidance

There shall be no use of child labor in production or anywhere else in the business. The term “child” refers to any person employed under the age of 15 (or 14 where the laws of the country permit), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. The use of workplace apprenticeship programs, which comply with all laws and regulations, is encouraged. Workers under the age of 18 shall not be employed at night or in hazardous conditions.

Working Hours, Wages and Benefits

Suppliers will manage operations in ways that overtime does not exceed levels that create inhumane working conditions. Where there are no applicable laws, Suppliers will not require, on a regularly scheduled basis, work in excess of six consecutive days without a rest day.

Suppliers must comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. Where no wage law exists, workers must be paid at least the minimum local industry standard.

Non-Discrimination

Suppliers shall be committed to provide a workplace free of harassment and unlawful discrimination. Suppliers shall not engage in discrimination based on race, color, age, gender, sexual orientation, ethnicity, disability, pregnancy, religion, political affiliation, union membership or civil status in hiring and employment practices such as promotions, rewards, and access to training.

Freedom of Association and collective bargaining

Suppliers shall respect the rights of workers to freely join labor unions, seek representation and join workers' councils in accordance with local laws, and to bargain collectively.

C- BUSINESS CONDUCT AND ETHICS

Business Integrity

Suppliers shall maintain the highest standards of corporate ethics and integrity and shall comply with all applicable federal, provincial, state and local laws, regulations and procedures. Any form of corruption, extortion, embezzlement or falsifications is prohibited.

No Improper Advantage – Business Courtesies

Suppliers shall not offer or solicit any gifts, gratuities, entertainment, travel, payments of cash or loans or any other kind of undue favor or use other inappropriate means of influence to gain competitive advantage or create the appearance of competitive advantage – nor is acceptance of anything beyond a nominal value of \$150 USD allowed. Suppliers should not offer any gift, entertainment or travel to any CTDI employee who plays a role in the decision while a Request of Information, Request for Proposal or contract negotiations are underway.

Intellectual Property

Suppliers shall respect intellectual property rights and comply with all applicable legislation pertaining to intellectual property rights.

Fair Business, Advertising and Competition

Suppliers shall comply with all applicable legislation relating to fair business practices, anti-trust standards, and lawful advertising.



International Business

CTDI and its Suppliers must adhere to all laws, rules and regulations applicable to international business transactions. Various U.S. laws apply to activities outside of the United States, including:

- Anti-corruption laws;
- Anti-boycott requirements;
- Anti-money laundering laws;
- Controls on exports and re-exports of products, technology and software;
- Customs and import regulations; and
- Economic trade sanctions and embargoes.

When representing CTDI or performing work for CTDI outside of the United States, we expect Suppliers to be aware of and comply with all applicable laws and regulations.

Conflict Minerals

"Conflict minerals" refers to gold, as well as tin, tantalum, and tungsten, the derivatives of cassiterite, columbite-tantalite, and wolframite, regardless of where they are sourced, processed or sold. You must notify CTDI immediately if any of your products utilizes such Conflict Mineral in your product. Our intent is that none of our products use such material. These requirements are to further the humanitarian goal of ending violent conflict in the Democratic Republic of the Congo (DRC) and in surrounding countries, which has been partially financed by the exploitation and trade of conflict minerals.

Supplier Diversity

CTDI believes competitive strength is achieved through a diverse group of people working together to find the best solutions and we are committed to providing procurement opportunities to women, minorities, service disabled veterans and small businesses through the CTDI Supplier Diversity Program. A diverse Supply Chain is a stronger Supply Chain.

Privacy

Unless disclosure is authorized or legally mandated (for example by court order), Suppliers should protect the confidentiality of employee and customer information in compliance with applicable privacy legislation, irrespective of whether the information and data was provided by the employee or customer, or was created by the Supplier. Suppliers should consider all non-public information to be confidential.

Community Engagement

Suppliers are invited to engage in the community to help foster social and economic development.

D- HEALTH and SAFETY

Legislation

Suppliers are expected to comply with the international, regional and national health and safety standards applicable to the Suppliers' business activities.

Suppliers must comply with all applicable health and safety legislation and all applicable regulations and perform all services in a diligent manner in respect of health and safety matters.

Suppliers must ensure that their employees and any person present on or near the workplace are protected against potential occupational health and safety hazards resulting from the Suppliers' business activities. Where appropriate, the Suppliers shall ensure that their employees are provided with adequate personal protective equipment, with adequate training on the safe use of tools and equipment and shall supervise employees' adherence to safe working practices.

Suppliers shall ensure that all products supplied to CTDI or used on CTDI premises are in compliance with all applicable workplace hazardous materials information standards. Material Safety Data Sheets must be available in for all controlled products supplied to CTDI or used on CTDI premises.



Policies and practices

We expect our suppliers to provide their employees with a healthy and safe working environment and where appropriate to implement and train their employees on policies, programs and procedures to address when required, in particular but not limited to, the following matters:

- Exposure to hazardous substances
- Accident prevention
- Confined Space Entry
- Aerial Work
- Ergonomics
- Resiliency and Emergency procedures

E- ENVIRONMENT

Legislation

Suppliers must comply with all applicable statutes, regulations, guidelines, codes of practices, orders from and agreements entered into with government authorities relating to the protection and conservation of the environment, including the use, handling, storage, transportation and disposal of regulated hazardous substances.

Suppliers must obtain, maintain and report on all environmental permits, approvals, licenses and registration as required under environmental legislation.

Policies and practices

We expect our suppliers to have knowledge of the environmental impacts associated with their business activities and where appropriate to implement policies, programs and employee training to address, in particular but not limited to, the following matters:

- hazardous products management
- accidental spills and releases
- air emissions and waste water control
- waste management and waste recycling

Suppliers should consider a commitment to reduce greenhouse gas emissions and find ways to utilize renewable energy. These efforts may be bolstered by environmentally responsible building practices, “green” IT, waste reduction efforts, e-billing practices, environmentally beneficial products and services, and a strong environmental employee-engagement program.

F- SUPPLIER ASSESSMENT AND MONITORING

CTDI reserves the right to assess and monitor on an ongoing basis the supplier’s practices regarding this *Code*. The supplier may be requested by CTDI to complete a self assessment questionnaire.

CTDI or a third party designated by CTDI may conduct onsite audits of selected supplier facilities which provide products or services to CTDI. Onsite audits may include a review of relevant supplier records, policies and work practices as well as inspection of the facilities for compliance with this *Code*.

In case of observed non compliance with this *Code*, Supplier will take all reasonable measures to meet the standards exposed in this *Code* in a diligent manner.



REFERENCES

The following documents were consulted in preparing this *Code* and may be a useful source of additional information.

International Instruments

[Universal Declaration of Human Rights](#)

[ILO International Labor Standards](#)

[Guidelines on occupational safety and health management systems: ILO-OSH 2001](#)

[United Nations Convention Against Corruption](#)

International Best Practices and Voluntary Standards

[Eco Management & Audit System](#)

[EICC \(Electronic Industry Code of Conduct\)](#)

[Ethical Trading Initiative](#)

[ISO 14001](#)

[OECD Guidelines for Multinational Enterprises](#)

[SAI \(SA8000\)](#)

[United Nations Global Compact](#)