

VENDOR CODE OF CONDUCT

DPI is committed to the promotion of ethical and responsible business conduct. In addition to literal compliance with legal requirements, DPI expects its Vendors and employee to adhere to and comply with the overriding moral and ethical standard of our society in the conduct of business. Unethical practices and activities that are not in keeping with the spirit of the way DPI wishes to conduct its business do not serve DPI's interest even though they may not be in technical violation of the law. Therefore, DPI has developed this Code of Conduct to provide guidance to all DPI Vendors of the standards of conduct expected of them. While DPI recognizes that Vendors are independent entities, Vendors should recognize and acknowledge that their business practices and actions may impact and/or reflect upon DPI.

LEGAL AND REGULATORY COMPLIANCE PRACTICES

DPI expects its Vendors to conduct their business activities in full compliance with the applicable laws and regulations of their respective countries and the United States. At a minimum, Vendor is expected to:

- Comply with all applicable trade control and applicable laws as well as all export, re-export and import requirements;
- Conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business;
- Satisfy all applicable environmental laws and regulations regarding hazardous materials, air emissions, waste and wastewater discharges, including the manufacture, transportation, storage, disposal, and release to the environment of such materials;
- Be honest, direct, and truthful in discussions with regulatory agency representatives and government officials; and
- Comply with the anti-corruption laws of the countries in which it does business, as well as the United States Foreign Corrupt Practices Act, and not make any direct or indirect payments or promises of payments to foreign government officials for the purpose of inducing the individual to misuse his/her position to obtain or retain business.

BUSINESS PRACTICES

DPI expects its Vendors to conduct their business interactions and activities with integrity. At a minimum, Vendor is expected to:

- Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy;
- Create, retain, and dispose of business records in full compliance with all applicable legal and regulatory requirements;
- Use DPI provided information technology and systems (including e-mail) only for authorized DPI business-related purposes. DPI strictly prohibits Vendors from using DPI-provided technology and systems to create, access, store, print, solicit, or send any material that is intimidating, harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate and/or send any false, derogatory, or malicious communications using DPI provided information assets and systems;
- Comply with all DPI requirements for maintenance of passwords, confidentiality, security, and privacy procedures as a condition of receiving access to DPI's web portal, information systems and buildings;
- Comply with the intellectual property ownership rights of DPI and others including but not limited to copyrights, patents, trademarks, and trade secrets. Use software, hardware and content only in accordance with their associated license or terms of use;
- Refrain from speaking to the press or issue press releases on DPI's behalf unless expressly authorized in writing to do so by DPI;
- Use good judgment, discretion, and moderation when offering gifts to DPI employees and refrain from offering, giving or providing gifts unless such gifts have nominal economic value and carry an advertising message directly related to promotion of Vendor's products;
- Refrain from paying for meals or entertainment activities for DPI employees except in the course of business with DPI and not exceeding \$25.00 per person attending;
- Avoid the appearance of, or actual, improprieties and/or conflicts of interests, including refraining from dealing directly with any DPI employee whose spouse, domestic partner, or other family member or relative holds a significant financial interest in the Vendor.

EMPLOYMENT PRACTICES

DPI is committed to the principle of equal employment opportunity and values diversity. Consistent with this commitment, DPI expects its Vendors to create and maintain a work environment in which all employees are treated with dignity and respect and which is free from all forms of harassment. At a minimum, Vendors is expected to:

- Not engage in discrimination in hiring, compensation, access to training, promotion, termination or retirement based on race, religion, color, national origin, ancestry, physical or mental disability, medical condition, marital status, veteran status, age, sex or sexual orientation, gender identity or any other protected criteria in any employment decision;
- Provide a safe and healthy work environment and fully comply with all applicable safety and health laws, regulations and practices, including taking adequate steps to minimize the causes of hazards inherent in the working environment;
- Prohibit the use, possession, distribution, and/or sale of illegal drugs while on DPI property or conducting business on behalf of DPI;
- Use only voluntary labor;
- Not require workers to lodge “deposits” or their identity papers with their employer and ensure that workers are free to leave their employer after reasonable notice without penalty;
- Comply with all local minimum working age laws and requirements and not utilize child labor;
- Not engage in physical abuse or discipline, the threat of physical abuse, sexual or other harassment and verbal abuse or other forms of intimidation;
- Pay living wages under humane conditions that meet, at a minimum, national legal standards;
- Not require workers to work more than the maximum hours of daily labor set by local laws; ensure that overtime is voluntary and paid in accordance with local laws and regulations;
- Keep employee records in accordance to local and/or national regulations.

COMPLIANCE WITH THE DPI VENDOR CODE OF CONDUCT

It is the responsibility of Vendor to ensure that its employees, agents, and subcontractors understand and comply with this Code of Conduct. Vendors are expected to self-monitor their compliance. However, DPI reserves the right to investigate any report of possible violations and may request the immediate removal of any Vendor employee, agent, or subcontractor who behaves in a manner that is unlawful or inconsistent with this Code of Conduct.

REPORTING QUESTIONABLE BEHAVIOR AND/OR POSSIBLE VIOLATIONS

Anyone may questionable behavior or possible violation of the Code of Conduct. To file a complaint or provide a report, please contact the following:

e-mail: peoplefocus@getintouch.com

phone: 855-806-4299

Website: www.getintouch.com, click “Provide Feedback to Your Company”, select DPIGroup and enter access code: letusknow