



HMH SUPPLIER INTEGRITY GUIDE

HMH has built its reputation on ethical business practices and unyielding integrity in all business transactions. The strength of HMH’s reputation is based not only on our own conduct, but also on the behavior of those with whom we do business. For this reason, we work only with suppliers that share our values and commitment to ethical business practices.

This HMH Supplier Integrity Guide reiterates our commitment to integrity and ethical standards, as set forth in our Code of Business Conduct at [HMH Code of Conduct](#), and sets forth those requirements that all suppliers, vendors, subcontractors, business partners, and consultants who work with HMH (each a “**Supplier**” or “**you**” and collectively “**Suppliers**”) must meet as a condition of our relationship. By doing business with HMH, you are deemed to have read and agreed to comply with this HMH Supplier Integrity Guide.

HMH aspires to be the preferred partner for solutions in the oil and gas and mining industries through living our values. Being a responsible societal actor is of key importance towards this goal. HMH does business only by lawful and ethical means and when working with Suppliers, we do not compromise our commitment to integrity. In this respect, we are committed to fostering ethical business practices, ensuring compliance with applicable laws and regulations, and upholding the highest standards of integrity throughout our entire supply chain. HMH is determined to work only with Suppliers who are aligned with our values and adhere to the highest standards of compliance, quality, anti-corruption, HSSE, human rights, and other core fundamentals to promote a fair, equitable and transparent business environment and to participate in the marketplace as good corporate citizens.

This HMH Supplier Integrity Guide reflects HMH’s ethical standards and sets forth our expectations of each and every Supplier of HMH, including the minimum requirements of ethical behavior and legal compliance acceptable to be a supplier of HMH. Suppliers are responsible to ensure that they and their employees, workers, representatives, suppliers, and subcontractors comply with the standards of conduct set forth herein. By entering into a contract with HMH or fulfilling any purchase order for goods or services provided to HMH, you acknowledge that you have carefully reviewed, and understand, the contents of this HMH Supplier Integrity Guide, and you hereby agree to be bound by its requirements.

A. Compliance with Laws

As a Supplier to HMH, you shall comply with all applicable laws and regulations and will conduct your business in an ethical manner. You will align your conduct with the Ten Principles of the UN Global Compact promoting responsible business practices worldwide in the areas of human rights, labor, environment, and anti-corruption. You will observe the UN Declaration of Human Rights and other international laws and codes of conduct where such are applicable.

B. Anti-corruption and Improper Payments

As a Supplier to HMH, you shall abide by all applicable anti-corruption laws and regulations of the countries in which you operate such as the US Foreign Corrupt Practices Act and the UK Bribery Act. You will adhere to lawful business practices, including uncompromising repudiation of any form of corruption or bribery to gain an unfair competitive advantage. You will not offer or provide, directly or indirectly through an intermediary, anything of value, including cash, bribes, gifts, entertainment, or kickbacks. You will not offer employment, or participation in a contest, game, or promotion, to any HMH employee, representative, or HMH customer, or to any government official, or to any third party in connection with any HMH procurement, transaction, or business dealing, to obtain or retain business or other advantages.



C. Anti-Money Laundering

As a Supplier to HMH, you shall firmly oppose all forms of money laundering and shall take steps to prevent their financial transactions from being used by others to launder money.

D. Lawful Competition

As a Supplier to HMH, you shall conduct your business dealings in a fair, legal and honest way, winning business through excellence in accordance with all applicable competition laws, and no other means. You will 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 HMH procurement deal.

E. Gifts, Hospitality and Expenses

As a Supplier to HMH, you shall not offer gifts or other favors to HMH, its employees, representatives, partners or anyone closely related, except for promotional items of minimal value, normally bearing a company logo, such as mugs, pens, hats, and other similar items. Gifts or other favors shall not be offered or received in connection with contract bidding, evaluation or award. Hospitality such as social events or meals may be offered, provided there is a clear business reason, and the costs related to such hospitality are reasonable and within the limits established in the HMH related policy. Business entertainment shall never be offered to a HMH employee or representative under circumstances that create the appearance of an impropriety. Hospitality or other favors shall not be offered or received in connection with contract bidding, evaluation or award. Travel, accommodation and other expenses for the individual representing HMH will always be paid by HMH, unless other arrangements are agreed in the contract. Expenses or other favors shall not be offered or received in connection with contract bidding, evaluation or award.

F. Conflict of Interest

As a Supplier to HMH, you and your employees, shall avoid any situation that can give rise to an actual or perceived conflict of interest, and you will not interfere, take part in or seek to influence any such decision in any circumstances. Such circumstances may occur when a business interest or a personal interest (whether monetary or otherwise) may interfere or have the potential of interfering with HMH's interests, and pose a real or potential conflict between your personal interests and your responsibilities towards HMH. If an actual conflict of interest arises or you become aware of a potential conflict of interest, you will promptly notify HMH and all the affected parties without delay. To this extent, you will disclose to HMH details regarding the relationship with the HMH employee, officer, director and/or anyone who represents HMH. This includes but is not limited to (1) reporting to HMH if a HMH employee, family member and/or anyone who represents HMH owns a portion of your business, (2) reporting to HMH if a family member of a HMH employee will be working in your company on HMH's business, (3) reporting to HMH if your company has provided anything of value to any HMH employee, officer, director and/or anyone who represents HMH.

G. Health, Safety, Security, and Environment (HSSE)

As a Supplier to HMH, you shall strive to have a robust, reliable, up-to-date HSSE management system. You will work and conduct your activities in compliance with all relevant environmental and employment health and safety laws and regulations, providing employees with a healthy, safe and secure work environment. You will comply with the highest applicable standards in the areas in which you operate and adhere to HMH standards when operating at HMH facilities, or those of its customers. The protection of the environment in which we live and work is a core value that you share with HMH and that permeates the full life cycle of your products and every service you perform. You will endeavor to execute the work responsibly and with the ultimate ambition to conserve natural resources, to achieve energy efficiency, to reduce or eliminate waste, emissions and use of hazardous substances in order to minimize negative impacts to the environment.



H. Trade and Export Compliance

As a Supplier to HMH, you shall comply with all the applicable laws and regulations which govern trade, sanctions, trade controls, export, import and re-export of products, conflicting minerals, technology, software, services, and information throughout the world. As a responsible Supplier, you shall adhere to all applicable regulations prohibiting any business with embargoed countries, embargoed organizations and entities, or unauthorized persons. You shall be cognizant of US Antiboycott laws, regulations, and guidelines and you will not take any action or inaction that could expose HMH to liability or penalties under US Antiboycott laws. Suppliers shall immediately inform HMH should they ever become subject to sanctions, in particular, but not limited to, sanctions implemented and enforced by the US, EU, and UK.

I. Employment Practices

As a Supplier to HMH, you shall always treat your employees equally, fairly and with dignity and respect in full compliance with the applicable laws and regulations which govern wages, working hours, overtime, recruitment practices, and employment contracts. You will provide employees with terms and conditions of employment in a language the employee understands. Your employees can choose freely whether to organize or join associations of their own, choosing for the purpose of collective bargaining as provided by local Laws or regulations. Any form of harassment, or retaliation, or discrimination based on gender, race, national or ethnic origin, place of residence, religion, language, sexual orientation, physical ability, veteran or any other status protected by law is prohibited and not tolerated at any time. You will create and maintain an equal opportunity environment based on qualifications, experience, and performance.

J. Human Rights

As a Supplier to HMH, you respect the human rights of your and our employees and any other person involved in business operations and activities for HMH. You do not employ workers below the applicable minimum legal age in accordance with the International Labor Laws and the laws of the countries in which you operate. You do not engage in or employ people through any form of forced, prison, or indentured labor. Employees will never be subject to any form of physical, sexual or psychological compulsion, exploitation, violence, or coercion. They will also never be required to lodge “deposits” or identity papers or immigration documents upon commencing employment. Employees will always be allowed to terminate their employment, for any reason, with reasonable notice in accordance with local laws. HMH expects Suppliers to pay special attention to the rights, requirements, values and integrity of indigenous peoples and other minority groups affected by their operations. To the extent Supplier’s work may affect indigenous peoples or other minority groups, the Supplier shall take reasonable steps to minimize and manage such impacts and adhere to the principles of free, prior and informed consent.

K. Data Protection and Privacy

As a Supplier of HMH, you shall comply with all applicable data protection laws and regulations, including in connection with the handling and storage of personal information. You will respect individual privacy rights by collecting, handling, using, retaining and protecting any personal Information responsibly and in compliance with the applicable laws, including but not limited to the General Data Protection Regulation (GDPR). You will implement and maintain appropriate physical, administrative and technical controls that meet or exceed HMH standards, and which are designed to ensure the security and confidentiality of HMH data and confidential information, preventing their unauthorized or unlawful destruction, alteration, modification or accidental loss.

L. Intellectual Property

As a Supplier of HMH, you shall always respect, secure and protect the intellectual property rights of HMH and others in ways consistent with all applicable laws and you shall never infringe any intellectual property rights of third parties, including all valid patents, trademarks, copyrights and trade secrets. You will only use HMH information and intellectual property for the purpose for which they are provided to you and for no other purposes. You will take appropriate steps to safeguard and maintain the confidentiality of HMH proprietary information, including maintaining it in secure areas and not disclosing it to third parties without the prior written permission of HMH. You will consult with HMH legal counsel in advance of disclosing HMH proprietary information to outsiders or permitting other parties to use HMH intellectual property.



M. Your Suppliers, Subcontractors, Agents and other Intermediaries

As a Supplier to HMH, you shall endeavor to promote that all your suppliers, subcontractors, potential business partners, agents and intermediaries adopt and take measures to implement the principles set forth in this HMH Supplier Integrity Guide.

N. Open Reporting and Notification

Subject to local laws and any legal restrictions applicable to such reporting, each HMH Supplier is expected to inform HMH promptly of any failure to comply with this HMH Supplier Integrity Guide, including but not limited to the provisions addressing modern slavery, human trafficking, and other human rights, or any illegal or unethical activity related to your business, whether the concern involves the Supplier or not, as soon as you have knowledge of such an occurrence. For avoidance of any doubt, Suppliers do not need to be certain that a violation has occurred, but rather should raise a concern when there is a good faith belief that something improper, a violation of Law or policy, has occurred. HMH Suppliers must also take such steps as HMH may reasonably request to assist HMH in the investigation of any possible integrity concern involving HMH and the Supplier.

HMH Policy forbids any form of retaliation whatsoever against any person reporting a concern related to integrity violation.

You can report any integrity violation or raise a compliance concern by:

- Filing an open report on Navex portal at <https://secure.ethicspoint.eu/domain/media/en/gui/108506/index.html>
- Calling the HMH Compliance Helpline: 833.659.2038, or 800.288.8475 (toll free) or outside the U.S. +1.713.626.0521 (collect); OR
- Emailing whistleblowing@hmhw.com; OR
- Contacting any Compliance Resource (e.g., HMH legal counsel, Compliance Officer, etc.)

HMH may choose to terminate a Supplier relationship at any time for failure to adhere to the principles in this HMH Supplier Integrity Guide and/or failure to report non-compliance.