

Supplier Social Responsibility Guide

 Stephen Gould





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ABOUT THIS GUIDE

Welcome to Stephen Gould Corporation's ("Stephen Gould" or the "Company") Guide to Supplier Social Responsibility ("Guide"). In this document we clarify the values, principles and guidelines under which Stephen Gould expects its suppliers to operate with respect to corporate social responsibility.

It is our expectation that all our suppliers embrace and comply with these socially important values, principles and guidelines.

If we find that any of our suppliers are not complying with this Guide, we will attempt to work with the supplier to develop a corrective action plan. However, if this corrective action plan is not developed or followed, Stephen Gould may terminate its business relationship with the supplier.

Stephen Gould's Core Values



Stephen Gould's commitment to the highest standards begins with ensuring that everyone across the Stephen Gould organization understands and demonstrates our core values and social responsibility platform. These are the concepts that define how we conduct ourselves at Stephen Gould. We believe it is critical that our suppliers understand, share, and apply our core values in their own operations and business interactions.

OUR CORE VALUES

INTEGRITY

We must demand of ourselves and of each other the highest standards of individual and corporate integrity. We strive to safeguard Company assets and comply with all laws, regulations and Company policies. We are dedicated to diversity, fair treatment, mutual respect and trust.

ACCOUNTABILITY

We honor the commitments we make and take personal responsibility for all actions and results.

TEAMWORK

We foster an environment that encourages innovation, creativity, excellence and results. We practice leadership that teaches, inspires and promotes full participation and career development. We encourage open and effective communication and interaction at all levels of the corporation.

INNOVATION

We recognize that innovation is the foundation of our business. We challenge ourselves to develop new and improved ideas for all that we do. We encourage, expect and value creativity, openness to change and fresh approaches.

Labor and Human Rights



PROVIDING OPPORTUNITY FOR ALL

Our suppliers must extend equal opportunity and fair treatment to all their employees and contractors. We expect that our suppliers are committed to providing a culture that values diversity with a desire to achieve understanding, respect, and inclusion.

HUMAN RIGHTS

In addition to complying with Equal Employment Opportunity (EEO) laws in the United States of America, our suppliers must comply with all other applicable civil rights, human rights, environmental and labor laws in the locations where the supplier operates around the world.

Our suppliers must provide clean and safe working environments and conditions for employees, forbid child labor, and require that employees receive all wages and benefits mandated by applicable laws.

We expect all suppliers to prohibit engagement in activities that do not maintain individual dignity and respect, even if permissible under applicable law. Our Code of Ethics shows commitment to being good global citizens and acting in a socially responsible manner in the communities where we live and work. We expect our suppliers to take on the same commitment.

Stephen Gould expects its suppliers to adhere to the following specific Labor and Human Rights related principles:

1. Freely Chosen Employment

All employment will be voluntary, and workers should be free to leave at will or upon reasonable notice if otherwise required by contract or under a jurisdiction's applicable law. Workers shall not be required to surrender government-issued identification, passports or work permits as a condition of employment, except for the purpose of legal status verification, in which case the documents must be promptly returned to the worker.

2. Child Labor Avoidance

Child labor is not to be used in any stage of our operations. The term "child" refers to any person employed under the age of 15 (or 14 where the law of the country permits), 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 apprenticeship programs, which comply with all laws and regulations, is supported. Workers under the age of 18 should not perform hazardous work and may be restricted from night work with consideration given to educational needs.

3. Working Hours

Work weeks are not to exceed the maximum allowable hours set by local law. Further, a work week 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.

4. Wages and Benefits

Compensation paid to workers shall comply with all appropriate wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. In compliance with local laws, non-exempt workers shall be compensated for overtime at pay rates greater than regular hourly rates. The basis on which workers are being paid is to be provided in a timely manner via pay stub or similar documentation.

5. Humane Treatment

There is to be no harsh and inhumane treatment, including any harassment, abuse, corporal punishment, mental or physical coercion or verbal abuse of workers; nor is there to be the threat of any such treatment.



6. Non-Discrimination

There is to be no discrimination based on any characteristic protected by law, including race, religion, color, national origin, age, marital or domestic partnership or civil union status, sex, pregnancy, gender identity or expression, disability, veteran or military status, sexual orientation, atypical cellular or blood trait, genetic information (including refusal to submit to genetic testing), in all areas of employment in accordance with applicable laws, including recruitment, hiring, training, development, promotion, transfer, termination, layoff, compensation, and benefits. In addition, workers or potential workers should not be subjected to medical tests or physical examinations that could be used in a discriminatory way as a condition of employment.

7. Freedom of Association

Workers shall be able to communicate openly with management regarding working conditions without fear of reprisal, intimidation, or harassment.

Health and Safety



MAKING WORKPLACE SAFETY AND SECURITY A PRIORITY

We expect that our suppliers provide a safe workplace and make this a top priority. Our suppliers should be committed to providing a safe working environment for all employees by following strict safety and security rules and practices, including these listed below:

1. Emergency Preparedness

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.

2. Occupational Injury and Illness Reporting and Investigation

Procedures and systems are to be in place to manage, track and report occupational injury and illness. Further, processes must be in place for investigation and implementation of corrective actions to eliminate the causes of such occupational injury and illness.

3. Physically Demanding Work

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

ENVIRONMENT

Stephen Gould takes protecting the environment very seriously and we expect the same of our suppliers. Our suppliers should run their businesses in a way which preserves the environment and advances sustainability. This includes, among others, the maintenance of natural resources, the avoidance of the use of dangerous or hazardous substances to the extent possible and the responsible handling of waste. Suppliers should create and utilize systems to properly manage waste, recyclable materials, air emissions and different types of water. We encourage our suppliers to develop their own sustainability goals.

Our suppliers must comply with all applicable national and international environmental laws and obtain all necessary environmental permits to run their businesses. While the list of such laws and regulations is extensive, below are some examples:

- laws regarding the restrictions of certain materials in products and in manufacturing;
- laws restricting sourcing materials from certain locations;
- laws with respect to legally harvesting plant materials; and
- responsible minerals (conflict minerals) laws.





Stephen Gould suppliers must meet the highest standards of ethics. Stephen Gould supports the following principles internally, and we require our suppliers to abide by these same standards:

1. Business Integrity

The highest standards of integrity are expected in all business interactions. Any and all forms of corruption, extortion and embezzlement are strictly prohibited.

2. No Improper Advantage

Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted.

3. Disclosure of Information

Information regarding 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 are unacceptable.

4. Intellectual Property

Intellectual property rights are to be respected and protected; transfer of technology and knowledge is to be done in a manner that protects intellectual property rights. Means to safeguard customer information should be utilized.

5. Fair Business, Advertising and Competition

Standards of fair business, advertising and competition that are generally accepted in the industry or required under the laws of the applicable jurisdiction are to be upheld.

6. Grievances and Protection

Programs that allow for addressing concerns and grievances must be put in place and processes to protect against retaliation and to ensure confidentiality are to be maintained.

7. Privacy

Personal information of suppliers, customers, consumers, employees and everyone else with whom business is conducted must be protected in accordance with applicable privacy and information security laws.



GIFTS: APPROPRIATE GIVING AND RECEIVING

Stephen Gould's business decisions with our suppliers are based on performance factors such as price, quality, delivery, service, and reliability. Suppliers should not accept any gifts or offers from, or give any gifts or offers to, anyone affiliated with Stephen Gould if such gift or offer might influence or appear to influence a business decision. Unless prohibited by applicable law, gifts, meals or entertainment may be given by, offered by, or given to or offered to, a member of the Stephen Gould community only if it is non-cash, infrequent, modest in value, free from the appearance of improper influence and consistent with customary business practice.

BRIBES

Stephen Gould prohibits any bribe or improper payment. In addition to cash payments, bribes include:

- Kickbacks or kickback schemes;
- Unexplained rebates; or
- Payments for disguised allowances or expenses.

BUSINESS ENTERTAINMENT

It is important that relationships are based on lawful, efficient and fair business practices. Only reasonable business entertainment that is in the best interest of the Company is allowed. Such entertainment must always be conducted in an appropriate and lawful manner.



FRAUD

Fraud, or the act or intent to cheat, trick, steal, deceive or lie, is both dishonest and, in many cases, criminal. Intentional acts of fraud should be subject to strict disciplinary action, up to and including termination of employment or relationship, and possible civil and/or criminal action. Our suppliers must understand this policy with regard to their dealings and interactions with Stephen Gould in any function.

CONFLICTS OF INTEREST

It is important that each business decision, and any related action, be based on the best interests and needs of the Company, and not on personal interests or relationships.

For purposes of this policy, a conflict of interest is any outside interest (such as the interest of an individual) that conflicts with the purpose, policies or operations of Stephen Gould. Even the appearance of a conflict (what a reasonable person might view as a potential conflict) represents risk. Conflicts apply equally to business relationships and personal activities. Stephen Gould's suppliers must not pursue or enter into any business dealing with Stephen Gould that could create a conflict of interest or even the appearance of a conflict of interest.

PROPRIETARY AND CONFIDENTIAL INFORMATION

Protecting the Company's Knowledge

Stephen Gould's proprietary and confidential information (generally defined as business and technical information that is not generally or publicly known by others) is very valuable because it provides Stephen Gould, and our suppliers, with a competitive market advantage. Anyone doing business with Stephen Gould is expected to protect and respect Stephen Gould's proprietary and confidential information by maintaining strict confidentiality of information provided to them by Stephen Gould, or to which they are circumstantially exposed as a result of their business interactions with Stephen Gould, by not sharing that information outside of their company nor inside their company with anyone who does not need to know about it as part of their job. Such information is the sole property of Stephen Gould. Examples of confidential and proprietary information include, but are not limited to, Stephen Gould's (and its customers'):

- Specifications and drawings for potential new products as well as non-public specifications and drawings for current products;
- Technical information such as trade secrets, invention disclosures, un-filed or non-published patent applications, and any other non-public technical information;
- Agreements with its suppliers, agents, and/or other third parties;
- Financial information including all non-public sales information;
- Proprietary software or Company-owned software modifications, templates, worksheets, or other programs;
- Financial, business, technical and other information about potential acquisitions and/or divestitures;
- Business information such as financial forecasts, organizational charts, organizational announcements, staffing changes, business updates or product news that are not publicly available; or
- Customer lists and agreements, market share data, purchase order data to suppliers, and other similar confidential information.



Management Systems



We expect our suppliers to put management systems into place that facilitate adherence to this Guide. Such management systems should promote compliance with applicable laws as well as standards for risk assessment and risk management.

Specifically, the management systems, as implemented by our suppliers, should contain the following elements and our suppliers should self-monitor and strive for continued improvement in these areas:

Company Commitment

Corporate social and environmental responsibility statements affirming commitment to compliance.

Management Accountability and Responsibility

Clearly identified company representatives/employees responsible for tracking implementation and conducting periodic review of the status of the management systems.

Legal Compliance

Identification, monitoring and understanding of applicable laws and regulations.

Compliance with Customer Requirements

Identification, monitoring and understanding of all requirements imposed by customers, including this Guide.

Risk Assessment and Risk Management

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

Performance Objectives with Implementation Plan and Measures

Written standards, performance objectives, targets and implementation plans including a periodic assessment of company performance against those standards, objectives, and plans.

Training

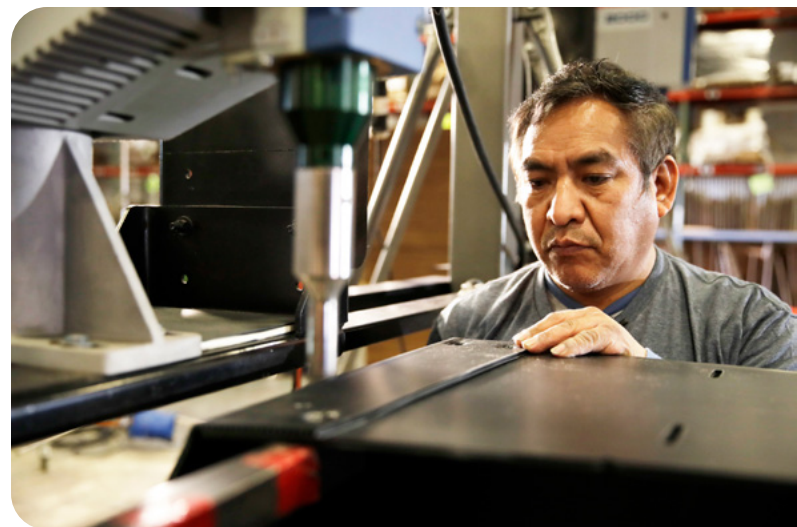
Programs for training managers and workers to implement policies, procedures and improvement objectives.

Communication

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

Worker Feedback and Participation

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



Audits and Assessments

Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the principles and guidelines outlined in this Guide, and any other requirements related to social and environmental responsibility.

Corrective Action Process

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

Documentation and Records

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

SUPPLIER CONCERNS

As our supplier, your role includes understanding all regulations that apply equally to your company and its interaction with Stephen Gould, including, but not limited to, those set forth in this Guide. If you become aware of any ethical, legal, environmental or compliance issues about which you have concern, you have a responsibility to bring them forward to us.

**To confidentially raise a concern, you can call
Stephen Gould's Workplace Concern Reporting Hotline
at (833) 527-2434.**



Stephen Gould Headquarters

5 Giralda Farms
Madison, NJ 07940

+1 973 428 1500

info@stephengould.com
stephengould.com

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