

The Brewer-Garrett Company
Subcontractor and Supplier Code of Conduct

The Brewer-Garrett Company is committed to conducting its business in accordance with the highest ethical standards and in full compliance with all applicable laws and regulations. We recognize that our subcontractors and suppliers play an important role in our success. Accordingly, Brewer-Garrett strives to conduct business with subcontractors and suppliers who share our commitment to high ethical standards. This Subcontractor and Supplier Code of Conduct presents basic principles for subcontractors and suppliers to follow in their dealings with Brewer-Garrett. The expectations set forth in this code are not intended to conflict with or modify the terms and conditions of any agreements with Brewer-Garrett. When a contract or purchase order between a subcontractor or supplier and Brewer-Garrett contains more restrictive provisions than those in this code, the terms of the contract govern.

Compliance with Laws. At a minimum, all Brewer-Garrett Subcontractors and Suppliers must maintain full compliance with all federal, state, and local laws and regulations applicable to the operation of their business and their relationship with Brewer-Garrett, particularly including laws that are applicable to individuals and entities receiving federal funds.

Anti-Corruption. Brewer-Garrett does not tolerate corruption, and prohibits anyone conducting business on its behalf, including suppliers and subcontractors, from offering or making any improper payments of money or anything of value to government officials or other persons. This includes the offer and/or receipt of any bribe or kickback to and/or from any customer, supplier, or others. Brewer-Garrett expects its subcontractors and suppliers not to make any illegal, improper, or corrupt payments.

Gifts/Business Courtesies. Brewer-Garrett competes on the merits of its services and does not use the exchange of business courtesies to gain an unfair competitive advantage. Brewer-Garrett expects the same of its subcontractors and suppliers in the offering or receipt of any gift or business courtesy, including cash and cash equivalents.

False Claims. Brewer-Garrett expects that before submitting an invoice or a progress payment request, a vendor or subcontractor will make sure that all of the information is truthful and accurate. Subcontractors and Suppliers are not to invoice for work that has not been performed or for sub-tier subcontractor work before an invoice has been submitted by the sub-tier subcontractor. All requests or demands for payment shall truthfully and accurately reflect the value of the goods and/or services provided.

Conflicts of Interest. Subcontractors and Suppliers must avoid engaging in any activity that would create an actual or potential conflict of interest regarding their provision of products or services to Brewer-Garrett. A conflict of interest exists where a Brewer-Garrett employee, or an employee's immediate family member, has a financial or personal relationship with a subcontractor or supplier or its personnel, and this relationship could interfere with or influence the way Brewer-Garrett engages the

Subcontractor or Supplier or conducts or oversees the work done by it for Brewer-Garrett. Subcontractors and Suppliers must not knowingly deal directly with a Brewer-Garrett employee who has or whose family member or relative has a financial interest in its organization. In the event an actual or potential conflict of interest arises in connection with Brewer-Garrett, it must immediately be reported to Brewer-Garrett.

Fair Competition/Antitrust. Brewer-Garrett expects its subcontractors and suppliers to conduct business in accordance with all applicable antitrust or competition laws and regulations. This includes avoiding business practices such as entry into arrangements that unlawfully restrain competition; improper exchange of competitive information; price fixing, bid rigging, or improper market allocation.

Reporting Violation. In the event that a subcontractor of supplier becomes aware of misconduct related to Brewer-Garrett business undertaken by any Brewer-Garrett employee, any Subcontractor or Supplier employees, or any employees of Subcontractor or Supplier business partners, Brewer Garrett expects to be promptly notified. This may be done by contacting Brewer-Garrett's compliance offer or, if you prefer to contact Brewer-Garrett anonymously, you may use our Brewer-Garrett's compliance hotline.

Retaliation. No Subcontractor or Supplier shall take any adverse action against anyone who reports conduct that he or she reasonably believes to be illegal or otherwise in violation of this Code. It will be a violation of this Code for any employee to be discharged, demoted, suspended, threatened, harassed, or in any way subject to adverse treatment in connection with their employment because he or she reported conduct that he or she reasonably believed to be illegal or in violation of this Code.

Codes of Conduct & Sub Tiers. Commensurate with the size and nature of their business, Brewer-Garrett expects its Subcontractors and Suppliers to have management systems in place to support compliance with laws, regulations, and expectations related to or addressed expressly within this Subcontractor and Supplier Code of Conduct. Brewer-Garrett encourages its subcontractors and suppliers to implement their own written code of conduct and to require their sub-tier suppliers and subcontractors to comply with the code's principals.