



SUPPLIER / VENDOR CODE OF CONDUCT

December 1st, 2021

The Northern Trust Company (“Northern Trust”) is committed to conducting business in an ethical, legal and socially responsible manner. Northern Trust seeks to work with businesses whose values match our own. All new and existing suppliers are expected to meet the standards and principles set out in this Supplier Code of Conduct (“Code of Conduct”) in order to do business with Northern Trust. Suppliers who engage sub-contractors when providing goods or services to Northern Trust must make them aware of our Code of Conduct. Compliance with our Code of Conduct will be used as part of our Procurement process, supplier evaluation, selection and contract management.

We require our suppliers to comply with all applicable laws and, in all cases, to meet the standards and principles set out in this Code of Conduct across all areas of their business. Compliance with such laws, standards and principles is a material consideration for us in assessing every aspect of our supplier relationships.

The authority of this code is established under the Chief Procurement Officer of the Northern Trust Company and is subject to review at least annually.

Health and Safety Practices

All suppliers to Northern Trust must:

- (1) comply with all applicable health and safety laws and aim to create a safe working environment for its employees and anyone else affected by their businesses.
- (2) provide workers with ready access to clean toilet facilities, potable water, and sanitary food preparation, storage and eating facilities. If our suppliers provide workers with residential facilities, those facilities will be clean and safe, with adequate personal space, entry and exit privileges, emergency egresses, heating and ventilation, and hot water for showering.
- (3) provide workers with occupational health and safety training designed to prevent accidents and injury and minimize exposure to health risks.
- (4) have a system in place for injury and illness reporting.

Labor Practices

All suppliers to Northern Trust are expected to adopt sound labor practices and treat their workers fairly in accordance with local laws and regulations. In addition, suppliers must comply with the following standards:

- (1) Our suppliers must not use or permit any form of forced, bonded or indentured labor. Suppliers must not unreasonably restrict workers’ freedom to move into, out of or at working facilities.

(2) Our suppliers must comply with local minimum working age laws and regulations, and ensure that workers under the age of 18 do not perform work that is likely to jeopardize their health or safety.

(3) Except in emergency or unusual situations, for suppliers' workers paid hourly, workweeks are expected not to exceed 60 hours per week (including overtime), and workers should be allowed at least one day off every seven days and only if otherwise allowable by law.

(4) Our suppliers must not permit harassment, abuse, corporal punishment or inhumane treatment.

(5) Our suppliers' workers must be permitted to associate freely, bargain collectively and seek representation in accordance with local laws.

(6) Our suppliers must comply with all applicable discrimination laws and promote diversity and inclusion within their own workplace, including in recruitment, retention and promotion practices.

(7) Without limiting the above, our suppliers must not discriminate based on race, color, age, sex, gender, gender identity, gender expression, sexual orientation, marital status, ethnicity, national origin, caste, disability, genetic information, medical condition, pregnancy, religion, political affiliation and covered veteran status.

Human Rights

(1) Our suppliers, whether directly or through their supply chain, must comply with all applicable human rights related laws in respect of their employees.

(2) They must conduct their business activities in a manner which respects human rights and must not hold another person in slavery or servitude, employ, engage or otherwise use forced or compulsory labor, trafficked labor or child labor.

(3) They must have in place adequate procedures to identify, prevent, mitigate and account for modern slavery and other human rights impacts in their operations and supply chains.

Ethical Business Conduct

All suppliers to Northern Trust are expected to conduct their businesses in accordance with the highest standards of ethical behavior. Our suppliers must:

(1) comply with all applicable laws relating to the prevention of bribery, corruption, fraud, tax evasion or similar or related activities.

(2) seek to identify and report any conflicts of interest, be it competing personal or professional interests. Our suppliers will avoid even the appearance of conflicts of interest in their work with us.

(3) respect intellectual property rights and act in a manner protecting intellectual property rights.

(4) in all dealings with us, not engage directly or indirectly in trade activities or include in the supply chain any goods or services sourced from sanctioned persons, countries or organizations;

in accordance with all sanctions laws with which we must comply, including local or regional sanctions as mandated by the Government for the relevant jurisdiction applicable to us.

(5) maintain a policy reasonably assuring that any conflict minerals (including tantalum, tin, tungsten and gold) in products that they manufacture does not benefit armed groups that commit human rights abuses and must provide due diligence materials to us upon request.

(6) protect the privacy of personal information of everyone with whom they do business.

Diversity and Inclusion

Northern Trust is committed to and expects suppliers to embrace and encourage diversity in all of their business practices. Suppliers are encouraged to support diversity and inclusion through robust documentation that identifies and measures all ongoing diversity and inclusion supplier initiatives. Northern Trust strongly supports all of our suppliers efforts in promoting, sustaining and improving inclusion and accessibility standards that meet and exceed minimum compliance.

Bribery and Anti-Corruption

Northern Trust does not tolerate bribery or corruption in any form. Suppliers must fully comply with requirements of the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and other applicable anticorruption laws. Suppliers and those acting on their behalf may not offer, promise, authorize, recommend, give or receive, directly or indirectly, anything of value to any person or entity if it is intended, or could reasonably appear as intended, to influence improper action, obtain or retain business, or secure an improper advantage for Northern Trust.

Insider Trading

In the course of doing business with Northern Trust, suppliers may gain access to material non-public information (MNPI), also referred to as “inside information” regarding Northern Trust activities, or activities of its affiliates. This information may not be used to enrich oneself or others through the buying or selling of securities and the use of MNPI for such purposes is strictly prohibited. Suppliers must go to reasonable lengths to secure any and all confidential information they may receive in the course of doing business with Northern Trust. All Northern Trust MNPI, and any additional MNPI the supplier gains in its performance of services for other clients must be maintained in a secure manner and be in compliance with all local and federal laws as it applies to the use of MNPI.

Antitrust and Competition

Northern Trust believes in open competition and fair dealing with all of our internal and external stakeholders. Northern Trust’s suppliers must comply with all antitrust, “fair competition” and “fair dealing” laws and regulations which prohibit any predatory and exclusionary behavior in the market. Examples of prohibited anti-competitive activities include but are not limited to; price fixing, bid rigging,

market allocation agreements, group boycotts of certain vendors, clients or suppliers (unless required by regulatory body), quid pro quo.

Suppliers must be aware and in compliance of all relevant laws and regulations when conducting business with or on behalf of Northern Trust. ***Any observed violation of these standards in business dealings with Northern Trust must be escalated and reported to the corresponding vendor manager or through the Northern Trust Ethics Hotline [EthicsPoint - The Northern Trust Company](#).***

Retaliation Policy

It is Northern Trust's expectation that suppliers have a process through which workers can raise workplace concerns without fear of retaliation. The reporting mechanism should be transparent and understandable to the supplier's workers. Additionally, the reporting mechanism should ensure the protection of whistle blowers.

Data Protection

Suppliers are expected to protect any confidential information through the adoption and maintenance of reasonable data protection processes. The methods of data protection used by suppliers should be equipped to protect any confidential, personal, or proprietary information. Data protection is required for Northern Trust information that the supplier has direct access to, receives, or processes on behalf of Northern Trust.

Suppliers must comply with all applicable data protection, privacy and information security laws and regulations. Suppliers are required to notify Northern Trust immediately if there has been any instance of an unauthorized data disclosure which could potentially expose Northern Trust information to unapproved parties.

Environment and Sustainability

Northern Trust believes in an approach to environmental sustainability that brings together environmental stewardship and the business requirements of our supplier's. Our suppliers should be committed to promoting environmentally sustainable practices that take in to account any impacts their actions would have across all stakeholders both internal and external.

In addition to an operational commitment to environmental sustainability, all suppliers to Northern Trust shall comply with all environmental laws and regulations applicable to their operations worldwide. Our suppliers must:

- (1) Comply with all applicable environmental laws and continually strive to improve their sustainability performance, focusing on reduction (as appropriate) of waste, hazardous materials, energy efficiency, carbon emissions, water and natural resources consumption.
- (2) Track and monitor their consumption of resources referred to in (1).

(3) Monitor, treat and reduce hazardous air emissions, wastewater and waste generated from its operations.

(4) Adhere to our specific requirements restricting use of specific substances notified from time to time.

Business Records

Our suppliers must honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy. Their business records must be created, retained and disposed of in compliance with record retention policies and all applicable laws and regulations.

Acknowledgement, Monitoring and Compliance

Suppliers acknowledge receipt of this Code of Conduct. Lack of adherence to the Code of Conduct will be addressed with suppliers by Procurement during the supplier evaluation and via the supplier management process, if necessary.

All suppliers to Northern Trust shall monitor their activities to ensure their compliance with this Code of Conduct and applicable legal requirements. If a supplier identifies areas of non-compliance, the supplier agrees to notify Northern Trust Global Procurement as to its plans to remedy any such non-compliance. Without limiting the foregoing, in the event that a supplier becomes aware of any acts of slavery or human trafficking by it or any of its subcontractors or suppliers, it shall promptly notify Northern Trust in writing and reasonably cooperate in any related Northern Trust investigation thereof.

Northern Trust Global Procurement may request additional information from suppliers regarding their compliance efforts and/or engage in additional monitoring activities to confirm supplier's compliance to this Code of Conduct, including on-site inspections of facilities, use of questionnaires, review of publicly available information or other measures necessary to assess supplier's performance. Any Northern Trust employee that becomes aware of violations of this policy shall notify Northern Trust Global Procurement for review and appropriate action. Based on the assessment of information made available to the Northern Trust Global Procurement, Northern Trust reserves the right (in addition to all other legal and contractual rights) to disqualify any potential supplier from participation in the bidding process and/or terminate any relationship with any current supplier found to be in violation of this Code of Conduct without liability to Northern Trust.

Questions and Concerns

If you have a question or concern about proper conduct or the content of this Code of Conduct, you should immediately raise the issue with our Business Abuse and Employee Relations Hotline, which is run by NAVEX Global, an independent third party, by any of the following methods:

By secure website:

<http://www.ntrs.ethicspoint.com>

Toll-free Business Abuse and Employee Relations Hotline numbers:

North America 1-844-983-0441 or 1-888-372-8798

Australia 1-800-515-168

India Landline: 0001 Mobile: 000-117 and when prompted dial 888-372-8798

Ireland 1-800-558-650

Philippines PLDT: 1010-5511-00 Globe, Philcom, Digitel, Smart: 105-11 and when prompted dial 844-983-0441

Singapore 800-110-1876

United Kingdom 0808-234-5975