

Keysight Technologies

# Supplier Code of Conduct



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## Supplier Code of Conduct

At Keysight, we believe our suppliers play an important role in our company's long-term success. The suppliers with whom we choose to partner, however, shall conduct business as Keysight does, with uncompromising integrity and according to high standards of business ethics.

This Supplier Code of Conduct (the "Code") establishes Keysight's expectations for its suppliers, including ethical business practices, social responsibility, environmental sustainability and product quality. All business shall be conducted in a manner compatible with this Code and in accordance with applicable law wherever the supplier may be located. In addition, we embrace the Responsible Business Alliance ("RBA") Code of Conduct as part of our Corporate Social Responsibility (CSR) program. We strongly encourage our suppliers to abide by the code and cascade the principles set out in our Code and the RBA Code through their supply chains as well.

Where differences arise between standards and legal requirements, the stricter standard shall apply, in compliance with applicable law.

If you have questions about the Code or its applicability to a given situation, or if you suspect a violation of the Code, please contact Keysight in one of the following ways:

- Notify a representative from Keysight's Global Procurement team
- Use **Keysight's Compliance Hotline** to make an anonymous and confidential report
- Submit your report anonymously and confidentially by mail to:  
Keysight Technologies, Inc., Legal Compliance Department (SBC), Mailstop 1USM, 1400 Fountaingrove Parkway, Santa Rosa, CA 95403-1738, USA

Please rest assured that Keysight will not tolerate any retaliation, threats, or negative treatment against anyone who chooses to report their good faith concerns.

Thank you for your partnership with Keysight and for your commitment to all aspects of the Code. Together, we can achieve great things!

## 1. Ethical Principles

Keysight is committed to conducting business in an ethically responsible manner, with strategic and operational policies including **Keysight Standards of Business Conduct (SBC)**, procedures and values that support transparency, sustainability and legal compliance; Suppliers shall conduct business as Keysight does, with uncompromising integrity and according to high standards of business ethics.

### 1.1 Business Integrity

Suppliers shall not engage in any forms of bribery, corruption, extortion, and embezzlement. Suppliers shall comply with all applicable anti-corruption laws, rules, and regulations, including the **U.S Foreign Corrupt Practices Act (FCPA)**, the **U.K Bribery Act**, and those enacted under the **OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions**.

Suppliers shall not offer, pay or promise to pay anything of value, or agree to accept or accept anything of value, either directly or indirectly, in exchange for obtaining or retaining business or improper advantage.

### 1.2 Business Information

Truthfully and accurately record and report all business information and comply with applicable laws regarding their completion and accuracy. All records shall be created, retain, and dispose in compliance with all applicable legal and regulatory requirements.

### 1.3 Intellectual Property

Suppliers shall comply with copyright laws governing Keysight software, books, images, videos, and other forms of expression in hard copy or electronic form. Suppliers shall not use Keysight's logo or other trademarks unless specifically authorized by Keysight.

### 1.4 Responsible Sourcing of Minerals

Keysight requires that all Keysight-identified supply-chain partners be in compliance with the conflict minerals requirements of the **Dodd-Frank Act** and the **U.S. Securities and Exchange Commission (SEC)**. Suppliers shall take reasonable measures to ensure that the tantalum, tin, tungsten, and gold in the products, parts, components and materials supplied to Keysight are "DRC (Democratic Republic of Congo) conflict-free" as that term is used under **Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("the Dodd-Frank Act")** and does not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of Congo or an adjoining country.

### 1.5 Privacy

Through business with Keysight, suppliers may receive personal data belonging to Keysight employees or other third parties. Suppliers shall comply with the terms of any data privacy agreement or addendum with Keysight. Personal information from residents of the European Union shall be handled in complying with the **E.U. General Data Protection Regulation (2016/679/EU) ("GDPR")**.

## 2. Human Rights

Keysight values a diverse, inclusive work environment and treats people with respect, offering challenging assignments, development opportunities, competitive salaries, and a safe work environment. Suppliers shall uphold the highest standards of human rights.

### 2.1 Freely Chosen Employment

The use of forced, bonded (including debt bondage) or indentured labor, involuntary or exploitative prison labor, slavery or trafficking of persons in any form is prohibited.

Suppliers shall comply with all applicable labor laws, rules, and regulations, including but not limited to, all laws forbidding the solicitation, facilitation, or any other use of slavery or human trafficking (as those terms are used in the California Transparency in Supply Chains Act of 2010, California Civil Code, section 1714.43).

Suppliers shall not make use of forced or compulsory labor as described in Article 2 in the Forced Labour Convention 29 and Article 1 in the Abolition of Forced Labour Convention 105 of the International Labour Organization.

### 2.2 Child Labor and Young Workers

Suppliers shall not employ under-age labor as described in Minimum Age Convention 138 and Worst Forms of Child Labour Convention 182 of the International Labour Organization and supports the elimination of exploitive child labor.

Supplier may employ young workers who are older than the applicable legal minimum age but are younger than 18 years of age. Young worker shall not perform work that is likely to jeopardize their health or safety, including night shifts and overtime.

### 2.3 Wages and Benefits

Compensation including those relating to minimum wages, overtime hours and legally mandated benefits paid to workers shall comply with all applicable wage laws. Workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed in each pay period. Deductions from wages as a disciplinary measure shall not be permitted. Deductions or withholdings are calculated correctly and submitted to government agency within the local law time frame.

### 2.4 Humane Treatment

Suppliers shall commit to a workplace free of harsh and inhumane treatment including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers and no threat of any such treatment.

### 2.5 Non-discrimination

Suppliers shall commit to a workplace free from harassment and unlawful discrimination their race, color, religion, sex, sexual orientation, gender identity or national origin, or any other status protected by applicable national or local law.

Keysight is an equal opportunity employer and federal contractor or subcontractor. Consequently, the parties agree that, as applicable, Suppliers with employees in the United State will abide by the requirements of 41 CFR 60-1.4(a), 41 CFR 60-300.5(a) and 41 CFR 60-741.5(a) and that these laws are incorporated herein by reference. These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities, and prohibit discrimination against all individuals based on their race, color, religion, sex, sexual orientation, gender identity or national origin. These regulations require that covered prime contractors and subcontractors take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, protected veteran status or disability. The parties also agree that, as applicable, they will abide by the requirements of Executive Order 13496 (29 CFR Part 471, Appendix A to Subpart A), relating to the notice of employee rights under federal labor laws.

## 2.6 Freedom of Association

Suppliers shall respect the rights of workers, as set forth in local laws, to form and join trade unions, to bargain collectively, to engage in a peaceful assembly and to refrain from such activities.

Suppliers shall respect, within the framework of local laws and established practices, the principles of Article 2 in the Freedom of Association and Protection of the Right to Organize Convention 87 and Articles 1 and 2 in the Right to Organize and Collective Bargaining Convention 98 of the International Labour Organization.

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

## 3. Environment, Health & Safety

Keysight values a healthy and safe work environment for all employees and committed to protecting the environment where we operate. Suppliers shall comply with all applicable environmental, health and safety laws, rules, and regulations.

### 3.1 Environmental Permits

Suppliers shall obtain, maintain, and keep current with all required environmental, health and safety permits, licenses and registrations and follow the operational and reporting requirements of such permits.

### 3.2 Pollution Prevention and Resource Reduction

Supplier shall protect the environment by conducting operations with a focus on natural resources conservation, emission reduction, waste minimization, pollution prevention and fulfillment of compliance obligations.

### 3.3 Hazardous Substances and Restricted Material

Suppliers shall comply with Keysight's General Specification for the Environment (GSE) and identify, classify, pack and label chemical substances and mixtures and other materials that are a hazard to humans or to the environment according to Keysight's Statement on Classification, Labelling and Packaging. These

materials shall be administered safely during handling, movement, storage, use, recycling or reuse and disposal.

Suppliers shall make available safety data sheets (SDS) containing all necessary safety-relevant information and provide SDSs to Keysight and other parties as required for safety information relating to hazardous materials.

### Restriction of Hazardous Substances (RoHS)

Suppliers shall adhere to Keysight requirements on RoHS which outlined in our **Statement on Restriction of Hazardous Substances (RoHS) Directives** and **RoHS webpage**. Suppliers are required to respond to the Material Declaration Request from Keysight, including any valid exemptions used, regardless of whether your sales are direct to Keysight or exclusively to third parties.

### 3.4 Occupational Safety

Supplier shall identify, evaluate, and manage occupational safety hazards through a prioritized process of hazard elimination, substitution, engineering controls, administrative controls or personal protective equipment.

### 3.5 Emergency Preparedness

Suppliers shall identify and assess potential emergency situations and implement emergency response plans that will minimize harm to life, environment and property.

### 3.6 Food, Sanitation and Housing

Suppliers shall provide workers with reasonably accessible and clean toilet facilities, potable water, storage and eating facilities. Worker dormitories provided by the suppliers shall be maintained clean and safe and reasonable personal space along with reasonable entry and exit privileges.

## 4. Quality

Keysight earns customer loyalty by providing products and services of the highest quality and greatest value. To ensure we fulfill our promises to our customers, supplier shall maintain an effective quality management system that includes continual improvement in accordance with **Keysight's Supplier Quality System Requirements**.

## 5. ESD Control Requirements

Suppliers shall maintain an electrostatic discharge (ESD) control program that meets **Keysight's Supplier ESD Control Requirement**, wherever parts are ESD sensitive.

## 6. Counterfeit Prevention (Electronic Component and Parts)

Keysight is committed to preventing the introduction of counterfeit electronic components into our products. Suppliers shall ensure supplied parts, components, materials and products that are incorporated into Keysight products are authentic, safe, and connected across the supply chain. Policies and processes shall be established to actively avoid and mitigate the potential impact of counterfeit parts in accordance to **Keysight's Counterfeit Electronic Components Prevention Policy**.

## 7. Customs-Trade Partnership Against Terrorism Program

Keysight is committed to participating in and supporting the Customs-Trade Partnership Against Terrorism (C-TPAT) program and requires all suppliers in connection with providing Goods and Services to KEYSIGHT, to be a Customs-Trade Partnership Against Terrorism (C-TPAT) member or a member in an approved Authorized Economic Operator (AEO) program with a Mutual Recognition Arrangement (MRA) with the United States (or an approved MRA), or have security measures in place that meet or exceed CTPAT's Minimum Security Criteria (MSC). When requested by KEYSIGHT, suppliers shall demonstrate compliance with this requirement by providing certification thereof to KEYSIGHT.

## 8. Management System

Suppliers shall implement and maintain a management system to facilitate compliance with all applicable laws, regulations, customer requirements, and mitigation of operational risk, and facilitate continuous improvement.

### 8.1 Commitment and Accountability

Supplier shall develop a company statement affirming the commitment to corporate social and environmental responsibility compliance and continual improvement, endorsed by executive management and posted in the facility in the local language.

Suppliers shall identify company representative[s] responsible for ensuring implementation and periodic review of the management systems and associated programs.

### 8.2 Legal and Customer Requirements

Suppliers shall establish a process to identify, monitor and understand applicable laws, regulations, customer requirements, including the requirements of this Code.

### 8.3 Risk Assessment and Management

Suppliers shall establish a process to identify and manage risks regarding labor practice, ethics, the environment, health and safety, and with respect to all applicable legal requirements.

### 8.4 Improvement Objectives and Corrective Action Process

Suppliers shall have written performance objectives and targets and implementation plans, including periodic assessments of the performance in achieving those objectives.

Suppliers shall establish a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews in accordance with Keysight's Root Cause and Corrective Action Guideline.

### 8.5 Training and Communication

Suppliers shall establish training programs for managers and workers to implement company's policies, procedures and improvement objectives and to meet applicable legal and regulatory requirements.



Suppliers shall establish a process for communicating clear and accurate information about the policies, practices, expectations and performance to workers, next-tier suppliers and customers.

Suppliers shall establish an ongoing process to obtain feedback on or violations against practices and conditions covered by this Code and to foster continuous improvement.

## 8.6 Audits and Assessments

Suppliers shall perform periodic evaluations to ensure conformity to legal and regulatory requirements.

Suppliers will permit Keysight and a third party designated by Keysight to evaluate Suppliers' facilities and operations.

## 8.7 Documentation and Records

Suppliers shall maintain appropriate documents and records to ensure regulatory compliance.

Reviewed and approved by Keysight Global Procurement & Materials VP, KC Chan,  
1<sup>st</sup> September 2019

This policy is approved by Keysight 's executive management and applies to Keysight operations worldwide.

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