

## Introduction

At Eversource we value the relationships we have with our suppliers.

Eversource shares the following core values with the intent of providing business standards for suppliers who desire to conduct business with us:

- Maintain and adhere to the highest ethical standards.
- Comply with all federal, state and local laws and regulations, as well as all company policies and procedures, including this Code.
- Embed safety in every aspect of work performed.
- Foster a diverse and inclusive work environment that ensures everyone is treated with respect and dignity.
- Avoid any and all conflicts of interest, as well as the appearance of such.
- Keep property, resources and information secure, including non-public Eversource shareholder, customer, and employee information.

Because we place such a high priority on ethical and legal conduct, we require all suppliers to read, understand, acknowledge and comply with our Supplier Code of Business Conduct. As an Eversource supplier, you are expected to apply these business standards in all dealings with, and on behalf of, Eversource. You will be fully responsible for ensuring that any employees, subcontractors, agents or other third parties that you employ in your work for Eversource, as permitted by your agreement with Eversource, act consistently with these business standards.

Failure to conduct business in a manner that meets these standards could result in a termination of the supplier relationship.

## Conducting Business with Eversource

Eversource requires all Suppliers to comply with the following business standards.

For purposes of this Supplier Code of Business Conduct, “suppliers” refers collectively to any business, company, corporation, person or other entity that sells, or seeks to sell, any kind of goods or services to Eversource. This also includes the supplier’s employees, agents and other representatives that may also be referred to as vendors, contractors, subcontractors, contingent workers and/or their agents and employees.

### General Compliance

Suppliers must conduct business in accordance with the highest ethical standards and with integrity, honesty, fairness, safety, respect, and in compliance with all applicable laws and regulations.

### Insider Trading

Suppliers are prohibited from buying or selling Eversource shares while in possession of material, non-public information about the company. Suppliers are also prohibited from sharing such "insider" information with anyone outside the company unless expressly authorized by Eversource and only after appropriate nondisclosure and other arrangements to protect the information have been made with Eversource. In addition, if suppliers are aware of material, non-public information about any other company (including Eversource’s customers, suppliers, vendors or other business partners) obtained by virtue of interaction with Eversource, then the supplier may not buy or sell that company’s securities or engage in any other action to take advantage of that information, including passing that information on to others.

### Anti-Trust

Suppliers must conduct business in compliance with all applicable anti-trust and fair competition laws and avoid pricing discrimination and unfair trade practices, and are prohibited from conducting business in a manner that restricts fair competition.

### Tax Evasion

Suppliers are prohibited from taking any action in the conduct of their business for, or on behalf of, Eversource to evade payment of state and federal taxes as required by law.

### Conflict of Interest

As an Eversource Supplier, you must not enter into a financial or any other relationship with an Eversource employee that creates any actual, potential or perceived conflict of interest. Suppliers should understand that a conflict of interest arises when the personal interests of an individual are inconsistent with the responsibilities of his/her work with the company. Giving and receiving business gifts and entertainment can create a sense of obligation or appearance of favoritism. Such exchanges may also violate Eversource Policy or the law. Suppliers must not provide gifts, entertainment, or preferential personal treatment or services with the intent to, or that could, influence or create the appearance of influencing decision-making by Eversource employees, customers or business partners.

All such conflicts must be disclosed and corrected. Even the appearance of a conflict of interest can be damaging to Eversource and to the Supplier, and must be disclosed and approved in advance by Eversource Procurement management and the Chief Compliance Officer. To disclose any conflict of interest, contact the Procurement office at [procurement@eversource.com](mailto:procurement@eversource.com) or the Corporate Compliance Hotline at 855-832-5552 or [www.eversource.ethicspoint.com](http://www.eversource.ethicspoint.com).

## **Affiliate Businesses**

Suppliers will comply with all laws and regulations governing utility interactions by and between affiliate companies to ensure that its actions do not provide an unfair competitive advantage, preferential treatment or improper subsidy to Eversource's non-utility subsidiaries. Suppliers will refrain from exchanging, communicating or disclosing any competitively sensitive information between Eversource affiliates unless expressly authorized by Eversource.

## **Political Contributions or Charitable Donations**

As an Eversource supplier, you are not authorized to make any type of political contribution or charitable donation on Eversource's behalf.

## **Unauthorized Lobbying**

As an Eversource supplier, you are not authorized to undertake any type of lobbying or other similar representative efforts on Eversource's behalf before any kind of government entity, official or body or representative without the express written consent of Eversource's Government Affairs Group.

## **Foreign Corrupt Practices**

Suppliers must conduct their business in strict adherence to the Foreign Corrupt Practices Act, which regulates certain business transactions with foreign governments and their agents. Accordingly, Eversource suppliers are prohibited from making improper payments to, or for the benefit of, officials of foreign governments for or on behalf of Eversource. A payment is improper if it is given or promised with the intent of obtaining or retaining business, or it is given or promised to influence a foreign official to do something to benefit the company that he or she would not ordinarily do. All financial transactions with foreign governments must be reported clearly and completely, particularly transactions involving the expenditure of funds. Failure to properly report and account for any gift or expense incurred to benefit a foreign official may subject the supplier to civil or criminal penalties.

## **Protecting Eversource Assets**

### **Company Assets**

Suppliers are responsible for protecting the company's intellectual, physical and financial assets from loss, damage, misuse, theft, fraud or embezzlement. Eversource relies on suppliers' vigilance to protect some of its most valuable intangible assets, such as proprietary information, a good reputation and the trust of regulators.

### **Anti-Fraud**

All suppliers' activities should be conducted with honesty and integrity. Suppliers are prohibited from engaging in theft, misappropriating money or property, deliberately misstating or changing accounting or financial statements and reports, or otherwise engaging in fraudulent activity.

### **Anti-Money Laundering**

Suppliers are expected to cooperate fully with the efforts of law enforcement agencies to prevent, detect and prosecute money laundering. Money laundering, the act of disguising the source of money generated through illegal activities so that it resembles legitimate income, is a serious crime often connected with drug trafficking, embezzlement or financing terrorism.

### **Computer Software and Electronic Communications**

Suppliers may not improperly use or duplicate proprietary computer software or any other intellectual

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property. Suppliers who have legitimate access to such material are expected to ensure that it is not used improperly, as well as not obtained by individuals who have no business need for the material.

Eversource policy and/or federal, state and local laws prohibit suppliers from knowingly creating, transmitting, retrieving, printing, storing, accessing or attempting to access certain information using Eversource technology, including but not limited to inappropriate, offensive or sexually explicit websites.

Access to Eversource electronic systems are provided to suppliers solely for use in transacting business for or on behalf of Eversource.

## Cyber Security

Eversource reserves the right, without notice, to monitor the use of its computer systems.

Suppliers are expected to safeguard Eversource system integrity and confidentiality by protecting passwords, taking precautions against intrusion by computer viruses from the internet, email, and unauthorized software, and by preventing unauthorized persons from obtaining access to Eversource systems. Additionally, suppliers are expected to comply with all provisions of software and other license agreements Eversource has with third parties.

Suppliers are expected to understand their responsibilities for cyber security by completing all required training and by exercising sound judgment when using Eversource systems including not clicking on unsolicited emails and attachments, using strong passwords and following all Eversource IT Security policies and procedures.

## Intellectual Property

Suppliers are expected to protect intellectual property assets and rights (including patents, trademarks, and other proprietary information relating to Eversource's operations or technologies) by limiting public discussion and dissemination except as required for business and with proper authorization from Eversource. Inventions and creative works developed in the course of supplier's work for or on behalf of, and in certain cases at the end of, a supplier's engagement with Eversource, are the sole property of Eversource unless otherwise agreed to in writing.

## Records and Retention

All business records, including time sheets, expense accounts, financial and research reports, market information, sales reports and tax reports prepared in connection with Eversource's business must accurately reflect transactions and events and conform both to generally accepted accounting principles and to internal Eversource controls. Further:

- No entry may be made in any record that intentionally hides or disguises the true nature of a transaction.
- All Eversource information related to a given subject is to be preserved when the supplier is notified of pending litigation or issued a "legal hold" order by Eversource.
- Except as required under a "legal hold" order, Eversource records are to be discarded in accordance with Eversource's standard records retention schedule.
- Suppliers are prohibited from altering, removing or destroying Eversource documents or records in violation of Eversource policies, including specifically if covered by a legal hold.

## **Confidential, Proprietary and Non-Public Information**

Eversource relies on individuals to protect proprietary information and all other confidential information. Proprietary information is defined as information not in the public domain pertaining to company business—including financial, technical and commercial materials or data, whether it belongs to Eversource, its customers or suppliers. All proprietary information should be treated as confidential. Suppliers are prohibited from sharing proprietary information, unless expressly authorized by Eversource and only after appropriate non-disclosure and other arrangements to protect the information have been made with Eversource. Likewise, confidential and personal information pertaining to Eversource customers, employees and shareholders (such as Social Security numbers and banking information) should only be accessed as required for Eversource business purposes, and with proper authorization from Eversource, and must be safeguarded to ensure their privacy and non-disclosure.

## **Eversource Work Environments**

### **Safety**

Eversource is committed to managing its businesses and conducting operations in a manner that promotes safety for all individuals involved in its business, customers, and the public. Each supplier is responsible for knowing and observing the safety rules and practices applicable to specific job responsibilities and for taking precautionary measures to protect others, including Eversource customers and the public. Accidents, injuries, hazards and unsafe activities and/or conditions should be reported promptly to the supplier and to the appropriate Eversource representative.

### **Diversity and Inclusion**

Eversource seeks to create an inclusive environment where diverse ideas are communicated openly, directly and honestly; every individual is a respected and valued contributor; and differences are welcomed, understood and drawn upon to support all aspects of its business. Eversource expects all suppliers to actively work to develop and retain a diverse workforce and be committed to diversity with respect to their own suppliers.

### **Drugs and Alcohol**

The use, possession, distribution, sale or purchase of drugs or alcohol while on the job for, or on behalf of, Eversource is strictly prohibited.

The off duty use, possession, distribution, sale or purchase of illegal drugs, the abuse of legal drugs or controlled substances, and the misuse of alcohol is strictly prohibited if it affects the supplier's work performance. Such activities adversely affect job performance, jeopardize the safety of others, including Eversource employees, customers, suppliers and the public, and undermine government and public confidence in Eversource and the supplier.

### **Workplace Violence**

Any acts of physical intimidation, assaults or threats of violence against another person, including Eversource employees, customers, and the public, or the destruction of Eversource or personal property, are strictly prohibited. Suppliers may not possess weapons on Eversource property. Suppliers may not store a weapon in any Eversource vehicle, regardless of its location, or store a weapon in a personal vehicle while on Eversource property.

## Discrimination

Suppliers must provide fair treatment and equal employment opportunities for all candidates for employment irrespective of a candidate's race, color, religion, national origin, ancestry, sex, marital status, gender identity, age, handicap (disability), sexual orientation, genetics, active military or veteran status, or other characteristic protected by local, state or federal law. All supplier job applicants for work on behalf of Eversource must be evaluated based on qualifications and demonstrated skills and achievements without regard to race, color, gender, national origin, age, religion, disability, veteran status, sexual orientation, marital status, ancestry or other protected classification.

## Discriminatory Harassment including Sexual Harassment

Eversource is committed to a workplace that is free of all forms of discriminatory harassment, including sexual harassment. Discriminatory harassment, including harassment on the basis of race, color, religion national origin, ancestry, sex, marital status, gender identity, age, handicap (disability), sexual orientation, genetics, active military or veteran status, or other characteristic protected by local, state or federal law is unlawful and will not be tolerated.

Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature that tends to create a hostile or offensive work environment is sexual harassment. Sexual harassment is unlawful and will not be tolerated.

Retaliation against an individual who has made a complaint concerning discrimination, discriminatory harassment, including sexual harassment, or against individuals cooperating with an investigation of a discrimination or harassment complaint, is also unlawful and will not be tolerated.

## Sustainability

Eversource is committed to sustainability principles that guide how we develop and provide energy solutions for our customers in a manner that is good for people, protects our environment and rewards our shareholders. Within this framework we examine what we do – our operations, our supply chain and our product's end use – and seek better solutions to the economic, environmental and societal needs we face. Our suppliers must similarly work collaboratively in support of our sustainability objectives within the scope of their engagement.

## Eversource and Communities

### Representing Eversource

Eversource is committed to provide accurate, consistent, and timely communication to employees, suppliers, customers, community and government officials, and the general public.

All suppliers who communicate with the public in the normal course of business, whether in the field or on the phone, should be friendly, polite, respectful, and mindful of their role as a company representative. Suppliers should always advance customer concerns for resolution if they can't resolve the issue on their own.

Eversource Corporate Relations organization is responsible for all public statements, news releases, internal and external publications and any graphic representations, including company logos and photos, issued by the company.

Any supplier who is contacted by a member of the media for an official company response should immediately notify the Media Relations organization within Corporate Relations. Media Relations will

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determine the appropriate company response, respond to media requests, and determine the appropriate company representative for media interviews, government, regulatory, and community meetings, discussions, or events.

## Environmental Regulation

Suppliers must be committed to environmental compliance, stewardship, leadership and accountability. Suppliers must be environmentally responsible in all business decisions and operations for or on behalf of Eversource. Suppliers must follow the letter and spirit of the environmental protection laws and ensure Eversource procedures are strictly followed with respect to the environment of the communities Eversource serves.

## Questions and Guidance

The Supplier Code of Business Conduct is not intended to be an all-inclusive catalog of compliance and ethical practices, but is rather a framework that describes Eversource's intent to mandate and guide ethical conduct for all suppliers conducting business with and for Eversource. No waivers of the provisions of the Supplier Code of Business Conduct may be granted without the review and approval of Eversource's Chief Compliance Officer.

Suppliers should direct questions concerning the Supplier Code of Business Conduct to their management, their Eversource business contact, the Eversource Procurement Department at [procurement@eversource.com](mailto:procurement@eversource.com) or the Eversource Chief Compliance Officer, 107 Selden Street, Berlin, CT 06037.

## Reporting Supplier Code of Business Conduct Violations

Eversource expects its suppliers to follow the standards outlined in this code by promptly reporting any situation that violates, or an individual that a supplier reasonably believes in good faith violates, any law, regulation, rule, or this Code to the Eversource Chief Compliance Officer.

Complaints, including anonymous filings may also be made through Eversource's Corporate Compliance Hotline at 855-832-5552 or [www.eversource.ethicspoint.com](http://www.eversource.ethicspoint.com).

## Consequences for Violations

Failure to conduct business in a manner that meets the standards of this code could result in a termination of the supplier relationship. Under some circumstances, action may include referral to law enforcement authorities.

## Retaliation

Retaliation by anyone for any reason, regardless of level or position, against an individual who raises a compliance or ethics issue in good faith, or engages in any other activity protected by law will not be tolerated and may result in termination of the supplier relationship.

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