

# ASTEC SUPPLIER CODE OF CONDUCT



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Prior to engaging in business or during an existing business relationship, Astec may conduct diligence on its suppliers and their owners and key personnel to assess compliance with this Supplier Code and address Astec's business needs. This diligence may involve checking watch lists and sanction lists as well as checking other publicly available information about companies and individuals. The records collected will be maintained in accordance with Astec policy and may be viewed upon request.

## ***Supplier Code of Conduct***

**THIS SUPPLIER CODE OF CONDUCT APPLIES TO ALL SUPPLIERS** including contractors, subcontractors and suppliers of products and services with whom Astec, its affiliates, subsidiaries and business units worldwide have contractual relationships.

### **INTRODUCTION**

#### **A. Purpose and Applicability**

This Supplier Code of Conduct is an extension of the Astec Code of Conduct and Ethics. The Code establishes the standards for conducting business with Astec. Astec seeks our and expects that its suppliers use this Code as a guide for ethical, responsible, and legal business practices in their operations.

This Supplier Code does not alter any of the terms and conditions in applicable agreements, nor does it create contractual rights for suppliers or others. Astec will update the Supplier Code periodically and will expect suppliers to stay current.

### **COMPLY WITH APPLICABLE LAWS, RULES, AND REGULATIONS**

Each supplier must comply with all laws and regulations applicable to its business in the countries where it does business. While laws, regulations, business practices, and customs can vary greatly from one country to the next, this Supplier Code sets forth *the minimum requirements that all of Astec's suppliers must meet*.

#### **A. Anti-Bribery and Anti-Corruption**

Suppliers are prohibited from giving, offering, or promising anything of value to *any person for the purpose of furthering Astec's business or the Supplier's business interest*. Offering or paying bribes or anything of value to win business or obtain an unfair advantage is unacceptable, even if business is lost or difficulties are encountered as a result (for example, delays in obtaining permits or licenses). Bribes and other corrupt payments may violate multiple anti-corruption laws and expose individuals, *Astec's suppliers, and Astec to civil and criminal liability and severe penalties*. Violations could also result in the loss of *future government contracts*. *Astec's suppliers are prohibited from engaging in corruption, extortion, or embezzlement in any form*. Suppliers must report known or suspected bribery and corruption, including allegations involving intermediaries and facilitation payments, to Astec's General Counsel at [GeneralCounsel@astecindustries.com](mailto:GeneralCounsel@astecindustries.com)

### **Zero Tolerance**

*Astec has a ZERO tolerance policy for any and all forms of bribery and corruption, meaning Astec does not pay bribes to further its business, either directly or indirectly, to anyone for any reason*

#### Examples of Red Flags

- *Offers of extravagant or multiple gifts or entertainment.*
- *Third parties who do not clearly account for their expenditures or whose commissions seem in excess of the services provided.*
- *Customers or officials who hint or suggest that certain payments be made to obtain business or information.*
- *A request that a third party make a payment to an official to expedite the handling of a matter such as customs clearance.*

### B. Gifts, Entertainment, and Hospitalities

Professional relationships with Suppliers and intermediaries are vital to the work of Astec; however, giving and receiving gifts or entertainment can potentially affect the independent judgement of both Astec and its customers, and may create the appearance of favoritism or impropriety. *Astec's suppliers are required to understand and* comply with this Supplier Code and the law when offering or accepting any gifts, favors, meals, entertainment, or hospitalities to or from Astec employees, customers, or other business partners or their family members. Any such gift, entertainment, or hospitality must be consistent with customary regional business practices and the *recipient's policies*—and it must not adversely affect the reputation of Astec or the supplier if publicly disclosed. In addition, *Astec's suppliers must not create or give the appearance of a conflict of interest when engaging in these practices.*

Astec personnel may accept supplier logo or branded items of nominal value. Astec personnel are also allowed to accept modest hospitalities (e.g., business meals), entertainment (e.g., tickets to sporting events) and travel that are legal and permissible under local laws and regulations. Receipt of any hospitalities over \$100 USD per person, as well as receipt of all entertainment and travel requires pre-approval from the Astec Legal Counsel.

#### Examples of Red Flags

- *Gifts or entertainment involving a government official.*
- *Gifts or entertainment of more than nominal value.*
- *Gifts or entertainment of any value offered to an Astec employee in a position to make a decision about the gift giver.*
- *Inappropriate gifts such as cash.*
- *Gifts or entertainment offered during a tender process.*

### C. Charitable Donations and Political Contributions

If a Supplier intends to make a charitable donation or political contribution that is directly related to or associated with *Astec's business interests*, prior approval from the Astec General Counsel is required.

## D. Global Trade Compliance

Astec's suppliers are required to comply with all applicable international trade laws and regulations, including import, export, and re-export controls regulations, as well as applicable embargoes, sanctions, and anti-boycott laws.

### Examples of Red Flags

- Suppliers who attempt to provide lower value invoice totals with imports to lower duties owed on imported goods or who misclassify goods on invoices to avoid antidumping duties.
- Suppliers who transship products to hide actual country or origin or content that would be subject to importing country restrictions or sanctions.

## E. Fair Dealing and Competition Laws

Astec business activities may be subject to antitrust laws. Astec succeeds by competing fairly and dealing truthfully with customers and business partners, without manipulation or concealment. Astec's suppliers are required to uphold fair business standards in advertising, sales, and competition. Astec's suppliers are required to comply with applicable antitrust and competition laws where they do business. These laws prohibit agreements between competitors that affect prices, costs, terms or conditions of sale, the markets in which they will compete, or customers or suppliers with whom they will do business. These laws may also regulate distribution agreements, rebates, discounts, or territorial restrictions on resellers.

### Examples of Red Flags

- Any competitor who attempts to discuss competitive information such as pricing, bids, sales, or territories.
- Discussions at trade associations, meetings, or events where competitors are in attendance which relate to prices, markets, profits, or other topics that could be of interest to competitors.

## F. Conflicts of Interest

Astec's suppliers must avoid involvement in actual or apparent conflicts of interest between the supplier's interests and the interests of Astec. Any actual or apparent conflict of interest should be disclosed.

### Examples of Red Flags

- A supplier employee has a second job at a current or potential competitor of Astec.
- A supplier has a substantial ownership interest in a current or potential competitor of Astec (other than nominal investments in public companies.)

## G. Anti-Money Laundering

Astec conducts business only with reputable suppliers involved in legitimate business activities using funds from legitimate sources. Astec's suppliers are required to comply with applicable laws relating to money laundering.

### Examples of Red Flags

- Any proposed or actual payments in cash from a customer or partner.
- Customers who overpay for goods or services, and then request a refund
- Any customer, supplier, agent, or partner who provides incomplete or suspicious information.
- Funds paid to/from unusual sources or to/from countries not normally associated with the customer.

## H. Conflict Minerals

Astec's *suppliers must cooperate in due diligence* requests made by Astec with respect to the origin of intermediaries associated with the purchases of materials or products containing Conflict Minerals, whether or not those materials or products may have been mined or produced in the Covered Countries or obtained from recycled sources. Where specified in a purchase order or supply agreement, suppliers will comply with any Astec requirement to provide products, components, parts, and materials which are free of Conflict Minerals mined or produced in the Covered Countries in support of armed conflict in the region.

## I. Environment & Sustainability

Astec is committed to creating economic value for shareholders and customers through sustainable practices that protect the long-term well-being of the environment, Astec's *employees, and the communities* in which it operates. Astec is focused on decreasing the carbon footprint of our operations and innovating sustainable solutions across our entire value chain. Astec expects Suppliers to demonstrate a commitment to responsible environmental stewardship through natural resource conservation and management. Astec's suppliers are required to comply with all applicable environmental laws, regulations, and standards and minimize any adverse impact on the environment. Astec's *suppliers must* also endeavor to conserve natural resources, including water and energy, and reduce or eliminate waste and the use of hazardous substances in products and supply chains. Suppliers may be required to disclose and validate material content of products or components, as well as the origin.

## J. Inside Information

While working with Astec, a Supplier may receive access to or become aware of material non-public information either about Astec, a controlled affiliate or an unrelated publicly traded entity. You must not buy or sell the securities of Astec or any other company if you possess inside information that is not available to the investing *public and could influence an investor's decision to buy or sell the security (for example information about winning or losing a contract)*. You also cannot give inside information to others who might use it to buy or sell securities.

## CONFLICT MINERALS

*"Conflict Minerals"* are tin (Cassiterite), tungsten (Wolframite), tantalum (Columbite-tantalite or coltan), and gold, and the derivative metals from these minerals. The *"Covered Countries"* are the Democratic Republic of the Congo, Angola, Burundi, Central African Republic, The Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.

## PROTECT ASTEC'S ASSETS, INFORMATION, AND REPUTATION

Astec's suppliers are required to preserve, protect, and responsibly use Astec property that they have access to, and protect it from theft, damage, loss, and misuse. This includes physical and intangible assets such as ideas, innovations, technology, brands, and confidential information.

### A. Intellectual Property

Suppliers are required to respect intellectual property rights, both during their contract with Astec and thereafter. Patents, copyrights, and trademarks belonging to others may not be used without express permission from the owner. Any transfer or sharing of technology or know-how must be done on a need-to-know basis and in a manner that protects intellectual property rights and is in compliance with local law.

### B. Confidential Information, Data Security, and Privacy

Suppliers are required to safeguard Astec's *proprietary and confidential information, which includes all* information, whether written or oral, that Astec has a legitimate business interest in protecting. This includes technical, design or process data, improvements, new products, products in development, inventions, models, manuals, know-how, financial data, pricing information, business development or acquisition plans, marketing plans, project practices, and customer and supplier lists. Suppliers must maintain the confidentiality of all information obtained in the course of the business relationship with Astec and shall not disclose (including social media and next generation communication tools) such information to other parties without the express written consent of Astec. *Suppliers bear the responsibility for protecting Astec's information from unauthorized access, disclosure, or loss, in accordance with all applicable data privacy and information security laws.* Suppliers must not reproduce or transfer copyrighted software, documentation, or other materials without prior written consent from Astec. Suppliers shall notify Astec promptly (within 24 hours) following the discovery of any suspected breach or compromise of security, confidentiality, privacy or integrity of Astec personal data or information by notifying Astec General Counsel. Suppliers are required to follow all applicable privacy laws that govern the handling of information and data provided by Astec, which may include private and sensitive personal information.

#### Examples of Red Flags

- Discussing confidential information with third parties without a confidentiality agreement.
- International data transfers involving personal data from the European Union.
- Inadvertent disclosure of confidential information in external meetings.
- Unattended or unprotected computers or mobile devices that contain Astec proprietary and confidential information.
- Requests for data from questionable sources.
- Non-transparent subcontracting by suppliers of data processing and cloud computing.
- *Using Astec's proprietary or confidential information beyond the scope of the engagement or for the supplier's or other's benefit.*

## C. Records Management and Cooperation with Inspections, Audits, and Investigations

Suppliers must retain documents and records in accordance with applicable law, including accounts, quality reports, time records, expense reports, and submissions to Astec, regulatory authorities, or others. This also includes documentation necessary to demonstrate compliance with law and this Supplier Code or relevant to any pending litigation, an audit, or investigation. Suppliers must cooperate with requests for inspections, audits, and investigations by Astec or any of its authorized agents relating to compliance with this Supplier Code.

## D. Security of Shipment

Suppliers shall have robust security practices across their supply chains. Suppliers shall maintain processes and standards that are designed to assure the integrity of each shipment to Astec or its customers from its origin through to its destination and all points in between. Suppliers are expected to implement the necessary and appropriate measures in their area of responsibility to ensure that Astec products, components, or raw materials as well as the corresponding expertise do not end up in the possession of counterfeiters or unauthorized third parties.

# MAINTAIN A FAIR AND SAFE WORKPLACE

## A. Safety

*Astec's suppliers have a responsibility to promote a safe, clean, and secure workplace and conduct operations in compliance with applicable health and safety laws and regulations. Suppliers and their representatives must adhere to all required security measures and requests while on Astec premises, cannot circumvent security controls or processes, and must protect Astec resources and information. Astec prohibits violence in the workplace. Verbal or physical acts of violence are forbidden by Astec and will not be tolerated by personnel or Suppliers. Any threats or incidents or violence involving an Astec employee or Astec facility must be reported to Astec General Council. Suppliers and their representatives are not permitted to bring any articles onsite that are listed as Astec property entry restrictions. This includes firearms and other weapons, explosives, incendiary devices, consumable alcohol of any kind, illegal drugs and associated paraphernalia, pets, or any other item prohibited by law. Astec also requires its suppliers to know, understand, and comply with all applicable laws governing product safety and quality, including COVID-19 protocols.*

### Examples of Red Flags

- Failure to follow applicable safety regulations or policies.
- Unsafe workplace conditions or practices such as exposed hazards, blocked emergency exits, or failure to use safety equipment.
- Workers using, possessing, or being under the influence of alcohol, illegal drugs, or any substance that could interfere with safely performing their work.
- Providing worker accommodations that are not clean, safe, or meet basic needs.
- Failing to adhere to product safety and quality requirements.

## B. Ethical Employment Practices and Non-Discrimination Policy

Astec recognizes the value of diverse skills, ideas, and backgrounds, and requires its suppliers' workplaces to be professional and free from discrimination, harassment, and abuse. Each supplier must, in relation to employees, other workers, and applicants for employment, as applicable:

- *Treat each person with dignity and respect, and afford them equal opportunity to the fullest extent provided by law*
- *Not discriminate in hiring and employment practices based on characteristics that are protected by local law*
- *Respect the right to freely associate or not associate with any group in compliance with local laws*
- *Comply with all applicable wage and hour laws*
- *Comply with all applicable local laws with respect to child labor*
- *Not use forced, bonded, involuntary, prison, or indentured labor*
- *Not intentionally source materials from supply chains associated with human trafficking and take reasonable efforts to assure that its own suppliers comply with this requirement*

### Examples of Red Flags

- Failing to comply with laws relating to minimum and maximum wages, overtime, and/or legally mandated benefits.
- Hiring for employment or work a child who is below the age of 15 or below the age for completing compulsory education in the country of work.
- Requiring a medical test that could be used in a discriminatory way, except where required by applicable law or where prudent for workplace safety.
- Sourcing materials from supply chains associated with human trafficking or slavery.
- Employing a worker whose employer is withholding wages until a recruitment fee and related interest debt is repaid.

## C. Small and Diverse Supplier Utilization

Astec places high importance on building an increasingly diverse supplier pool represented by small and diverse businesses. Astec also encourages its Suppliers to value small and diverse businesses and make them an important component of their own supply chain.

## D. Fighting Against Forced Labour and Child Labour in Supply Chains Act

Astec is committed to ensuring that its business activities and supply chains do not undertake any activity which contravenes the Act and promotes honesty and integrity in all aspects of its business. We expect our suppliers to promote environments of respect for all individuals worldwide and to also operate in a manner that imposes honor and integrity in all aspects of business.

## E. California Transparency in Supply Chains Act

The California Transparency in Supply Chains Act of 2010 requires certain companies doing business in California to make disclosures regarding their efforts to eradicate slavery and human trafficking from their supply chains. We expect our suppliers to promote environments of respect for all individuals worldwide and to operate in a manner that imposes honor and integrity in all aspects of business.

## HOW TO REPORT CONCERNS

Astec takes violations of this Supplier Code seriously. If a supplier violates any of the requirements contained in this Supplier Code, Astec may terminate the relationship. In appropriate cases, Astec may also refer misconduct to the proper authorities. Suppliers should report known or suspected violations of this Supplier Code, via the following method:

**Reporting Concerns:**

*Astec Industries, Inc.*

*1725 Shepherd Road*

*Chattanooga, TN USA 37421*

*Attention: General Counsel*

*Email: [GeneralCounsel@astecindustries.com](mailto:GeneralCounsel@astecindustries.com)*

You may report anonymously where local law permits. Please keep in mind that the more information you provide, the easier it will be for Astec to investigate and appropriately respond to your report. Unless otherwise required by local law, Astec will treat reports of violations confidentially.