

# CECO SUPPLIER CODE OF CONDUCT



# A MESSAGE FROM OUR CEO



Dear Business Partners,

Our company's success is driven by our commitment to providing our customers with quality products and service. To achieve this, we must have a high-caliber workforce that continuously holds itself to the highest standards. Our high standards apply not only to our employees but also extend to our business partners and their employees.

CECO Environmental Corp.'s Supplier Code of Conduct is designed to provide you with the information you need to be successful when dealing with CECO and to help us meet the highest ethical standards possible. CECO recognizes that legal and cultural requirements vary in a global business environment and expects that all our suppliers follow the applicable laws of their country or territory. At the same time, this Supplier Code of Conduct sets forth certain universal requirements that our Supplier partners must follow. It is the responsibility of our Suppliers to understand and apply our Supplier Code of Conduct to their own companies.

Thank you for contributing to the legacy of integrity we enjoy at CECO.

Sincerely,

Todd R. Gleason, Chief Executive Officer

## CECO Values



**Customer First** - We work from *outside-in*, keeping the customer benefit clear in everything we do.



**Curiosity and Candor** - *Curiosity* and *Candor* help us to stay ahead of the curve and continuously improve.



**Excellence & Execution** - *Disciplined execution* and *repeatable processes* are the path we follow to excellence.



**Decisive Action** - We make *decisions* and *take action* to deliver results even in an uncertain world.



**Learning & Improving** - At CECO, we are passionate about *learning* and *development* at all levels of our work.



**Supporting Our Team** - We cultivate and promote *inclusive teams* to help us outperform others in the marketplace.

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# Supplier Code of Conduct

## THE PURPOSE OF THIS CODE

CECO Environmental Corp. and its subsidiaries (collectively “we,” “us,” “our,” or “CECO”) believe a strong relationship with our business partners is the key to ensuring our company’s success. This Supplier Code of Conduct (“Code”) is the foundation of our relationship with our business partners - creating a mutual understanding of CECO’s core values and beliefs. The purpose of this Code is to outline our expectations according to law and our core values and beliefs - ensuring consistent compliance not only of our own employees but of all of our business partners.

The obligations in this Code are in addition to obligations contained in purchase orders or other agreements with CECO. This Code is in no way intended to conflict with or modify the terms and conditions of any existing agreement. In the event of a conflict, our business partners must first adhere to applicable laws and regulations, then the agreement terms, followed by this Supplier Code of Conduct.



# Supplier Code of Conduct

## APPLICATION

This Code applies to any individual or company who provides goods or services to CECO wherever they are located, including but not limited to vendors, contractors, manufacturers, fabricators, business service providers, distributors, sales partners, and consultants, and includes any of their subcontractors (collectively, "Suppliers"). This Code is not exhaustive; Suppliers are required to use their own discretion to ensure compliance with unaddressed topics.

► **FOR ADDITIONAL INFORMATION** regarding CECO's requirements, refer to CECO's Code of Business Conduct and Ethics (<https://investors.cecoenviro.com/code-of-ethics-and-conduct>)

## ANNUAL CERTIFICATION REQUIREMENT AND AUDIT RIGHTS

Suppliers may be required to provide annual certification to CECO of their compliance with this Code and all applicable laws and

regulations, including extraterritorial laws of all countries that govern the conduct of CECO, such as the United States Foreign Corrupt Practices Act ("FCPA") and the U.K. Bribery Act. In addition, CECO reserves the right, as a condition of doing business with CECO, to conduct (or have its designee conduct) inspections, audits, or reviews of its Suppliers and their facilities and business practices to verify compliance with these standards. However, CECO assumes no duty or obligation to inspect, audit, or review a Supplier's compliance with this Code and assumes no liability or responsibility for the actions or omissions of its Suppliers.

## COMPLIANCE WITH LAWS

CECO expects Suppliers to maintain full compliance with all laws and regulations applicable to their business. When conducting international business, or if their primary place of business is outside the United States, Suppliers must comply with local laws and

regulations. Suppliers performing as covered U.S. government contractors, as that term is defined under applicable law, must complete a subcontractor compliance certification pursuant to FAR 52.222-50 prior to the award of any supplier contract and annually, as applicable, thereafter.

## REPORTING CONCERNS AND SEEKING GUIDANCE

CECO expects Suppliers to report potential or actual violations of this Code. For assistance in resolving a business concern, please work with your primary CECO contact. However, CECO recognizes there may be times when this is not possible or appropriate, in which case you can contact the CECO Ethics Helpline.

CECO prohibits any retribution or retaliation taken against any individual who has, in good faith, sought advice or reported a possible violation of this Code.

## ETHICS HELPLINE



US/Canada: **1-800-461-9330**  
International (call collect): **1-720-514-4400**



Web-based submission:  
**[www.convercent.com/report](http://www.convercent.com/report)**

# Supplier Code of Conduct

## MAINTAIN ACCURATE RECORDS

Suppliers must maintain up-to-date books and records, including financial records, to demonstrate compliance with applicable laws and regulations, and must not alter any record to conceal or misrepresent the underlying transaction represented by it. Suppliers performing as covered U.S. government contractors, as that term is defined under applicable law, must comply with the requirements in FAR 4.703. When a record is no longer needed to conduct current business, records should be retained based on applicable retention requirements.

## ETHICAL SOURCING

CECO expects Suppliers to treat all people with respect and dignity and prioritize the safety, well-being, and dignity of all individuals, whose talents and hard work help deliver our products and services. The ethical sourcing items below provide a non-exhaustive list of those behaviors that we oppose and our expectations.

### Child Labor

CECO expects Suppliers to ensure that illegal child labor is not used in the performance of their work. The term “child” refers to any person under the minimum legal age for

employment under applicable law where the work is performed and, as applicable, the type of work being performed by the Supplier.

### Slavery, Human Trafficking, and Forced Labor

CECO believes that the employment relationship should be voluntary, and the terms of employment must comply with applicable laws and regulations. CECO is therefore opposed to slavery, human trafficking, and forced labor, and is committed to complying with applicable laws prohibiting such exploitation. CECO expects Suppliers to refrain from violating the rights of others, to adhere to regulations prohibiting slavery, human trafficking, and forced labor, and to comply with all applicable local laws in the country or countries in which they operate.

### Pay Practices

CECO expects Suppliers to comply with all applicable state, federal, and international labor, wage, and work hour laws and regulations, and to pay their employees when and as required by law and contract.

## EMPLOYMENT PRACTICES

CECO expects Suppliers to encourage diversity, remain receptive to diverse opinions, promote equal opportunity for all, and foster an inclusive and ethical culture. The employment practice items below provide a non-exhaustive list of those behaviors that we oppose and our expectations.

### Harassment/Bullying

Employees have a right to a workplace free of harassment and bullying. CECO expects Suppliers to prohibit all types of harassment, including but not limited to physical, verbal, psychological, and sexual harassment, and other abusive conduct consistent with any and all applicable laws.

### Non-discrimination

CECO is committed to the principles of equal employment opportunity, and expects Suppliers to provide equal employment opportunity to employees and applicants without regard to race, ethnicity, religion, color, sex, gender, sexual orientation, gender identity or expression, marital status, family structure, genetic information, national origin, nationality, age, disability, veteran status, political opinion, or any other protected class, consistent with any

# Supplier Code of Conduct

and all applicable laws. Suppliers performing as covered U.S. government contractors, as that term is defined under applicable law, may be subject to specific federal equal employment opportunity-related regulations.

## **Substance Abuse**

CECO is a drug-free company and expects Suppliers to maintain a workplace free from

use, possession, sale, or distribution of controlled substances, consistent with any and all applicable laws.

## **Safe Workplace**

CECO expects Suppliers to provide employees with (1) a healthy and safe workplace, in compliance with all applicable laws and regulations; and (2) protection from chemical,

biological, and physical hazards, in addition to on site accidents.

## **Right to Associate**

CECO expects Suppliers to respect, and not interfere with, the rights of workers to decide whether to lawfully associate with groups of their choice, including the right to form or join trade unions and to engage in collective bargaining.

## **Immigration**

CECO expects Suppliers to ensure that all of their employees who work in the United States are authorized to do so.



# Supplier Code of Conduct

## ANTI-CORRUPTION

CECO's Suppliers must comply with anti-corruption laws of the United States and countries in which we work and do business, including without limitation, the FCPA and U.K. Bribery Act. Specifically:

### Anti-Corruption Laws

Suppliers must comply with the anti-corruption laws, directives, and/or regulations that govern operations in the countries in which they do business, such as the FCPA and the U.K. Bribery Act. CECO requires its Suppliers to refrain from offering or making any improper payments of money or anything of value to government officials, political parties, candidates for public office, or other persons. This includes a general prohibition on facilitating payments intended to expedite or secure performance of a routine governmental action, even in locations where such activity may not violate local law. CECO expects Suppliers to exert due diligence to detect and prevent corruption in all business arrangements, including partnerships, joint ventures, and the hiring of consultants.

### Illegal Payments

Suppliers must not offer any illegal payments to, or receive any illegal payments from, any customer, supplier, their agents, representatives, or others. The receipt, payment, and/or promise of money or anything of value, directly or indirectly, intended to exert undue influence or improper advantage is prohibited. This prohibition applies even in locations where such activity may not violate local law.

### Gifts/Business Courtesies

CECO expects Suppliers to compete on the merits of their products and services. The exchange of business courtesies may not be used to gain an unfair competitive advantage. In any business relationship, CECO's Suppliers must ensure that the offering or receipt of any gift or business courtesy is permitted by law and regulation, that these exchanges do not violate the rules and standards of the recipient's organization, are consistent with reasonable marketplace customs and practices, and will not adversely impact CECO's reputation.





# Supplier Code of Conduct

## **ANTITRUST**

CECO expects Suppliers to compete honestly and fairly, to comply with applicable antitrust and competition laws, and never to participate in anti-competitive practices. Suppliers must not fix prices or rig bids with their competitors. Suppliers must not exchange current, recent, or future pricing information with competitors.

## **CONFLICTS OF INTEREST**

CECO expects Suppliers to avoid all conflicts of interest or situations giving the appearance of a potential conflict of interest in their dealings with CECO. CECO expects Suppliers to provide notification to all affected parties if an actual or potential conflict of interest arises. This includes a conflict between the interests of CECO and personal interests of those of close relatives, friends, or associates.

## **SUBCONTRACTORS**

Suppliers that employ subcontractors to supply goods or services to CECO must disclose the names of all subcontractors to CECO upon request. In addition, Suppliers are responsible for ensuring that all such subcontractors comply with this Code.

## **INFORMATION PROTECTION**

In order to conduct business with CECO, Suppliers may need access to CECO's sensitive information.

### **Treatment and Use of Information**

CECO expects Suppliers to properly handle CECO's sensitive information, including confidential, proprietary, and personal information. Information should not be used for any purpose other than the business purpose for which it was provided, unless CECO provides prior written authorization otherwise.

### **Intellectual Property**

CECO expects Suppliers to respect and comply with all agreements and laws governing intellectual property rights, including protection against disclosure of trade secrets, and respecting third parties' patents, copyrights, trademarks, and other forms of intellectual property.

### **Information Security**

Suppliers must protect the confidential and proprietary information of others, including personal information, from unauthorized access, destruction, use, modification, and disclosure, through appropriate physical and

electronic security procedures. Suppliers must comply with all applicable data privacy laws and regulations. Suppliers must assure extension of this requirement to all their subcontractors.

## **ENVIRONMENTAL, HEALTH, AND SAFETY**

CECO expects Suppliers to operate in a manner that actively manages risk, conserves natural resources, and protects the environment. CECO expects Suppliers to comply with all applicable environmental, health, and safety laws, regulations, and directives, including waste disposal, emissions, discharges, and hazardous and toxic material handling. Suppliers should protect the health, safety, and welfare of their employees, visitors, and others who may be affected by their activities.

# Supplier Code of Conduct

## GLOBAL TRADE COMPLIANCE

### Security

When applicable, Suppliers are encouraged to implement practices and procedures to ensure the security of their supply chains in accordance with the Customs-Trade Partnership Against Terrorism initiative of the United States Department of Homeland Security.

### Import

CECO expects Suppliers to ensure that their business practices are in accordance with all applicable laws, directives, and regulations governing the import of parts, components, and technical data.

### Export

CECO expects Suppliers to ensure that their business practices are in accordance with all applicable laws, directives, and regulations governing the export of parts, components, and technical data.

### Anti-Boycott

CECO's Suppliers must not participate in, cooperate with, or further the cause of any unsanctioned foreign economic

boycott, in accordance with the 1977 Export Administration Act and the 1976 Tax Reform Act.

### Export Controlled Regulations

For all products supplied to a CECO facility, the Supplier shall provide the appropriate Export Control Classification Number (ECCN) if controlled by Department of Commerce's Bureau of Industry and Security and/or International Traffic in Arms Regulations category if controlled by Department of State's Directorate of Defense Trade Controls.

### Prohibited Countries and Entities & Denied Party Screening

CECO prohibits any Supplier from selling to CECO anything manufactured or touched by a prohibited country or entity. Denied Party Screening is the process of screening those parties involved in a transaction for the purpose of complying with the applicable standards of the U.S. government. Additional information can be found on the U.S. government's website, [www.export.gov](http://www.export.gov).

### Conflict Minerals

CECO Suppliers must meet the conflict mineral

reporting requirements of the Dodd-Frank Wall Street Reform and Consumer Protection Act of the Securities Exchange Commission, and must endeavor not to use conflict minerals that originated in the Democratic Republic of the Congo or an adjoining country, as obtainment from these areas is linked to human rights violations.



# Supplier Code of Conduct

## ETHICS PROGRAM EXPECTATIONS

### Active Steps

Suppliers shall take active steps, including audits and inspections, to ensure compliance with this Code and applicable legal requirements by Supplier, Supplier's employees, and Supplier's subcontractors. If a Supplier identifies areas of non-compliance, the Supplier agrees to promptly notify CECO of the non-compliance as well as its corrective actions.

### Report Violations

Suppliers should report violations of this Supplier Code of Conduct or of CECO's Code of Business Conduct and Ethics (<https://investors.cecoenviro.com/code-of-ethics-and-conduct>) via the CECO Ethics Helpline.

### Monitoring Activities

CECO or its representatives may engage in monitoring activities to confirm Supplier's compliance with this Code, including on-site

inspections of facilities, use of questionnaires, surveys or report cards, review of publicly-available information, or other measures necessary to assess Supplier's performance.

### Whistleblower Protection

CECO expects Suppliers to provide their employees with avenues for raising legal or ethical issues or concerns without fear of retaliation. CECO expects Suppliers to take action to prevent, detect, and correct any retaliatory actions.

### Prohibition on Certain Internal Confidentiality Agreements

CECO will not require Suppliers to sign or comply with internal confidentiality agreements or statements prohibiting or otherwise restricting Supplier from lawfully reporting waste, fraud, or abuse related to the performance of a U.S. government contract and prohibits Suppliers from requiring same of its employees or subcontractors.

### Consequences for Violating this Code

In the event of a violation of any of the expectations in this Code, CECO may pursue corrective action to remedy the situation. In the case of a violation of law or regulation, CECO may be required to report those violations to proper authorities. CECO reserves the right to terminate its relationship with any Supplier for any violation of this Code.

### Ethics Policies

Commensurate with the size and nature of their business, CECO expects Suppliers to have management systems in place to support compliance with laws, regulations, and the expectations related to or addressed expressly within this Code. CECO expects Suppliers to implement their own written code of conduct and to flow down the principles in this Code to the entities that furnish them with goods and services.

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