



## Supplier Code of Conduct

January 2020 Version

Indigo Ag., Inc. (Indigo) will always strive to do the right thing. We are committed to our mission of harnessing nature to help farmers sustainably feed the planet. We believe that the plant microbiome can fundamentally change agriculture for the better and we are motivated to maximize that potential. We aim to help farmers throughout the world realize the highest levels of productivity and success. Achieving our mission isn't just about farmers. It's also about who we are as a company and as individuals, how we manage our business internally, and how we work with customers, partners, governments, communities, and suppliers.

The standards outlined in this code of conduct apply to all Indigo employees, directors, and officers. Similarly, Indigo expects its suppliers to embrace this commitment to integrity by complying with and training its employees on the Indigo Supplier Code of Conduct.

### SCOPE OF COMPLIANCE

Suppliers and their employees, agents, and subcontractors (collectively referred to as "Suppliers") must adhere to this Supplier Code of Conduct while conducting business with or on behalf of Indigo. Suppliers must promptly inform their Indigo contact (or a member of Indigo management) when any situation develops that causes the Supplier to operate in violation of this Code of Conduct. While Indigo Suppliers are expected to self-monitor and demonstrate their compliance with this Code of Conduct, Indigo may audit Suppliers or inspect Suppliers' facilities to confirm compliance. Indigo may require the immediate removal of any Supplier representative(s) or personnel who behave in a manner that is unlawful or inconsistent with this Code of Conduct or any Indigo policy.

### HUMAN RIGHTS

Indigo does not discriminate on the basis of race, color, religious creed, gender, gender identity or expression, national origin, ancestry, age, sexual orientation, physical or mental disability, pregnancy, veteran or military status, genetic information or any other protected class under federal, state or local law. Indigo expects its Suppliers to share its commitment to human rights and equal opportunity in the workplace.

All Indigo Suppliers must conduct their employment practices in full compliance with all applicable laws and regulations, and must, without limitation:

- Cooperate with Indigo's commitment to a workforce and workplace free of harassment and unlawful discrimination. While we recognize and respect cultural differences, we require that Suppliers not engage in discrimination in hiring, compensation, access to training, promotion, termination, and/or retirement based on race, color, sex, national origin, religion, age, disability, gender identity or expression, marital status, pregnancy, sexual orientation, political affiliation, union membership, or veteran status.
- Use only voluntary labor. Also prohibited is support for any form of human trafficking of involuntary labor through threat, force, fraudulent claims, or other coercion. Child labor and forced labor are forbidden in any circumstance.
- Comply with all local and national minimum working age laws

- Provide benefits to employees at the levels expected in the industry
- Not require workers to work more than the maximum hours of daily labor set by local and national laws or regulations. Suppliers must ensure overtime is voluntary and paid in accordance with local and national laws or regulations.
- Keep employee records in accordance with local and national laws or regulations and provide in a timely manner, via pay stub or similar documentation, the basis on which employees are paid.

## **ENVIRONMENTAL, HEALTH AND SAFETY**

Indigo recognizes its responsibility to protect the environment and employees and expects its Suppliers to share its commitment. Indigo Suppliers are expected to integrate sound environmental, health, and safety management practices into all aspects of business, and must, without limitation:

- Provide a safe and healthy work environment. Suppliers should promote secure, safe, and healthy work sites. Fully comply with all regulations and practices including those applicable to the areas of safety, emergency preparedness, occupational injury and illness, physically demanding work, machine safeguarding, and sanitation. Suppliers should have established adequate preventative steps to minimize the causes of hazards inherent in the working environment.
- Prohibit the use, possession, distribution, or sale of illegal drugs while on Indigo owned or leased property.
- Comply with all applicable environmental laws and regulations regarding hazardous materials, air emissions, waste, and wastewater discharges, including the manufacture, transportation, storage, disposal, and release to the environment of such materials.
- Endeavor to reduce or eliminate waste of all types, including water and energy, by implementing appropriate conservation measures in their facilities, through their maintenance and production processes, and by recycling, re-using, or substituting materials.
- Obtain, maintain, and keep current all required environmental permits and registrations and follow the operational and reporting requirements of such permits.
- If applicable, identify the chemicals or other materials being released that pose a threat to the environment and manage them appropriately to ensure their safe handling, movement, storage, use, recycling, or reuse and disposal.
- Adhere to all applicable laws, regulations, and customer requirements regarding prohibition or restriction of specific substances, including labeling for recycling and disposal.

## **LEGAL AND ETHICAL PRACTICES**

All Indigo Suppliers must conduct their business activities with integrity and in full compliance with the applicable laws and regulations and must, without limitation:

- Anti-Corruption: Not participate in bribes or kickbacks of any kind, whether in dealings with public officials or individuals in the private sector. Indigo is committed to observing the standards of conduct set forth in the U.S. Foreign Corrupt Practices Act (“FCPA”) and the anti-corruption and anti-money

laundering laws of the countries in which Indigo operates. Suppliers must comply with all applicable anti-corruption and anti-money laundering laws, including the FCPA, as well as laws governing lobbying, gifts, and payments to public officials, political campaign contribution laws, and other related regulations. Suppliers must not, directly or indirectly, offer or pay anything of value (including travel, gifts, hospitality expenses, and charitable donations) to any official or employee of any government, government agency, political party, public international organization, or any candidate for political office to (i) improperly influence any act or decision of the official, employee, or candidate for the purpose of promoting the business interests of Indigo in any respect, or (ii) otherwise improperly promote the business interests of Indigo in any respect.

- **Antitrust:** Conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business. Suppliers must avoid agreements or actions that illegally limit trade or competition. They may not offer our employees any confidential information about IP from a competitor.
- **Business Records:** Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy. Create, retain, and dispose of business records in full compliance with all applicable legal and regulatory requirements. Be honest, direct, and truthful in discussions with regulatory agency representatives and government officials.
- **Conflicts of Interest:** Disclose to Indigo any potential conflict of interest, such as when one of their employees (or someone close to the employee) has a relationship with an Indigo employee who can make decisions that will affect the supplier's business. Suppliers must avoid the appearance of or actual improprieties or conflicts of interests. Suppliers must not deal directly with any Indigo employee whose spouse, domestic partner, or other family member or relative holds a significant financial interest in the Supplier. In the course of negotiating the Supplier agreement or performing the Supplier's obligations, dealing directly with a Supplier personnel's spouse, domestic partner, or other family member or relative employed by Indigo is also prohibited.
- **Gifts:** Avoid gifts to Indigo employees because even a well-intentioned gift might constitute a bribe under certain circumstances or create conflicts of interest. Do not offer anything of value to obtain or retain a benefit or advantage for the giver, and do not offer anything that might appear to influence, compromise judgment, or obligate the Indigo employee. If offering a gift, meal, or entertainment to Indigo employees, always use good judgment, discretion, and moderation. Any gift from a Supplier must be permissible under the policy of the Indigo employee's business unit and country. Any gifts, meals, or entertainment must comply with applicable law, must not violate the giver's and/or recipient's policies on the matter, and must be consistent with local custom and practice.
- **Press:** Not speak to the press on behalf of Indigo only if the Supplier is expressly authorized in writing to do so by Indigo.
- **Trade:** Comply with all applicable trade controls, as well as all applicable export, re-export, and import laws and regulations.

## INTELLECTUAL PROPERTY

Protection of intellectual property rights is vital for any company. Indigo depends on intellectual property such as information, processes, and technology. All Indigo Suppliers must, without limitation:

- Respect and protect the intellectual property rights of all parties by only using information technology and software that has been legitimately acquired and licensed. Use software, hardware, and content only in accordance with their associated licenses or terms of use.
- Protect and responsibly use the physical and intellectual assets of Indigo, including intellectual property, tangible property, supplies, consumables, and equipment, when authorized by Indigo to use such assets.
- Use Indigo-provided assets (including email) only for authorized Indigo business-related purposes. Indigo strictly prohibits Suppliers from using Indigo provided assets to (i) create, access, store, print, solicit, or send any material that is intimidating, harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate, or (ii) send any false, derogatory, or malicious communications.
- Comply with all Indigo requirements and procedures for maintaining passwords, confidentiality, security and privacy as a condition of providing Indigo with goods or services. All data stored or transmitted on Indigo-owned or leased equipment is to be considered private and is the property of Indigo. Indigo may monitor all use of the corporate network and all systems (including email) and may access all data stored or transmitted using the Indigo network.
- Comply with the intellectual property ownership rights of Indigo and others including but not limited to copyrights, patents, trademarks, and trade secrets; and manage the transfer of technology and know-how in a manner that protects intellectual property rights.

## REPORTING

If you wish to report questionable behavior or a possible violation of the Supplier Code of Conduct, you are encouraged to work with your primary Indigo contact in resolving your concern.

If that is not possible or appropriate, please contact: [procurement@indigoag.com](mailto:procurement@indigoag.com).

