SUPPLIER
CODE OF CONDUCT
VERIZON SUPPLIER CODE OF CONDUCT

The Verizon Supplier Code of Conduct ("Supplier Code") contains principles to promote ethical conduct in the workplace, safe working conditions, the protection of sensitive information, the treatment of workers with respect and dignity, and responsible manufacturing processes. As used in this Supplier Code, “Supplier” refers to any entity providing products, people or services to Verizon, including its subcontractors and agents, and where applicable, the personnel of Supplier and its subcontractors and agents. “Verizon” refers to Verizon Communications Inc. and its controlled affiliates and business organizations.

At a minimum, all Suppliers must operate in full compliance with the laws, rules and regulations of the jurisdictions (whether U.S. or otherwise) in which they operate or where they provide services to Verizon. Where this Supplier Code sets higher standards than what the law provides, Verizon expects Suppliers to adhere to such standards. This Supplier Code is not intended to create new or additional rights, or any additional Verizon obligations, in favor of Suppliers, Supplier personnel, or any third parties. It supplements, but does not supersede, the contracts between Verizon and the Supplier.

This Supplier Code is comprised of eight sections: Section A specifies general standards of conduct for Verizon’s supply chain. Sections B, C, and D outline standards for Labor, Health and Safety and the Environment, respectively. Section E addresses access to Verizon’s protected information, information systems and premises. Section F reflects Verizon’s requirements for the responsible sourcing of minerals. Section G outlines key elements of an acceptable process to manage compliance with this Supplier Code. Finally, Section H states our expectation that Suppliers promptly report noncompliance and actively engage with our efforts to gain visibility into the supply chain, including how Suppliers are addressing compliance with this Supplier Code.

SECTION A - ETHICS AND STANDARDS OF CONDUCT

Suppliers are expected to conduct business with integrity and mutual respect and to uphold the highest standards of ethics and behavior, including:

1) Business Integrity
All forms of illegal or inappropriate activity, including, but not limited to, corruption, misrepresentation, extortion, embezzlement or bribery, are strictly prohibited. Records prepared for Verizon, including records of work time and expenses, must be accurate, truthful and complete, and must meet applicable standards and requirements.

* This Supplier Code supersedes the predecessor version, published in October of 2010.
2) Competition, Advertising and Marketing
Verizon expects Suppliers to uphold fair business standards in advertising, sales and competition. If a Supplier, with Verizon’s prior written approval, engages in any advertising, marketing or promotional activities that reference or implicate Verizon, its name, logo or services in any manner, such materials must be truthful and accurate, with clear and conspicuous disclosure of material terms and limitations of advertised offers.

3) Alcohol and Drugs
Suppliers must not engage in any work for or on behalf of Verizon, or in any fashion represent, or make any representations on behalf of Verizon, while under the influence of alcohol or other substances that may impair the ability to work safely. In addition, Suppliers may not possess illegal drugs or controlled substances while on Verizon premises or while conducting business with or for Verizon. This prohibition does not include legally obtained medications used as directed by a licensed medical practitioner.

4) Gambling
Gambling, including games of chance, is not allowed on Verizon premises.

5) Verizon Property, Funds and Information
Suppliers must use all Verizon property, including, but not limited to, equipment, funds, documents, electronic and written information and communications systems, with care and adherence to acceptable standards and Verizon’s rules and procedures. Suppliers are required to report any suspected or actual misuse, theft, vulnerability, improper exploitation, or sabotage of Verizon property.

6) International Business
Verizon conducts business around the world in compliance with applicable law and in consideration of both U.S. and local standards and customs, and in a manner that fosters Verizon’s reputation as a good company with which to do business. Supplier must protect and uphold Verizon’s reputation. This includes, but is not limited to, full compliance with the U.S. Export Administration Act, the Export Administration Regulations, the Foreign Corrupt Practices Act and related international laws such as the U.K. Bribery Act. Suppliers must (a) transfer Verizon products, services, equipment, information or knowledge across borders in a lawful manner, (b) only make proper and permissible payments to parties outside the U.S. and (c) only exchange business courtesies according to Verizon standards and local law.

7) Business Courtesies
Suppliers are expected to compete based on the merit of their products and services, not through gifts, entertainment or other business courtesies. Suppliers must not provide entertainment that could embarrass Verizon or harm its reputation. Suppliers must never provide gifts or entertainment intended to improperly influence any person's business judgment or that might create the appearance of undue influence. It is never permissible to give currency as a gift. When Suppliers team with Verizon in providing goods and services to government entities within the U.S., or otherwise deal with governmental officials in connection with Verizon matters, gifts or entertainment of any value are not permitted without Verizon’s express authorization.
SECTION B – LABOR

Verizon views it as a business imperative to uphold the human rights of workers by treating them with dignity and respect and we expect the same commitment from Suppliers. Accordingly, all participants in Verizon’s supply chain are expected to adhere to the following labor standards:

1) No Child Labor
Suppliers must not use child labor. The term “child” refers to any person under the age of 14, or under the applicable minimum age for completion of compulsory education, or under the minimum age for employment in any particular country, whichever is the highest.

2) Only Voluntary Labor
Suppliers will not use forced labor of any type, including bonded, indentured or involuntary prison labor.

3) Freedom of Association and Collective Bargaining
Suppliers must comply with applicable laws and regulations governing the legal rights of their employees to join or not to join worker organizations, including trade unions, and the right to collectively bargain, if they choose to be represented.

4) Non discrimination
Suppliers must not engage in discrimination on any basis prohibited by applicable/local law. Verizon embraces diversity and equal opportunity as fundamental principles and key components of its corporate strategy. We strongly encourage that all Suppliers do the same. We also encourage Suppliers to visit Verizon’s Supplier Diversity website at [http://www22.verizon.com/about/community/supplier_diversity/](http://www22.verizon.com/about/community/supplier_diversity/).

5) Working Hours and Wages
Compensation paid to workers must comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. Employees should have the ability to earn fair wages, as determined by applicable local law.

Suppliers are fully responsible for the quality, performance, behavior, supervision and protection of their personnel. Verizon retains the right in its absolute discretion to require the removal of any individual from a Verizon job site for any reason, including, for example, (a) if there is reasonable cause to believe a person is under the influence of alcohol, drugs or other substances that adversely affect that person’s work or create a safety risk, (b) for commission of an illegal act, (c) for threatening or harassing the public or a Verizon employee, or otherwise engaging in abusive or disruptive conduct, (d) for violation of a Verizon policy, or (e) for performing an unsafe act.

SECTION C – HEALTH AND SAFETY

Suppliers must conform to all applicable health and safety laws and regulations, as well as applicable industry codes. Suppliers should have a program or mechanism(s) to enforce and monitor compliance with health and safety requirements. These programs or mechanisms should include at least the following elements:
1) **Occupational Safety**
Suppliers must be committed to the safety and health of their employees, and are to ensure that required training and applicable certifications of Supplier personnel have been completed prior to that individual initiating any work activity. Suppliers must have or subscribe to a written safety and health program. Suppliers are responsible for assuring that all workers are provided with a safe place to work and are qualified to perform their work functions safely. Each Supplier is responsible for controlling and addressing worker exposure to potential hazards by utilizing suitable means, e.g., design, engineering and administrative controls, preventative maintenance, training, work procedures and proper protective equipment.

2) **Emergency Preparedness**
Suppliers must have emergency plans and response procedures that implement all applicable laws and regulations regarding: (i) emergency preparedness, reporting and notification; (ii) evacuation procedures, training and drills; (iii) appropriate hazard detection and suppression equipment; and (iv) adequate exit facilities from job sites. Suppliers must ensure that Supplier personnel performing services in Verizon facilities are aware of and comply with Verizon emergency plans and response procedures for those facilities.

3) **Occupational Injury and Illness**
Suppliers must have procedures and systems to manage, track and report: (i) occupational injuries and illnesses; (ii) exposure of workers to chemical, biological and physical agents; and (iii) violations and fines from the Occupational Safety and Health Administration and/or corresponding local regulatory agencies. Such procedures and systems must implement all applicable laws and regulations, and include provisions to: (a) encourage worker reporting; (b) classify and record injury and illness cases; and (c) investigate cases and implement corrective actions.

**SECTION D – ENVIRONMENTAL**

Verizon considers environmental responsibility integral to delivering world class services and solutions that create shareholder and community value. In meeting this responsibility, Verizon looks beyond compliance with environmental laws by integrating environmental stewardship into its Supplier relationships. Verizon expects Suppliers to demonstrate a commitment to responsible environmental stewardship, including:

1) **Compliance with all Environmental Laws**
Suppliers must comply with all applicable environmental laws and requirements, including those relating to: (i) obtaining and adhering to permits and approvals for the conduct of regulated activities; (ii) the management and disposal of hazardous materials; (iii) releases of contaminants to the air, soil and water; (iv) the use of pesticides; (v) the protection of natural resources, wildlife and wetlands; (vi) the prohibition or restriction of specific substances; and (vii) the recycling of materials and environmental claims.

2) **Pollution Prevention and Resource Reduction**
Suppliers must strive to eliminate or reduce waste of all types, including waste of water and energy. Reductions can be achieved by Suppliers using various means, such as modifying their production, maintenance or facility processes, practicing materials substitution and recycling and conserving their materials.
3) Environmental Consideration in Business Decision-making
Suppliers are to work with their own sub-suppliers to assess and address environmental and sustainability issues within their supply chains.

4) Assessment and Improvement of Environmental Practices
Suppliers are to implement environmental management systems and focus on continuously monitoring and improving their environmental performance. Well-designed "key performance indicators" and meaningful short- and long-term improvement targets are essential here.

SECTION E – VERIZON INFORMATION; ACCESS TO VERIZON SYSTEMS AND PREMISES; NON-EMPLOYEE VERIZON IDENTIFICATION

All Suppliers are expected to adhere to the following requirements:

1) Verizon’s Information
Verizon’s confidential and proprietary information concerning matters such as our business activities, strategies, plans, structure, technology, customers, financial situation and performance is critical to our success, and such information must not be disclosed or used, except in accordance with applicable regulations, contractual requirements and this Supplier Code. Suppliers must:

- Secure Verizon’s written approval before using information about Verizon or Verizon’s name or brand identity publicly in any publicity, advertising or website.
- Understand any specific requirements for using Verizon’s information and, when not sure, seek guidance from Verizon.
- Immediately notify Verizon of any request or demand by a third party for Verizon information.
- Use caution when discussing non-public information in public or any place where others may overhear or intercept such information.
- Ensure the preservation and accuracy of records pertaining to Verizon customers.
- Not access, use, copy, manage, store, or process Verizon information outside the U.S. without the prior written approval of Verizon.
- Terminate access by its personnel upon the conclusion of their employment or their need for access.
- Return or destroy Verizon’s information when the information is no longer necessary for the performance of Supplier’s obligations or at the conclusion of its relationship with Verizon.

2) Special Duties for CPNI and Personal Information
In addition to the duties described in the previous section, if Verizon provides a Supplier access to Customer Proprietary Network Information (CPNI) or Personal Information (as defined below) pertaining to Verizon customers and/or employees, Supplier may only disclose such information to its personnel with a need to know such information in the performance of their work for Verizon, and only if permitted to do so by its contract with Verizon. Supplier must adopt effective technical, physical and organizational measures that achieve these results. For this purpose:
(i) “Customer Proprietary Network Information” is as defined in 47 U.S.C. Section 222(h)(1); and
(ii) “Personal Information” is information that, either alone or in combination with other data, identifies or uniquely relates to an individual, such as an individual’s name, social security number, financial account numbers (e.g., credit or debit card number or bank account information), account passwords and pass codes, driver’s license and/or government-issued identification number, mother’s maiden name, date of birth and healthcare records.
In the event of an unauthorized disclosure of CPNI or Personal Information, Supplier must provide immediate notice to its account manager at Verizon and by electronic mail sent as follows:

- if the disclosure relates to Verizon Wireless CPNI or Personal Information, to: CorporateSecurity@verizonwireless.com
- if the disclosure relates to other Verizon (non-Wireless) CPNI or Personal Information, to: security.issues@verizon.com

We must receive this email notification within twenty-four hours (unless otherwise required by law). Upon request, Supplier must provide Verizon with a certification of compliance with its CPNI obligations under the law, its contract and this Supplier Code.

3) Verizon’s Information Systems
Suppliers who access the information systems or applications of Verizon, or any Verizon customer, may do so only as expressly authorized in writing by Verizon. Suppliers must:

- Protect and not disclose passwords, user IDs, PINs or other access credentials.
- Use only approved, authorized and properly licensed software and access methods when interfacing with the information systems.
- Ensure that all appropriate environmental, logical and physical security controls are in place prior to any system access, and never attempt to circumvent security controls used in connection with the information systems.
- Immediately terminate system access for any Supplier personnel whose position is discontinued.
- Ensure the security and confidentiality of all information obtained through such access.

4) Non-Employee Identification
Non-employee identification cards are issued to Supplier personnel who have a recurring business need to enter Verizon facilities without escort, or a need to identify themselves to third parties as performing work for Verizon. Supplier personnel must wear such identification whenever they are at a Verizon or Verizon customer premises. Non-employee identification must be returned to Verizon immediately: (i) when the employment of its holder is terminated; (ii) when its holder no longer requires such identification for Verizon work; or (iii) at the request of Verizon. Non-employee identification must be used strictly in accordance with all contractual requirements and limitations on its use.

5) Building Keys and Access Devices
Building keys and access devices are used to gain entry to Verizon premises. If Verizon, in its discretion, issues a building key or access device, the key or access device must: (i) be safeguarded; (ii) be used only by the authorized recipient; (iii) not be transferred without the consent of Verizon; (iv) not be duplicated; and (v) be returned to Verizon immediately when the employment of its holder is terminated, when its holder no longer requires such building key or access device, or at the request of Verizon.
SECTION F - CONFLICT MINERALS

Verizon is committed to ensuring that our products are responsibly manufactured by Suppliers. Suppliers are expected to ensure that products supplied to Verizon do not contain metals derived from “conflict minerals” – tin, tantalum, tungsten and gold, or their derivatives – that directly or indirectly finance or benefit armed groups in the Democratic Republic of the Congo (or any adjoining country).

Verizon supports the efforts of many companies throughout the electronics and telecommunications industries – including some of our largest suppliers – in facing these challenges, and wishes to reinforce such efforts. In this regard:

- Suppliers are to establish appropriate policies, data exchange methods, due diligence frameworks, risk mitigation strategies and management systems designed to accomplish the goal of supply chain transparency. These should be consistent with an internationally recognized diligence framework, such as the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas and its applicable supplements (see http://www.oecd.org/daf/inv/mne/mining.htm). We expect these frameworks to further develop over time, and Suppliers should track and adopt necessary changes as appropriate.

- Understanding the minerals supply chain requires building awareness of the smelters/processors involved. A key expectation of Verizon is that Suppliers will work with sub-suppliers to attain traceability of conflict minerals to the smelter level by, for example, using the EICC-GeSI Conflict Minerals Reporting Template and Dashboard (see materials located at www.conflictfreesmelter.org). We also expect these methods of supply chain investigation to develop over time.

- Suppliers are to communicate their own policies and expectations down to their sub-suppliers, reflecting their commitment to responsible sourcing of minerals. Further, Suppliers are to actively engage on such matters by implementing and maintaining sub-supplier management systems that produce actionable, reportable information regarding the minerals supply chain. Suppliers should establish appropriate objectives and targets, regularly measure and assess sub-supplier performance, and practice continual improvement in pursuit of “conflict free” supply chains.

Verizon does not typically manufacture its own products. Accordingly, enhancing our supply chains’ visibility and sustainability requires a collaborative effort with Suppliers. Suppliers must be prepared to assist Verizon in meeting the conflict minerals reporting requirements of the Dodd-Frank Act, as well as other national or international mineral reporting regimes that may arise in the future. In those cases where Verizon exercises a higher degree of influence over the manufacture of a product, our engagements with Suppliers will be particularly robust. Suppliers are to promptly provide clear, timely, accurate, and appropriate reporting to Verizon when requested regarding the smelters and facilities within their minerals supply chain, as well as steps taken to investigate the source and chain-of-custody of such minerals, and to address “red flags” indicating potential exploitation by armed groups.

Verizon supports “in-region” sourcing programs which are intended to assure that the legitimate mining economy within the Congolese region is sustained. Verizon expects that this section of the Supplier Code will evolve along with the broader industry and governmental initiatives supporting the goals of clean mineral supply chains.
SECTION G – COMPLIANCE MANAGEMENT PROCESS

Suppliers must manifest their commitment to implementation of the principles of this Supplier Code with an appropriate compliance management process. The management process must be designed to ensure ongoing compliance with applicable laws, regulations, and customer requirements related to Supplier operations and products; as well as conformance with this Supplier Code. The management process should support the continual identification and mitigation of operational risks related to this Supplier Code, and must ensure continual improvement and prompt corrective action. Suppliers should create and maintain appropriate documentation and records to track and ensure compliance with this Supplier Code. As a key element of managing compliance, Suppliers should have a process for communicating clear and accurate information about their sub-suppliers’ own performance, practices, and expectations to its workers, other suppliers, and customers, including Verizon. The compliance management process should include appropriate training programs for Supplier personnel.

SECTION H – REPORTING CONCERNS; ENGAGEMENT WITH VERIZON

Suppliers must promptly report concerns and potential or actual violations of this Supplier Code. Suppliers should contact the Office of Ethics and Business Conduct through the VZ Compliance Guideline at 844-VZGUIDE (844.894.8433) (within the U.S.), (+)800.0.624.0007 (outside the U.S.), or online at www.verizonguideline.com. Suppliers must provide reasonable assistance to any investigation by Verizon of a violation of this Supplier Code. Suppliers must protect anyone who works for them, either as an employee or a contractor, from any form of retaliation for reporting suspected or actual violations.

We have designed the above portal and hotline to handle questions from any concerned party, including Suppliers and members of the public. We encourage anyone with a question or concern regarding this Supplier Code to contact us using the above methods. Your question or concern will be documented and submitted to Verizon where an immediate assessment will occur to assure a prompt and effective response.

Please see Section E for separate reporting requirements with respect to breaches regarding CPNI or Personal Information.

Verizon reserves the right to review or audit Supplier’s compliance with this Supplier Code. Suppliers are to promptly respond to requests for information from Verizon, or a third party working on our behalf, regarding matters covered by this Supplier Code. These may include surveys, questionnaires, requests for supporting documentation and other measures intended to increase visibility into our supply chain.

Verizon will incorporate ongoing Supplier Code compliance into its business relationships and procurement decisions. Violations of this Supplier Code will require the prompt establishment of corrective action plans or training, may affect Supplier’s standing with Verizon, may lead to disqualification from future opportunities with Verizon, and may even result in the termination of the Supplier’s business relationship with Verizon.

May 2013 (telephone contact numbers updated October 2014)