



## **SYNNEX CORPORATION RESELLER CODE OF CONDUCT**

SYNNEX aligns itself with the guiding principles of visibility, velocity and value in order to achieve a maximum benefit to our customers, employees and shareholders. We deliver the finest products and services in the industry and treasure loyalty, teamwork, integrity, and hard work from all of our employees and business partners.

SYNNEX holds itself and its employees to our values, which we expect everyone to demonstrate including integrity, continuous learning, strong work ethic, quality of work, commitment, teamwork, execution and results, respect for the individual, and taking manageable risks. Within these parameters, we insist SYNNEX employees adhere to strict moral and ethical values, measured by one's conduct on a day-to-day basis, modeling our core values: sincerity, honesty, and candor. As such, offers or payment of bribes, kickbacks or gifts to win business or obtain favors are not tolerated as they conflict with our values, and we expect our customers and our suppliers to willingly abide by these same values and employ these same standards.

When conducting business with SYNNEX, you agree to comply with the SYNNEX value of integrity, as explained in this Reseller Code of Conduct. Further, you agree to apply this value to your own relationships and agreements, if they become involved in the SYNNEX chain of goods and services.

### **ACCURATE BOOKS AND RECORDS**

- By purchasing from SYNNEX or by accepting any purchase order from SYNNEX you agree to maintaining accurate books and records of all transactions with SYNNEX, and maintaining records sufficient to demonstrate your compliance with this Code of Conduct.
- Maintenance of all valid licenses, permits, authorizations or registrations required under the applicable laws and regulations of the territories where you conduct business.

### **COMPLIANCE WITH LAWS**

SYNNEX expects its resellers to be in compliance with all applicable laws, rules and regulations of each and all of the territories where you conduct business, particularly related to:

#### Gifts, Corruption and Bribery

- You agree to comply with the United States Foreign Corrupt Practices Act (FCPA) (as well as all other applicable laws based on the laws of each and all of the territories where you conduct business), and not to corruptly pay, authorize to pay or offer money or anything of value to any employee, official or representative of any government or public or international organization, political candidates or political parties or the family of any such official for the purpose of obtaining or retaining business, or securing an improper advantage. This requirement applies to both direct and indirect payments, to any third party or intermediary where there is reason to believe that it will be passed on for the foregoing purpose. Although corruption laws often apply only to bribes to public officials, SYNNEX policy also prohibits the direct or indirect payment of bribes to commercial customers or to vendor employees to obtain or retain their business or influence their decisions.
  - Compliance with the SYNNEX prohibition on its employees from soliciting gifts and entertainment from present or prospective partners. Such employees may only accept gifts, entertainment or other courtesies that are not excessive and are consistent with reasonable standards in the business community and compatible with SYNNEX policies.

#### Labor Laws, Child Labor, and Slave Labor

- SYNNEX values the human rights of workers and only conducts business with partners who share in our values. As such our business partners are expected to practice and adhere to the following standards related to labor and employment:

- No Child Labor – our partners must not use child labor, and each partner is expected to abide by the applicable laws and regulations of their jurisdiction as it relates to workers who have not reached the age of majority.
- Voluntary Labor – our partners must not use forced labor of any kind and shall comply with all applicable laws and regulations related to forced labor, slave labor, and involuntary servitude.
- Non-discrimination – our partners may not engage in discrimination on any basis prohibited by applicable law.
- Wages – our partners must comply with all applicable wage laws, including those related to minimum wages, overtime, and legally required benefits.

#### Health and Safety

- SYNNEX expects its partners to comply with all applicable health, safety and environmental laws and regulations.

#### Trade Laws

- SYNNEX partners shall not violate applicable trade laws, including but not limited to
  - Not exporting products and services to embargoed countries,
  - Not providing products for prohibited end uses (i.e. uses related to nuclear materials, nuclear facilities, or nuclear weapons)
  - Not providing products to prohibited end users (i.e. individuals or organizations listed on the “Entity List” or “Denied Persons List” maintained by the U.S. Department of Commerce)
  - Not shipping, transferring or releasing products, technology or software requiring an export license without obtaining the appropriate authorization.

#### Grey Market Goods

- SYNNEX partners shall not violate limitations placed on the distribution of products, goods, and services placed on such distribution by the manufacturer of the products or by SYNNEX, including not selling products outside of any approved territory.

### **CONFLICT MINERALS POLICY STATEMENT**

As required by the Dodd-Frank Wall Street Reform and Consumer Protection Act, in August 2012 the U.S. Securities and Exchange Commission issued rules requiring companies that file Exchange Act reports with the SEC to, among other things, determine whether any products the companies manufacture, or contract to manufacture, contain gold, tantalum, tin, or tungsten sourced from mines in the Democratic Republic of the Congo or surrounding countries in order to function or be produced. The reporting requirements reflect concerns that revenues obtained from the mining and transport of the minerals in the DRC and surrounding countries may finance the ongoing armed conflict in that region and the resulting humanitarian crisis there.

We support the goal of preventing armed groups in the DRC and surrounding countries involved in the humanitarian crisis from financially benefiting from the sourcing of gold, tantalum, tin, and tungsten in that region, and we are committed to responsible sourcing of these minerals for the products that we distribute or



manufacture. We do not purchase minerals directly from any smelter or mine and therefore expect our supply chain to procure minerals responsibly and to avoid sourcing that funds armed conflict contributing to the crisis in the DRC region.

In addition, we are committed to working with our supply chain to increase transparency regarding the origin and traceability of minerals contained in products. We expect our suppliers to facilitate our efforts by providing us with appropriate information when we request and conducting necessary due diligence to identify smelters, refiners, and/or mines from which the minerals in their respective supply chains originate.

Potential violations of this policy or other ethical or legal concerns can be reported by email to [conflictmineralsinquiries@synnex.com](mailto:conflictmineralsinquiries@synnex.com).

### **ADDITIONAL OBLIGATIONS**

Additionally, SYNNEX may be under an obligation with vendors to abide by such vendor's code of conduct and to apply it to its business dealings with you. In such case, SYNNEX will inform you accordingly and, by accepting or placing any purchase order from SYNNEX, you agree to be bound by such SYNNEX vendor's code of conduct.

### **REPORTING**

If you have any legal or ethical issue involving SYNNEX or its employees, you may report them by contacting the SYNNEX Hotline, as described on [www.openboard.info/synnex](http://www.openboard.info/synnex)