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## Northern Trust Supplier Code of Conduct

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The Northern Trust Company (“**Northern**”) is committed to conducting business in an ethical, legal and socially responsible manner. Northern expects its suppliers to support this commitment and, therefore, has established this Supplier Code of Conduct (“**Code of Conduct**”). All Northern suppliers shall meet the following minimum requirements in the areas of compliance with laws, environmental practices, health and safety practices, human rights and labor practices and ethical business conduct in order to do business with Northern.

**Compliance with Law** Suppliers with whom Northern chooses to conduct business are expected to obey the laws and regulations of the countries from where they provide services to Northern.

**Environmental Practices** All suppliers to Northern shall comply with all environmental laws and regulations applicable to their operations worldwide. Such compliance shall include, among other things, the following items:

- Obtaining and maintaining environmental permits and timely filing of required reports
- Proper handling and disposition of hazardous materials
- Monitoring, controlling and treating discharges generated from operations

**Health and Safety Practices** All suppliers to Northern are expected to provide their employees with a safe and healthy working environment in order to prevent accidents and injury and minimize exposure to health risks. Suppliers shall, among other things, comply with the health and safety laws and regulations in the jurisdictions in which they operate and provide:

- Clean and safe facilities
- Occupational health and safety training
- A system for injury and illness reporting
- Protective measures to prevent injuries/illnesses to workers

**Human Rights and Labor Practices** All suppliers to Northern are expected to adopt sound labor practices and treat their workers fairly in accordance with local laws and regulations. In addition, suppliers must comply with the following standards:

- *Freely Chosen Employment* - Suppliers shall not use any forced labor, whether in the form of prison labor, indentured labor, bonded labor or otherwise. Each supplier shall: (i) refrain from engaging in any acts of “slavery or human trafficking” as such terms are defined, *inter alia*, in Section 54(12) of the UK Modern Slavery Act (2015), as such act may from time to time be amended (the “**UK Modern Slavery Act**”); and (ii) take commercially reasonable steps to ensure that its subcontractors and suppliers do not engage in any such acts, regardless of whether such supplier or its subcontractors or suppliers is subject to the UK Modern Slavery Act.
- *No Child Labor* - Suppliers shall comply with local minimum working age laws and requirements and not employ child labor.
- *Minimum Wages* - Suppliers shall provide wages for regular and overtime work and benefits that meet or exceed legal requirements.

- *Working Hours* - Suppliers shall not require workers to work more than the maximum hours of daily labor set by local laws.
- *No Harsh, Inhumane Treatment or Abuse* - Suppliers shall treat each employee with dignity and respect. In no event shall Supplier's workers be subject to threats of violence, physical punishment, confinement or other form of physical, sexual, psychological or verbal harassment or abuse.
- *Prohibits any discrimination practice based on age, color, race, religion, gender, creed, national origin, citizenship status, physical or mental disability, marital status, pregnancy, sexual orientation, gender identity, gender expression, veteran status, genetic tests and information, or any other legally protected status.*
- *Freedom of Association* - Suppliers shall recognize and respect the rights of its workers to organize in labor unions in accordance with local labor laws and established practices.

**Ethical Business Conduct** All suppliers to Northern are expected to conduct their businesses in accordance with the highest standards of ethical behavior.

**Acknowledgement, Monitoring and Compliance** Suppliers acknowledge receipt of this Code of Conduct. Lack of adherence to the Code of Conduct will be addressed with suppliers by Procurement during the supplier evaluation and via the supplier management process, if necessary.

All suppliers to Northern shall monitor their activities to insure their compliance with this Code of Conduct and applicable legal requirements. If a supplier identifies areas of non-compliance, the supplier agrees to notify Northern Global Procurement as to its plans to remedy any such non-compliance. Without limiting the foregoing, in the event that a supplier becomes aware of any acts of slavery or human trafficking by it or any of its subcontractors or suppliers, it shall promptly notify Northern in writing and reasonably cooperate in any related Northern investigation thereof.

Northern Global Procurement may request additional information from suppliers regarding their compliance efforts and/or engage in additional monitoring activities to confirm supplier's compliance to this Code of Conduct, including on-site inspections of facilities, use of questionnaires, review of publicly available information or other measures necessary to assess supplier's performance. Any Northern employee that becomes aware of violations of this policy shall notify Northern Global Procurement for review and appropriate action. Based on the assessment of information made available to the Northern Global Procurement, Northern reserves the right (in addition to all other legal and contractual rights) to disqualify any potential supplier from participation in the bidding process and/or terminate any relationship with any current supplier found to be in violation of this Code of Conduct without liability to Northern.