

# EDISON INTERNATIONAL

# SUPPLIER CODE OF CONDUCT









**For more than 130 years, Edison International and its predecessor and subsidiary companies (Edison),** have worked hard to earn and maintain the trust of our customers and the communities in which Edison's employees live and work. Edison's vision is built upon our core values of Safety, Integrity, Excellence, Respect, Continuous Improvement, and Teamwork.

Ethics and compliance are embedded throughout these values. Our values should guide our behavior and our behavior should uphold these values. Edison expects its suppliers to embrace these values, comply with all laws and regulations and conduct their business in an ethical manner in all aspects of dealings with their employees, customers, suppliers, and all governmental agencies that oversee and/or regulate their activities.

This Supplier Code of Conduct contains principles and standards recognized and adopted by a wide spectrum of industries. Edison expects its suppliers as well as their employees, sub-suppliers, and subcontractors, to follow this Supplier Code of Conduct, and to promote ethical conduct at all times. Failure to do so could result in termination of existing contracts and removal of a supplier from consideration for future business opportunities.

Suppliers and their representatives should direct any questions, concerns or incidents of non-compliance with the Edison Supplier Code of Conduct to one of the following:

- The supplier's internal ethics reporting process
- The Edison Supply Management or business contact
- The Edison HelpLine at 1-800-877-7089 or at [www.EdisonHelpLine.com](http://www.EdisonHelpLine.com). You may remain anonymous.





## COMPLYING WITH LAWS, RULES, AND REGULATIONS

Edison suppliers must adhere to all laws, regulations, and other legal requirements that apply to their business or any work performed on Edison's behalf. Edison can demonstrate integrity only if we and our suppliers obey the law. Suppliers must conduct their business in an ethical manner. Suppliers must take reasonable steps to ensure that products and services are procured from ethical sources and that sub-suppliers related to Edison work are aware of and comply with the principles of this Supplier Code of Conduct. Suppliers must comply with the terms of their agreements with Edison, and refrain from any illegal or inappropriate behavior, including all forms of extortion, bribery, kickbacks or other improper payments; antitrust or anti-competition practices (e.g., price fixing or bid-rigging); misrepresentation; or actions intended to obtain an improper advantage. Suppliers must also do the following:

**Antitrust and Fair Competition:** Compete fairly and comply with laws and regulations that prohibit unlawful restraints of trade, monopolies, or unfair/deceptive business practices. Suppliers must avoid agreements, formal or otherwise, with their competitors to restrain trade, such as agreements to fix prices, rig bids, or divide territories/markets. Suppliers must not misrepresent their products or services, or their competitors' products or services.

**Bribery and Kickbacks:** Make no offer of any direct or indirect payment or gift to a government or political official for the purpose of influencing the official to take action, violate any duty, or give Edison or its suppliers any improper advantage. Edison prohibits all forms of bribes and kickbacks, including facilitation payments, even if legal under local foreign law. Make no payment or other offer of benefit to any Edison employee for the purpose of influencing company decisions.

**Customs and Import/Export:** Ensure that any transfer of products, services, software, equipment, information or knowledge across U.S. and other borders is lawful and in accordance with applicable rules and regulations, including the U.S. Export Administration Act.

**Insider Trading:** Comply with U.S. securities laws that prohibit individuals from buying or selling securities when they know material information that is not available to the public and sharing such information with others. This includes information related to Edison and trading in Edison securities.

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*(Complying with Laws, Rules, and Regulations - continued)*

**Political Contribution and Lobbyist Activities:** Follow all federal, state, and local government regulations, limits, and reporting requirements pertaining to political contributions and lobbyist activities. Make no contribution on behalf of Edison without Edison's permission.

**REPORT ALLEGATIONS AND VIOLATIONS:**

Contact an Edison Supply representative, or the Edison HelpLine at 1-800-877-7089 or [www.EdisonHelpLine.com](http://www.EdisonHelpLine.com). You may remain anonymous.

## EMPLOYMENT PRACTICES AND CONDUCT IN THE WORKPLACE

Edison is committed to providing a workplace environment that is based upon our values, especially our values of respect, integrity and safety, and compliance with laws and regulations. Suppliers are expected to act in ways that support these values and compliance requirements. Suppliers must also do the following:

**Equal Opportunity and Non-Discrimination:** Provide equal employment opportunities to employees and job applicants and maintain a workplace free from unlawful discrimination and retaliation. Suppliers are expected to provide equal opportunity to all, regardless of age, color, disability, ethnicity, gender, race, religion, veteran status, sexual orientation, and other protected characteristics.

**Child Labor:** Prohibit the employment of individuals under the legal minimum working age of the jurisdiction or country where the supplier operates, or under the standards established by the International Labor Organization (ILO) whichever is greater. The ILO generally requires workers to be 15 years or older for non-hazardous conditions and 18 or older for positions identified as potentially hazardous.

**Forced or Compulsory Labor:** Prohibit the use of forced or involuntary labor whether bonded, imprisoned, or indentured, including debt servitude and all forms of human trafficking. This includes the use of any form of threat, force, coercion, fraud or exploitation. All members of the workforce will understand the terms of their employment. Withholding of, or destruction of, employee identity or immigration documents, passports or work permits is prohibited.

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*(Employment Practices and Conduct in the Workplace - continued)*

**Working Hours:** Comply with all work hour laws and regulations, including laws of other countries as applicable.

**Wages and Benefits:** Comply with all applicable wage and benefit laws and regulations, including laws of other countries as applicable.

**Freedom of Association:** Comply with all applicable laws relating to employees' rights to engage in concerted activity or collective bargaining, including laws of other countries as applicable.

**Fitness for Duty:** Ensure that employees are not under the influence, or in possession of alcohol or other substances that impair their ability to perform work in a safe and reliable manner.

**Harassment Free Workplace:** Prohibit harassment, including sexual harassment, in the workplace. Harassment, whether overt or subtle, is forbidden by Edison and will not be tolerated.

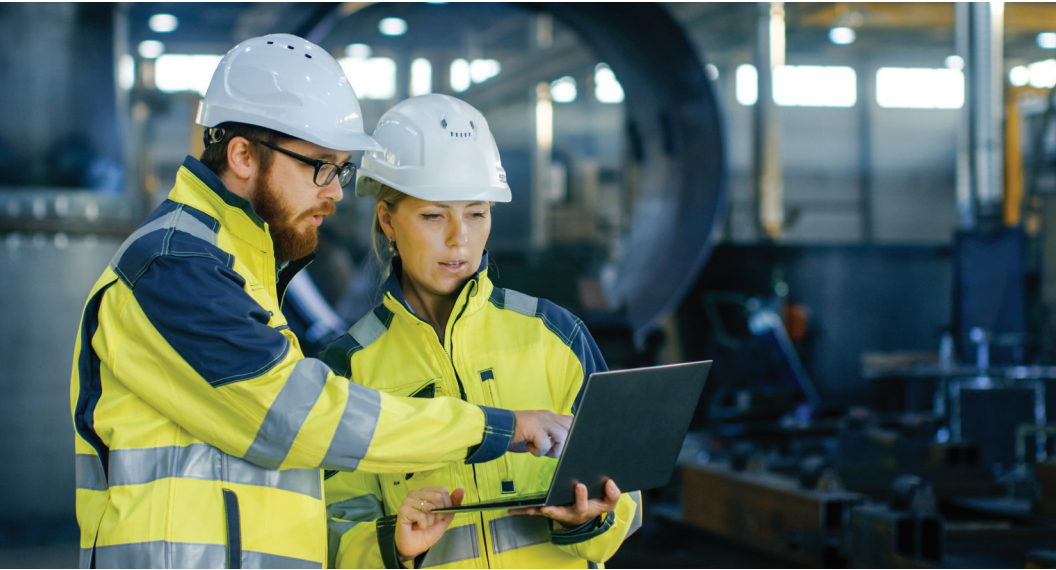


## WHISTLEBLOWER PROTECTIONS AND NON-RETALIATION

Edison prohibits retaliation in any form against a person for reporting a compliance or ethical issue or for any other reason. Edison's goal is to have a work environment where employees and suppliers feel safe to report issues without fear of retaliation or retribution.

Edison expects its suppliers to protect an individual's right to report misconduct or noncompliance with regulations or other ethical issues. Suppliers must comply with Whistleblower laws, including those promulgated by the Securities and Exchange Commission (SEC) and Commodities Futures Trading Commission (CFTC). These laws can include requirements such as protecting the individual from retaliation and providing confidential reporting mechanisms.





## HEALTH, SAFETY, AND ENVIRONMENT

Edison is committed to the health and safety of its employees and the public. Suppliers are expected to support this commitment, and must comply with all applicable health, safety and environmental laws and regulations. Suppliers must also ensure that required training of personnel, including sub-suppliers and subcontractors, has been completed prior to starting any work for Edison; control exposure to safety hazards to the worker and to the public; and ensure employees stop work any time unsafe conditions or behaviors are observed until the job can be completed safely.

## CONFLICTS OF INTERESTS

Edison expects its suppliers to act in Edison's best interests and never improperly benefit at the expense of Edison. Avoiding conflicts of interest, and the appearance of conflict, is a key aspect of acting with integrity and striving for excellence. Suppliers must also do the following:

**Business Opportunities:** Never allow an Edison employee who may be in a position to influence business decisions involving the supplier to hold any position with or have a significant financial interest or other substantial relationship with that supplier.

*(Continued)*



*(Conflicts of Interest - continued)*

**Gifts and Entertainment:** Refrain from exchanging business courtesies that are designed or intended to obtain preferential treatment in a business transaction.

Edison strongly discourages the giving of gifts to Edison employees. However, unless prohibited by law or departmental policy, Edison employees may accept reasonable and infrequent business courtesies including gifts of a nominal value for which there is no likelihood of improper influence or what could be perceived as improper influence. Gifts of nominal value include such things as promotional trinkets, coffee mugs, mementos, shirts, and calendars. Suppliers must not provide gifts having a value of more than \$75.00. Gifts of cash or cash equivalents, such as gift cards, securities in a company, or personal loans, are prohibited.

A supplier may provide infrequent meals or entertainment that serve a business purpose and are not extravagant, however, the supplier must be present (otherwise these are gifts).

If the supplier is in a bid process or contract negotiations with Edison, the supplier must not offer gifts, meals or entertainment of any kind to Edison employees involved in this process or employees in positions involving direct influence over the supplier's work for Edison. If a dinner is arranged between Edison and the supplier during the bid process or contract negotiations, either Edison must pay for the entire cost of the meal or each party must pay its own share.

Suppliers shall keep and maintain accurate books of record and accounts and all relevant documentation relating to any gifts, meals, and entertainment given by the supplier to any Edison employee or to any party on Edison's behalf. Upon Edison's request, the supplier must provide this record and documentation to Edison within 90 days.

**Disclosure and Notification of Potential Conflicts of Interest:**

Disclose any potential conflict of interest to Edison, including any potential conflict of interest involving a subcontractor or other party.

If a conflict of interest arises after an agreement has been entered into, notify an Edison representative or the Edison HelpLine at 1-800-877-7089 or [www.EdisonHelpLine.com](http://www.EdisonHelpLine.com). You may remain anonymous.



## INFLUENCING BIDS AND CONTRACT NEGOTIATIONS

Suppliers are expected to help safeguard and maintain the integrity of Edison's bid and contract negotiation process. Suppliers shall refrain from initiating or participating in private discussions about a bid or proposed contract (prior to an award) with any Edison employee or business contact not specifically authorized to speak on Edison's behalf in order to influence the outcome of a bid or contract award. This prohibition does not apply to a supplier's disclosure and notification of potential conflicts of interest or reporting of violations or concerns to Edison.



## RECORDS

Accurate records and protecting personal information are essential to maintain the trust of Edison's stakeholders. Edison's records and information are not permitted to be used for personal use or gain or business use beyond that allowed under the contract. Edison is committed to the responsible collection, use, and protection of all information for which it has custody or control. Suppliers must also do the following:

**Accuracy of Business Records:** Maintain accurate financial and operational records in accordance with all applicable laws, regulations, and accepted accounting principles and be truthful and forthright in all interactions with Edison.

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*(Records - continued)*

**Records Retention:** Maintain, retain and dispose of business records associated with work for Edison in accordance with all applicable legal and contractual obligations.

**Third Party Requests for Information:** Notify Edison immediately regarding any request from a third party for non-public Edison information, unless prohibited by law.

**Privacy Laws and Regulations:** Safeguard and protect information, including personal information, covered by privacy laws and/or restricted by Edison. Suppliers must ensure that information covered by privacy laws is handled in accordance with all applicable legal and regulatory requirements, including federal and state regulations, such as California Privacy laws, or the California Public Utilities Commission's Smart Grid Data Privacy regulation.

**Notification of Unauthorized Use or Disclosure:** Protect Edison information from unauthorized use or disclosure and notify Edison in accordance with the terms of the contract if there is an unauthorized use or disclosure of Edison information. If not otherwise specified in the contract, notification must be made by calling the Edison HelpLine at 1-800-877-7089.





## SECURITY AND USE OF PROPERTY, RESOURCES, AND INFORMATION

Edison is committed to the security of its employees and facilities. Edison values and protects confidential information, including information about our customers, employees, operations, and finances. Our suppliers and their representatives must adhere to all required security measures and requests while on Edison premises, cannot circumvent security controls or processes, and must protect Edison resources and information. Suppliers must also do the following:

**Edison Resources, Assets and Information:** Safeguard Edison resources including property, equipment, tools, intellectual property, confidential information, and information covered by privacy laws. Suppliers must use Edison resources and information only for legitimate Edison business purposes allowed under the contract. Suppliers must abide by state and federal affiliate rules restricting the sharing of non-public information both within and between certain Edison companies. Any questions, issues or concerns about these affiliate restrictions should be directed to your Edison business contact.

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*(Security and Use of Property Resources and Information - continued)*

**Violence Free Workplace:** Prohibit violence in the workplace. Verbal or physical acts of violence are forbidden by Edison and will not be tolerated. Any threats or incidents of violence involving an Edison employee or an Edison facility must be reported to the Edison HelpLine at 1-800-877-7089.

**Firearms and Other Weapons:** Ensure that their employees do not carry weapons on any Edison facility or any Edison job site without Edison's prior written approval, even if the employee possesses a concealed weapons permit.

**Information Systems:** If granted access to Edison's information systems, ensure the security of any such systems and comply with all applicable information security policies and procedures. Assure that access for their employees who no longer perform work for Edison is terminated by immediately notifying Edison in accordance with the terms of the contract, or if not specified in the contract by contacting your Edison supply management business contact. Suppliers must report any violations of the applicable information security policies and procedures by calling the Edison HelpLine at 1-800-877-7089.

**Access to Premises:** If given, safeguard any identification cards, building keys and/or access devices or codes used to gain entry to Edison premises and follow all policies and procedures governing access. These items shall not be duplicated and may not be transferred without Edison's consent. When access is no longer required or at Edison's request, suppliers must return all such access items.





## COMMUNICATION WITH THE MEDIA

Edison has designated spokespersons authorized to communicate with the media on behalf of Edison. Suppliers must not communicate with the media on behalf of Edison except with prior written approval from Edison's Corporate Communications organization. In addition, use of Edison's name or logo in any publicity, advertising, or website without prior written approval is strictly prohibited.



## DIVERSITY

Edison serves one of the most diverse communities in the nation, and we work with suppliers and partners who reflect that diversity. Our company is stronger and more successful when we honor the diversity of people and ideas. We are committed to maximizing opportunities for women, minority and service-disabled veterans' business enterprises. We search for suppliers that share this value and expect our suppliers to support our goals for diverse suppliers.

## COMMUNICATION OF CODE

Edison expects its suppliers to take appropriate steps to ensure that this Supplier Code of Conduct is communicated, understood and adhered to by their employees, agents, subcontractors, sub-suppliers and representatives doing business with or on behalf of Edison.



## REPORTING VIOLATIONS OR CONCERNS

Suppliers and their representatives should use one of the methods listed below to direct any questions or concerns about the Edison Supplier Code of Conduct. For assistance resolving a business practice concern or issues regarding contract terms, please work with your Edison Supply Management or business contact.

Edison requires Suppliers to report any allegations of wrongdoing or misconduct relating to their work for Edison, including but not limited to any illegal actions and any inaccuracies or misleading data, using one of the following:

- The supplier's internal ethics reporting process
- Your Edison Supply Management or business contact
- The Edison HelpLine at 1-800-877-7089 or [www.EdisonHelpLine.com](http://www.EdisonHelpLine.com). You may remain anonymous.

**Edison will not tolerate any retaliation or retribution taken against any individual who has sought advice or has reported a possible violation of this Supplier Code of Conduct.**





The logo features the word "Edison" in a blue serif font above the word "HelpLine" in a larger blue serif font. Below "HelpLine" is the tagline "Seek advice | Report concerns" in a smaller, italicized blue serif font.

# Edison HelpLine

*Seek advice | Report concerns*

**1-800-877-7089**

[www.EdisonHelpLine.com](http://www.EdisonHelpLine.com)

**24** hours/day **7** days/week

You can choose to identify yourself or remain anonymous.  
Edison absolutely prohibits retaliation.

**The Supplier Code of Conduct can be found at [Edison.com](http://Edison.com)**

[Investors](#) > [Corporate Compliance](#) > [Governance](#) > [Supplier Code of Conduct](#)





Energy for What's Ahead®

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