



# VENDOR CODE OF CONDUCT

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EXPERTS WITH AN IMPACT

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# **VENDOR CODE OF CONDUCT**

## **FTI CONSULTING CORE VALUES**

By consistently delivering sophisticated and innovative solutions to the challenging and complex issues that impact enterprise value, FTI Consulting has earned its reputation as a premier consulting firm. Our continued status as a trusted and respected advisor for our Customers depends, in large measure, on our adherence to the highest standards of professionalism, independent judgment, expert advice and accountability.

We expect our Vendors to live up to the ethical standards reflected in our Company values and to adhere to our Vendor Code of Conduct outlined here, which are drawn from FTI Consulting's Code of Ethics and Business Conduct. Further, FTI Consulting extends its Code of Ethics and Business Conduct to include all vendors, agents, contractors, business partners and all third-party representatives. More information is available in the [FTI Consulting Code of Ethics and Business Conduct](#).

## **UNDERSTANDING YOUR RESPONSIBILITIES**

As a publicly traded global organization, we must know and follow the laws and regulations that apply to our work in all locations where we operate, and we expect the same from our Vendors. It is your responsibility to read, understand and comply with this Code and all applicable laws and regulations where you do business. It is also your responsibility to ensure your representatives (including, but not limited to, your employees, contractors, sub-contractors and agents), understand and comply with this Code and all applicable laws, regulations and standards as well.

If you become aware of any violation, or potential violation, of this Code, laws or regulations, you must report it to FTI Consulting immediately. Failure to do so may result in the termination of your Vendor relationship with FTI Consulting.

## **EMPLOYMENT PRACTICES**

### **EQUAL OPPORTUNITY AND NONDISCRIMINATION**

FTI Consulting Vendors will not discriminate against others based on race, color, gender, age, sexual orientation or identity, national origin, ethnicity, religion, marital status, pregnancy, physical or mental disability or veteran status. You will base employment-related decisions on merit.

### **HARASSMENT**

FTI Consulting Vendors will not tolerate harassment in any form. The legal definition of harassment may vary depending on where you are doing business, but such behavior always has the purpose or effect of creating an intimidating, offensive or demeaning environment for another person. This is a form of discrimination and any such behavior or actions are not permissible.

### **UPHOLDING HUMAN RIGHTS**

FTI Consulting Vendors will uphold individual human rights in all their operations and will oppose the use of modern slavery in all forms. This means, in part, that you provide reasonable working hours and fair wages for those who work on your behalf. You will have a zero-tolerance policy for the use of child or forced labor or human trafficking practices. Further, you will not knowingly do business with subcontractors, business partners or other vendors who violate these practices. FTI Consulting is committed to supporting the Ten Principles of the United Nations ("UN") Global Compact on human rights, labor, environment and anti-corruption, as well as the UN Sustainable Development Goals. In light of this commitment, in 2020 FTI Consulting became a Participant of the UN Global Compact. The Company also conforms to the UN Guiding Principles on Business and Human Rights. Further, FTI Consulting supports and respects human rights as expressed in the International Labor Organization's Declaration on Fundamental Principles and Rights at Work. We expect our Vendors to implement and abide by the same, or similar, standards.

### **A SAFE AND HEALTHY WORKING ENVIRONMENT**

FTI Consulting Vendors will provide a safe and healthy working environment for their employees and must comply with all applicable Health and Safety laws, regulations and industry requirements related to their business. Also, while conducting business on behalf of FTI Consulting, you will prohibit:

- the possession, use, sale, purchase or distribution of any illegal drugs or controlled substances by any employee or representative
- any acts of violence or threats of violence
- the possession, distribution or viewing of pornographic or sexually explicit material, or use of FTI Consulting equipment to obtain or view such materials

## **UN GLOBAL COMPACT**

FTI Consulting adopts and adheres to The Ten Principles of the UN Global Compact. Through these principles, FTI Consulting upholds the freedom of association and the effective recognition of the right to collective bargaining. We expect our Vendors to implement and abide by the same, or similar, standards. More information is available in [The Ten Principles of the UN Global Compact](#).

## **BUSINESS PRACTICES**

FTI Consulting Vendors will utilize fair and ethical business practices and remain honest in all business pursuits. You will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information or any other intentional unfair practices. You must make only factual and truthful statements about your company and FTI Consulting, and the services offered.

## **CONFIDENTIAL INFORMATION AND COMMUNICATIONS PRACTICES**

### **COMPLYING WITH PRIVACY AND DATA PROTECTION LAWS**

FTI Consulting Vendors will process all personal data in compliance with applicable privacy and protections laws.

### **PRESERVING THIRD-PARTY INFORMATION**

FTI Consulting Vendors will be committed to protecting the privacy of third-party information as vigilantly as you do your own. This means you must use the same standards to collect, use and safeguard client information as you would your own confidential information. You must also take steps to prevent compromising or accidentally disclosing client data or information. If such a disclosure or incident occurs, you must notify FTI Consulting immediately.

### **PROTECTING FTI CONSULTING'S CONFIDENTIAL INFORMATION**

FTI Consulting vendors are responsible for protecting proprietary and confidential information, even after your work on behalf of FTI Consulting is complete or you no longer have a vendor relationship with our Company. All proprietary and confidential information must be returned to FTI Consulting and you may never disclose such information to other parties (to include, but not be limited to, new or existing clients, employers, colleagues, contractors, sub-contractors or agents), no matter how much time has passed since your work or relationship with FTI Consulting has ended.

### **PROHIBITION AGAINST TRADING ON INSIDE INFORMATION**

While working on behalf of FTI Consulting, you may become aware of material, non-public information (also known as "inside information") about our Company, our clients or other companies. Buying or selling securities of a company while you possess inside information is a criminal offense in many countries, including the U.S., and is prohibited by Company policy. Furthermore, you are prohibited from revealing inside information to anyone, including friends and family members.

### **COORDINATING OUR CORPORATE COMMUNICATIONS**

Only authorized persons can speak as representatives of FTI Consulting on matters of Company business. Should you receive inquiries or information requests from a news media, government, regulatory body, or investment community representative regarding FTI, including our clients, financial results, business strategy or other Company matters, you should not respond. Instead, forward such inquiries to FTI Consulting immediately.

### **SOCIAL MEDIA**

Due to the highly sensitive nature of our business and the laws that apply to our work, even seemingly harmless disclosures through social media could prove damaging to FTI Consulting or our clients. Therefore, use of social media, including blogs, podcasts, discussion forums and social networks, when performing work on behalf of FTI Consulting is only permitted when properly authorized by FTI Consulting. If you become aware of any inappropriate use of our technologies or electronic communications through social media, you must notify FTI Consulting immediately.

## CONFLICTS OF INTEREST

When performing work for FTI Consulting, vendors must avoid situations in which their personal interests and loyalties are, or appear to be, incompatible with those of FTI Consulting or are influenced by personal gain or benefit at FTI Consulting's expense. This can include transactions that benefit (or give the appearance of benefitting) a vendor's family member or other related third party at the expense of FTI Consulting. When conducting work on behalf of FTI Consulting, you should never offer or accept a gift or entertainment if such activity creates a sense of obligation, puts you in a situation where you may appear biased, or is done with the intent to influence a business decision. To avoid even the appearance of a conflict of interest, good judgment and moderation should always serve as your guides in these situations. If you have questions about any of these guidelines or need to discuss a potential conflict, you should consult with your FTI Consulting contact.

## COMPLYING WITH LAWS

### **ANTI-CORRUPTION LAWS**

FTI Consulting Vendors are prohibited from making, promising, offering or authorizing any bribe or kickback to obtain an improper business advantage. You will never use, support or promote corrupt practices while doing business on behalf of FTI Consulting. You must abide by all applicable anti-corruptions laws, including the U.S. Foreign Corrupt Practices Act ("FCPA"), the UK Bribery Act, and other laws, including laws implementing the OECD Convention Against Corruption, the United Nations Convention Against Corruption and local jurisdictional laws and regulations. These laws commonly prohibit bribery of "Government Officials," but may also criminalize bribery of private persons. Anti-corruption laws are complex, and the consequences of violating these laws are severe. For this reason, you will avoid any activity that could be construed as corrupt.

### **ABIDING BY U.S. AND INTERNATIONAL COMPETITION (ANTI-TRUST) LAWS**

FTI Consulting Vendors must comply with competition laws wherever they do business. You will avoid entering into agreements relating to competitively sensitive matters, or with competitors, unless you have been specifically authorized to do so by FTI Consulting. You will report any questionable incident regarding competitively sensitive matters to FTI Consulting immediately.

### **ABIDING BY ECONOMIC SANCTIONS AND ANTI-BOYCOTT LAWS**

FTI Consulting Vendors must fully comply with all relevant U.S. anti-boycott laws, as well as all applicable laws and regulations prohibiting or restricting transactions with certain designated foreign governments, entities, persons, or end-users. You can find prohibited entities or person on various U.S. and UK Government lists here: <http://www.state.gov/strategictrade/redflags/>

### **PREVENTING MONEY LAUNDERING AND TERRORIST FINANCING**

FTI Consulting Vendors must know and comply with all applicable laws and regulations that are aimed to halt money laundering and terrorist financing. You must be vigilant and exercise good judgment when dealing with unusual or suspicious client transactions. This means never alerting an organization or individual with whom you have a relationship of any impending or ongoing investigation against them. You have a duty to notify FTI Consulting about any situation that seems inappropriate or suspicious.

### **ABIDING BY EXPORT CONTROL LAWS**

As a global company, we deliver our product offerings and services all over the world. It is therefore critical that FTI Consulting Vendors comply carefully with all applicable laws and regulations that regulate our international trading activity. You must understand and follow the laws relating to imports and exports to and from the U.S. and other jurisdictions where you do business.

### **ABIDING BY ENVIRONMENTAL LAWS**

FTI Consulting Vendors must comply with all applicable environmental laws and regulations. You should also be committed to minimizing any environmental hazards, conserving and protecting natural resources and managing your use of energy and other resources responsibly.

## ADDRESSING QUESTIONS AND CONCERNS

### **FILING A REPORT**

If you become aware of an actual or potential violation of this Code or any relevant law or regulation, you must report it

promptly, where allowed by applicable law.

You can ask questions, raise concerns or file a report in several ways:

- Contact your FTI Consulting Point of Contact directly
- Contact the FTI Consulting Integrity Helpline:
  - Via the web: [www.fticonsulting.ethicspoint.com](http://www.fticonsulting.ethicspoint.com)
  - In the U.S. by calling 1-866-294-3576
  - In the United Kingdom, by calling applicable toll-free number 0-500-89-0011 United Kingdom (C&W) or 0-800-89-0011 United Kingdom (British Telecom) - at the prompt dial 866-294-3576
  - From a country other than the U.S. or UK, by following the instructions for filing a report on the Internet (described below) until you reach the FTI Consulting landing page. On that page, click the link for the list of international access codes to find the telephone number for your location.

The Helpline is staffed by an outside company and is available 24 hours a day, 7 days a week. Reports to the Helpline may be made on a confidential or anonymous basis where local law allows, and the information will be relayed to FTI Consulting for further investigation.

### **INVESTIGATION OF REPORTS**

FTI Consulting Vendors are expected to cooperate fully in any internal investigation undertaken by FTI Consulting that may involve the vendor and/or about which the vendor may have relevant information. Should a vendor utilize our systems to report concerns about FTI Consulting or one of its employees, our Company will treat the reported information in a confidential manner to the extent permitted by local laws and consistent with good business practices, and will always uphold our commitment to our non-retaliation policy.

## **AUDIT RIGHTS**

FTI Consulting reserves the right to audit our Vendors to verify compliance of this Code of Conduct. This may include reasonable access to your policies and procedures relevant to the conditions outline within this Code and the work being performed on behalf of FTI Consulting.

## **VIOLATION OF THIS CODE**

FTI Consulting will use all reasonable means to prevent and immediately halt the occurrence of conduct that violates our Code. Anyone who directly or indirectly performs, facilitates, condones or approves of any illegal or unethical conduct will be subject to disciplinary measures, consistent with applicable laws and regulations, which could result in the immediate termination of your vendor relationship with FTI Consulting.