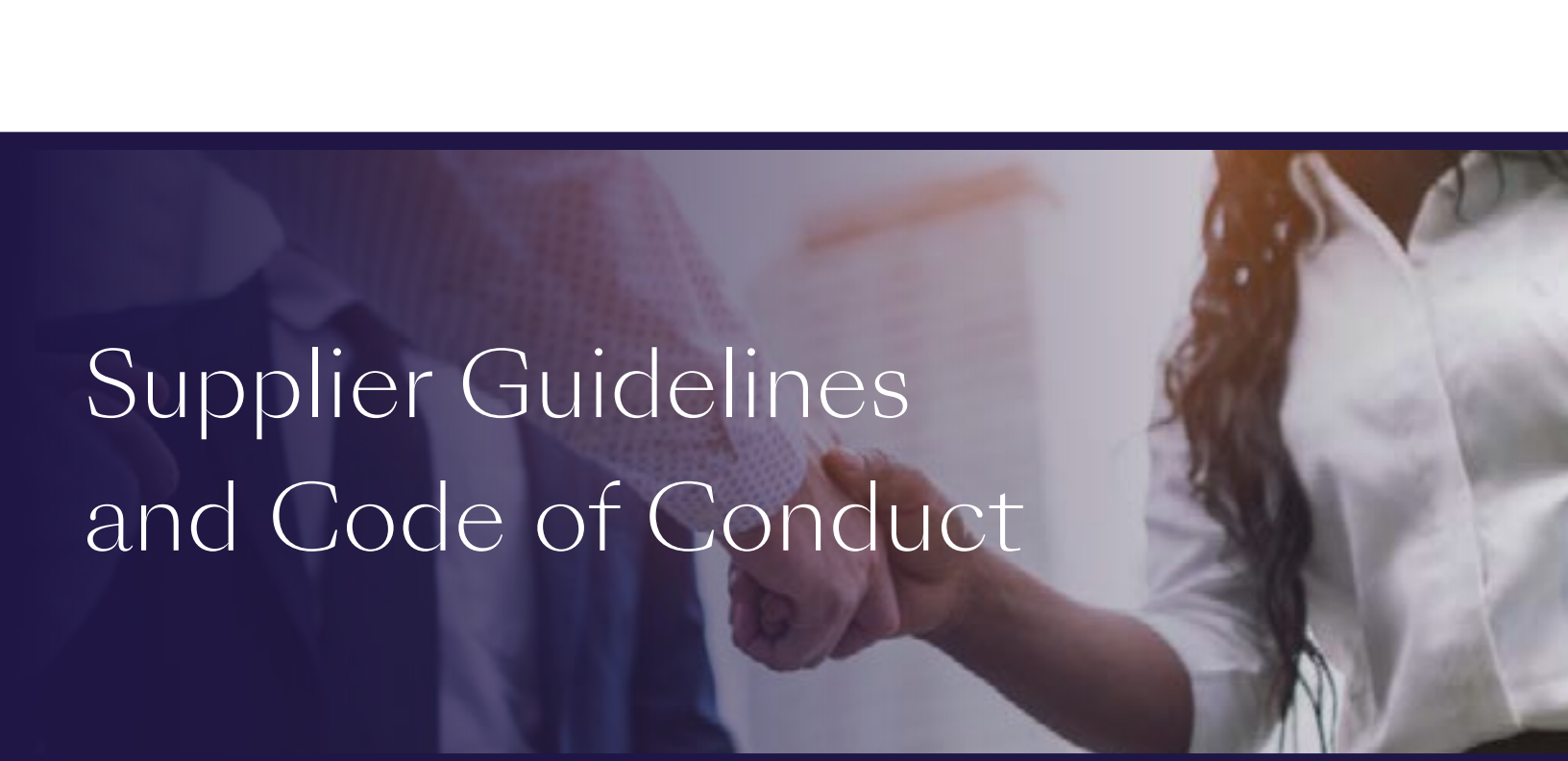




Supplier Guidelines and Code of Conduct

As a supplier, business partner, contractor, vendor, agent, or consultant (“you” or “Supplier”), you must comply with these Supplier Guidelines and Code of Conduct (the “Code”) when providing services for Encore Global LP or its subsidiaries (collectively, Encore). Encore seeks to do business with companies who are committed to a building a healthy culture, creating safe workplaces, setting ethical standards, engaging in fair business practices, and being environmentally aware. This Code applies to all Suppliers used by Encore globally. Encore expects all Suppliers to meet and exceed these requirements and promote best practices and continuous improvement throughout all your operations in all five areas.

While these standards provide some detailed guidance, they cannot address every situation you might face. We rely on you to exhibit the values we share when conducting business with us—always act with honesty and integrity, exercise good judgment in making decisions, and seek help when you have questions or concerns about the right course of action.

If your conduct does not comply with the standards here, there can be serious consequences for both you and Encore. Those damages can include substantial civil or criminal penalties through applicable law.

Supplier is responsible for understanding and adhering to Encores’ expectations. You should implement appropriate controls to ensure adherence to this Code. Encore may terminate its business relationship with you if you act in a manner inconsistent with this Code. This Code will become part of our contract with you. If you have questions or concerns, you should contact our Senior Director of Procurement or our Encore Concern Line as described at the bottom of this Code.

All Suppliers must comply with the following:

Healthy Workplace Culture

Diversity and Inclusion—Supplier will hire, manage, compensate, and provide other conditions of employment based solely on performance and ability to do the job. You will not discriminate based on age, color, disability, ethnicity, marital or family status, national origin, race, religion, sex, sexual orientation, veteran status, or any other characteristic protected by law. You will also comply with all applicable civil rights, human rights, and labor and employment laws.

Freedom of Association—Supplier will comply with applicable laws on freedom of association and collective bargaining. You respect the rights of workers to associate freely, seek representation, and join labor organizations or workers' councils.

Compensation and Working Hours—Supplier will comply with applicable wage and benefits laws and regulations governing work hours and overtime.

Labor—Supplier will not use any forced labor, which means any work or service performed involuntarily under threat of physical harm or penalty. Encore expects that no abusive, exploitative or illegal conditions exist in your workforce or your supply chains. You will comply with minimum employment age defined by local law where you have employees or contractors or by the International Labor Organization (ILO) Convention 138.



Safe Workplace Practices

Protection—Supplier must protect the health and safety of employees, customers, and guests.

Safety—Supplier must institute procedures, preventative maintenance programs, and ongoing training designed to keep safety a priority and prevent potential safety hazards in its work environment.

Injury and Illness—Supplier must track, prevent, and report occupational injury and illness in accordance with all applicable laws.

Emergency Preparedness—Supplier will implement emergency plans and response procedures for all forms of emergencies such as weather events or active shooters.

Drug-Free Workplace—Supplier's employees and contractors must not perform any work while under the influence of any substance, legal or illegal, that would impair their judgment and ability to operate safely. You must also ensure that your employees and contractors do not possess controlled substances while performing services for Encore.

Ethical Business Practices

Raw Materials—Supplier must ethically source and pay for all raw materials at a fair price.

Laws and Regulations—Supplier will comply with all applicable laws and regulations in the manufacture and distribution of products and services.

Business Integrity—Supplier must uphold the highest standards of integrity in all business interactions. Supplier will have a zero tolerance policy with respect to bribery, fraud, corruption, extortion, and embezzlement.

Books and Records—Supplier will regularly prepare and provide accurate information related to our business relationship and will not falsify or conceal records or any requests for payment.

Use of Assets—Encore expects Suppliers to take special care when using Encore corporate assets — including safeguarding them from theft, misappropriation, destruction or misuse.

Insider Trading—Supplier will maintain the confidentiality of all nonpublic or proprietary information obtained because of your business relationship with Encore (including any such information that belongs to another company or business partner). Supplier will not engage in business transactions based on material, nonpublic information, or tipping such insider information to anyone else.

Privacy—Supplier must comply with all applicable data security laws, including state, national and international laws relating to privacy and to the collection, storage and use of personal information. Supplier will allow data subjects to make choices regarding the use of personal information, including but not limited to the right of access, erasure, correction, data portability, privacy, and any other applicable protections required by law. Supplier will protect the reasonable privacy expectations of personal information for all parties, including, but not limited to us, or your suppliers, customers, consumers, and employees.

Conflict of Interest—Supplier will avoid conflicts of interest or even the appearance of a conflict of interest in business relations. You must disclose to Encore any actual or potential conflict of interest in your business dealings with Encore. Supplier must never speak on behalf of Encore without approval from an authorized Encore representative.

No Retaliation—Supplier will provide an environment that allows employees to ask questions or raise legitimate concerns without fear of retaliation.

Fair Business Competition

Fair Practices—Encore is committed to competing for new business fairly and ethically everywhere that we operate, and we expect our Suppliers to do the same.

Kickbacks and Gifts—Supplier must never pay kickbacks or give gifts to a Encore employee or to any third party on Encore's behalf. Encore intends to compete based on our excellent customer service and creative ideas for live events. Encore needs you to be aware of the Encore's employees must follow. Encore employees may give or receive a small gift that is valued at \$50 or less and only if there can be no actual or perceived undue influence involved. Encore's legal department must approve any exceptions.

Intellectual Property—You must respect our intellectual property rights and the intellectual property rights of third parties. You must safeguard and protect any technology, logos, music, images, ideas, or concepts Encore gives to you.

Price Fixing—Supplier must conduct business in full compliance with all competition laws that govern the jurisdictions in which you conduct business. You may not participate in any agreement with competitors to fix prices, divide markets, restrict the supply of services, or otherwise undermine the integrity of any competitive bidding process.

Sanctioned Parties—Encore does not work with sanctioned individuals or companies and requires that you do not, either. A full list of sanctioned persons and companies identified by the United States is located here: <https://www.treasury.gov/resource-center/sanctions/Pages/default.aspx>.

Formal Bids—Encore sometimes seeks to retain suppliers through a formal bidding process. Encore will notify you when there is an immediate need for products or services. Encore will disqualify any supplier that attempts to navigate around the formal bidding process.

Environmental Awareness

Environmental Compliance—Your operations must comply with all laws related to reporting, air emissions, wastewater, and solid waste.

Safeguard the Environment—We expect you to commit to protect the environment, and to promptly address any situation that results in the unauthorized discharge or emission of pollutants into the air, ground, or water. In operations, you should minimize adverse (and potentially adverse) effects on the community, environment, and natural resources.

Environmental Permits—If Supplier's business requires permitting for environmental protections, Supplier agrees to maintain all permits, approvals, and registrations, and keep them current.

Hazardous Substances—If Supplier uses hazardous chemicals in providing services, Supplier will manage those substances to keep all people safe during their use and proper disposal.

Recycled Materials—Supplier will attempt to use recycled materials in products and services wherever possible.

Certified Forests—To the extent Supplier incorporates wood into its products, Supplier will attempt to use wood that comes from certified forests wherever possible (e.g., PEFC, FSC, SFI, or other recognized certification).

Sustainable Consumption—Supplier will endeavor to use products and services that have a minimal impact on the environment so future generations can meet their needs.

Energy Consumption—Supplier will seek to consume energy in an efficient manner and consider the use of supplemental green energy sources like wind and solar.

Greenhouse Gas Emissions—Supplier will attempt to utilize new and more efficient means to reduce greenhouse gas emissions, including use of low-emission transportation or planning freight delivery based on the most-efficient route.

Air Quality—Suppliers must monitor and treat air generated from operations as required by law before discharge into the environment.



Report a Concern

Encore takes all reports and questions seriously. We rely on you to report suspected misconduct and ask questions. To make a report or ask for help, Supplier should reach out to your Encore business contact. If you are not comfortable reaching out to your contact, please call the Encore Concern Line by phone at 800.576.6548, online at www.encore.ethicspoint.com, or by email at EncoreConcernHotline@encoreglobal.com. You can make reports anonymously; or disclose your identity, but request that your identity remain confidential. If you do disclose your identity, Encore will use best efforts to keep your identity confidential where permitted by law.

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