

BNY Mellon Supplier Code of Conduct

**SUPPORTING BUSINESS OPPORTUNITIES
FOR THE SUPPLIER COMMUNITY**



BNY MELLON



Introduction

At BNY Mellon, trust is critical to our business. Our clients and shareholders expect us to uphold the highest ethical standards to fulfill economic, social, and environmental responsibilities throughout our company and our supply chain. Our supplier code of conduct holds our vendors and third-party suppliers to our high standards which, in turn, creates opportunities to foster diverse businesses and help communities thrive.

James Cay
Chief Procurement Officer
BNY Mellon

BNY Mellon has a particularly important role to play, given our position in the financial services industry. Transactions among our business units touch much of the world's asset movement every day. We are central to the financial markets and, by acting responsibly, we positively impact the markets and society at large. Our mission is helping people realize their full potential by leveraging our distinctive expertise to power investment success. To us, **corporate social responsibility** means that we are Invested in our People, our Markets and the World.

We drive operational excellence by finding smarter ways to run our business that mitigates risk for our company and the financial system. We place a high premium on trustworthiness and reliability. And we have long recognized that Corporate Social Responsibility is crucial to how we fulfill our role as a major global financial institution. As part of our commitment to Corporate Social Responsibility, BNY Mellon believes in forging strong Supplier relationships.

We rely on our suppliers for a variety of products and services to support our company and the successful delivery of products and services to our clients globally. Developing sound supplier relationships helps us to continue to improve our performance and market position, and to uphold our responsibilities to the market.

BNY Mellon's Supplier Code of Conduct (the "Code") describes certain basic expectations and requirements for suppliers. As a practicing advocate of health and safety, labor and human rights, environmental sustainability, diversity and inclusion, ethics and other responsible business practices, BNY Mellon holds its suppliers to the same standards of excellence.

Our suppliers are required to uphold these responsible business practices throughout the supply chain by encouraging the same of their next level suppliers. Suppliers are expected to comply with the content of this Code, along with all applicable laws, regulations and standards in the countries in which business is conducted. Suppliers may be asked to provide a written attestation agreeing that they have read, understand and will abide by the terms of this Code.

If this Code is incorporated by reference into any Supplier agreement, then that agreement will be self-supporting as evidence of attestation. BNY Mellon reserves the right to audit a Supplier's or sub-contractor's premises upon request. This Code covers the following five areas: Being a BNY Mellon Partner, Working with Integrity, Risk Management, Expectations for Working with Supplier Employees, and Contributing to the World around Us.

Being a BNY Mellon Partner

WELCOME SUPPLIERS

Suppliers play a critical role in helping BNY Mellon achieve its business objectives as the Investments Company for the World by supplying the quality products and services that allow us to remain efficient and innovative.

We are interested in the value suppliers can bring to BNY Mellon. We not only want to know what products and services suppliers offer, we want to be sure our relationship will be a good fit for a supplier's business and ours.

The information in this Code will help define our prospective supplier requirements. If your firm is not a current supplier, but you wish to express interest, please apply via our [Supplier registration portal](#). Be sure to be thorough and communicate your company's unique value proposition to BNY Mellon.

Working with Integrity

SUPPLIER ETHICS

At BNY Mellon, our reputation for integrity, honesty and accountability drives our mission--helping people realize their full potential by leveraging our distinctive expertise to power investment success. Our customers and shareholders expect BNY Mellon and all of its employees to conduct business activities in accordance with the highest possible standards of ethical conduct.

Likewise, we maintain all supplier relationships on the highest ethical basis and solely on the merit of quality, innovation, performance and cost effectiveness. These relationships are important for the continued success of BNY Mellon and its subsidiaries and affiliates.

Our policy states that employees of BNY Mellon and related subsidiaries and entities may not:

- Solicit, accept, or provide anything of value in return for business, services or confidential information;
- Give cash gifts to or accept cash gifts from a supplier, customer or person to whom they refer business;
- Accept or present any gifts or entertainment beyond normal business courtesy and without obtaining proper approvals; or
- Accept or present any discounts or rebates that exceed those available to the general public.

To avoid even the appearance of impropriety, any possible conflict of interest, potentially embarrassing situations, jeopardy to our relationship with a supplier, or jeopardy to the employment of our employees, we ask for our supplier's full support of this policy and assurance that it is communicated to the appropriate officers and employees within its organization.

ETHICS HOT LINE

BNY Mellon places primary importance on complying with all laws, regulations and company policies pertaining to the identification and reporting of all actual or suspected fraud, money laundering, terrorist financing and other illegal, suspicious, or unusual activities.

The Ethics Hot Line has been established for employees, suppliers and others to report information regarding conduct that is inconsistent with BNY Mellon's Code of Conduct, or places the company's reputation at risk. The Ethics Hot Line is operated by EthicsPoint, an independent administrator.

All contacts made to the Ethics Hot Line can be anonymous and will be treated as confidential.

- United States or Canada - 1.866.294.4696
- Outside the United States - Your country's **access code** + 866.294.4696
- Online – www.ethicspoint.com

HUMAN RIGHTS

At BNY Mellon, we consider human dignity paramount, and we work to preserve human rights throughout our company and our supply chain. Our actions are guided by our **human rights statement** and we apply these principles to everyone we do business with inclusive of our employees, suppliers, clients, communities and other stakeholders.

Beyond our own workplace and supply chain, we also look for ways to contribute to human rights solutions throughout the world, serving as a positive influence for the protection of human rights.

BNY MELLON'S HUMAN RIGHTS STATEMENT

BNY Mellon is committed to the protection and preservation of human rights around the world. Our commitment to human rights is embedded in the culture and values that define our company and is reflected in our policies and actions toward our employees, suppliers, clients and the communities and countries where we do business. We strive to create an environment of respect for all individuals. We do not tolerate corruption, discrimination, harassment or forced or child labor or slavery in any form. We are committed to an inclusive, safe and ethical workplace as demonstrated within our Code of Conduct, Equal Employment Opportunity Statements, and our other human resources policies. Our human resources policies require compliance with local laws concerning employment and individuals' rights in every country in which we operate. We work with our communities and our suppliers to encourage cultural, economic and social development. We believe that, through our actions, we can be a constructive influence for human rights.

HUMAN RIGHTS IN THE SUPPLY CHAIN

We recognize that the manner in which our suppliers address human rights issues and risks in their own operations is also vitally important. We use information obtained in the procurement process to support supplier selection. In 2012, we added a human rights provision to our master agreement templates presented to all potential new Suppliers.

MODERN SLAVERY

Modern slavery takes various forms, such as slavery, servitude, forced and compulsory labor and human trafficking, all of which have in common the deprivation of a person's liberty in order to exploit them for personal or commercial gain. With our zero-tolerance approach to modern slavery, we expect our suppliers must be committed to acting ethically and with integrity in all their business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place in their businesses and supply chains.

ZERO TOLERANCE FOR RETALIATION

At BNY Mellon, we have a culture of Doing What's Right by executing based on the rules and practices of our organization -- including company policies, procedures, laws and regulations. Our employees are required to report incidents that conflict with or violate policies, procedures, laws or regulations regardless of the position of the person in violation. Any employee who reports a concern or reports misconduct with the reasonable belief that the information is true, is demonstrating a commitment to our values and following BNY Mellon's Code of Conduct. BNY Mellon has zero tolerance for acts of retaliation, and as such, any employees who engage in retaliation will be subject to disciplinary action, which may include dismissal. We expect our suppliers to provide the same healthy working environment where their employees can report concerns or misconduct in good faith without fear of retaliation.

CONFIDENTIALITY

Certain BNY Mellon financial and non-financial information such as customer information, business plans, marketing strategies, methods of doing business, pricing information, analytical models or methods, computer software, source code, databases, inventions, employee/worker information and ideas and works of authorship are deemed to be proprietary, confidential and may include confidential information protected by law. Suppliers with access to such information about BNY Mellon must not disclose it to anyone outside of BNY Mellon, or to others inside of BNY Mellon who do not need it to perform their business functions. As applicable, suppliers will be required to execute a non-disclosure agreement when being considered for business with BNY Mellon.

INSIDER TRADING

The securities laws of the United States, and many other countries, strictly prohibit the trading of securities by persons who possess material non-public information ("MNPI") about the issuer of such securities, and also prohibit the disclosure of such information to others, commonly called "tipping." In the course of performing services for BNY Mellon, a supplier could potentially have access to MNPI, either about BNY Mellon or one of BNY Mellon's clients. As a matter of compliance with law, it is crucial that any such supplier keep the MNPI strictly confidential, not disclose it to any third party, and not trade upon it. Also, a supplier may gain access to MNPI in its performance of services for another client, in which case it would be equally crucial that the Supplier not disclose that information to BNY Mellon. BNY Mellon has addressed this issue with respect to itself, its employees and consultants and temporary personnel via a strict Securities Firewalls Policy, and associated training.

FAIR COMPETITION AND ANTITRUST

BNY Mellon is committed to fair dealing and open competition with our clients, suppliers, competitors and employees. BNY Mellon expects suppliers to comply with the various antitrust “fair competition” and “fair dealing” laws that exist in the U.S., and many other countries. Some examples of anti-competitive activities are those that involve entering into formal or informal written or oral agreements with competitors regarding: (i) Fixing prices or terms, or any information that impacts prices or terms; (ii) Allocating markets, sales territories or clients, including sharing marketing plans or strategic documents; (iii) Boycotting or refusing to deal with certain suppliers, vendors or clients (unless required by law or governing body, such as the Office of Foreign Assets Control) and, (iv) Making the use of a product or service from a supplier conditional upon their use of BNY Mellon’s products or services. Unfair advantage may not be taken through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practices.

COMPLIANCE WITH LAW, REGULATION AND TAX

BNY Mellon is committed to full adherence to all laws and regulations as they affect business transactions with all company suppliers, including without limitation, taxes. We require complete documentation and disclosure on any transaction processed through our financial systems and all suppliers must be aware that failure to do so may result in withheld payments as outlined in U.S. Federal Income Tax regulations as well any applicable regulations within the jurisdictions where we operate.

FINANCIAL INTEGRITY

BNY Mellon is committed to keeping honest, accurate, complete and transparent books and records. All of our business records must be clear, truthful and accurate, and follow generally accepted accounting principles and laws. As such, BNY Mellon employees are not permitted to have any secret agreement or side arrangement with anyone, including the company’s suppliers.

ANTI-CORRUPTION

BNY Mellon has zero tolerance for bribery and corruption. BNY Mellon suppliers are expected to fully comply with requirements of the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and other applicable anti-corruption laws. Suppliers—and intermediaries retained by suppliers—must not take any action on behalf of BNY Mellon that could be perceived as an attempt to bribe, accept a bribe, or engage in corrupt activity.

USE OF BNY MELLON’S NAME

Suppliers may not use BNY Mellon’s or any of its affiliates’ names or marks in any advertising, promotional material, press releases, client lists or similar materials, or in any form of digital or social networking channel without first obtaining BNY Mellon’s written consent.

Risk Management

BNY Mellon is committed to remaining financially strong and resilient as well as protecting our clients and reputation. As such, our overall appetite for risk is modest.

To the extent that clients require a service we do not offer, we will often incorporate supplier solutions into our processes. Both clients and regulators expect us to manage these outsourcing arrangements so that services are delivered in a seamless manner. Ineffective or misaligned practices from our suppliers can ultimately lead to negative consequences for our clients, our company and global financial markets more broadly.

Maintaining a strong brand and reputation is fundamental to our ability to attract and retain clients. As such, we consider reputational impact as part of our overall risk management process.

Therefore, we expect suppliers to adopt a modest appetite for risk and prioritize our commitments.

We seek to maintain appropriate controls related to outsourced arrangements through a structured due diligence process, with activities completed before a contract is executed, as well as ongoing monitoring, including business continuity testing where appropriate.

OPERATIONAL RISK

BNY Mellon manages operational risk in order to prevent or minimize errors and service delivery failures that result in financial losses or reputation damage and to ensure business is conducted in adherence to regulatory requirements.

In turn, we expect our suppliers to maintain appropriate internal controls to effectively manage operational risk, including controls around the following activities (where applicable):

- Transaction execution and reporting
- Client records
- Valuation, pricing and calculation models
- Engagement of third parties (e.g. subcontractors)
- Managing people
- Fraud risk
- Measures to protect rights or address a change in law or regulation
- Compliance with applicable regulations
- Protection of physical assets and property
- System development lifecycle controls
- Confidentiality, integrity and availability of technology and information resources

Suppliers are expected to maintain an operational risk management framework commensurate with their risk profile, including the identification of processes and risk, design and execution of controls and ongoing monitoring and reporting. As such, BNY Mellon may require, on request and/or as required by our contract, its suppliers to provide information about their framework. In addition, suppliers are required to escalate timely material operational risks that may impact BNY Mellon or our clients.

BUSINESS CONTINUITY

BNY Mellon maintains a global business continuity program that is designed to ensure that our company is resilient and prepared to withstand and recover from natural or man-made emergencies. The program oversight extends beyond the assets of BNY Mellon to the third party service providers that support our business processes.

It is a requirement that each supplier maintain a comprehensive business continuity program that addresses the loss of the facilities, technology, or human capital necessary to support BNY Mellon. We routinely request collaborative disaster recovery testing with our suppliers to appraise their resiliency and identify any potential issues that would impact continuous service delivery to our clients.

TECHNOLOGY RISK/PROTECTING DATA AND INFORMATION

While using suppliers can be beneficial, this reliance on a third party presents an additional risk to BNY Mellon. This is especially important where critical and sensitive functions are being outsourced, such as storing or transporting our data on paper or electronic media, providing payroll services, or managing client communications.

BNY Mellon assesses the risk associated with the requested service through the execution of a risk profile. Depending on the risk level associated with the service, a supplier may be required to complete a more detailed control assessment. Suppliers with the highest risk are also subject to periodic on-site information risk assessments by an Independent Assessment Firm (IAF). Services are reassessed dependent on risk level, for example a service with a high risk rating may be reassessed annually while a service with a lower risk rating may be reassessed every two to three years. Suppliers are required to notify BNY Mellon immediately if there has been an information security incident that exposes or has the potential to expose BNY Mellon information to unauthorized parties.

Expectations for Working with Supplier Employees

HEALTH, SAFETY AND SECURITY

In line with our responsible business practices, BNY Mellon expects its supplier base to commit to providing their employees with serviceable, safe, secure and healthy working conditions, and to comply with all health and safety laws and regulations applicable to their work location, as well as when working on assignment at BNY Mellon anywhere in the world.

Suppliers are required to have a disaster/business recovery plan in place.

Some of the principles of maintaining a safe and secure workplace include, but are not limited to: (i) Contributing to maintaining a workplace free from aggression (threats, intimidating

behavior or any acts of violence must not be tolerated); (ii) Unlawful use, possession, solicitation, manufacture, dispensation, distribution, selling or transferring of controlled substances (including marijuana, legal highs, or other intoxicating substances) as well as the unauthorized consumption or possession of alcoholic beverages and abuse of prescription drugs must not be tolerated on company premises, on company business or on suppliers' property. In addition, suppliers must not permit their employees to work if they are abusing prescription drugs or are impaired by alcohol or are otherwise impaired or intoxicated whether from legal or illegal substances; (iii) Subject to local laws, suppliers must not permit weapons onto their property, including weapons used for sporting purposes or otherwise legal to possess; and (iv) Suppliers should be alert to individuals who are on their company premises without proper authorization by observing all physical access rules and reporting incidents of unauthorized entry to the proper authorities. Please refer to our statement via the attached link: [Health & Safety Statement](#).

EMPLOYMENT CONDITIONS

BNY Mellon, as well as its subsidiaries, affiliates and related companies are committed to providing equal employment opportunities to every employee and applicant by establishing employment practices and terms, conditions and privileges of employment regardless of race, religion or creed, color, sex (including pregnancy/maternity status, childbirth, breastfeeding or a related medical condition) or gender (including gender identity, gender expression, gender reassignment and gender stereotyping), national origin, age, familial or marital/partnership status, ancestry, citizenship, genetic information, sexual orientation, veteran or military status, being a qualified individual with a disability, or any other factor protected by federal, state and/or local laws.

Refer to our complete statement via the attached link: [Equal Opportunity/Affirmative Action](#). BNY Mellon expects its suppliers to follow these same factors that are protected by federal, state and/or local laws as applicable to the geographies in which you do business.

HARASSMENT AND DISCRIMINATION

Harassment and discrimination of any kind must not be tolerated in the workplace. BNY Mellon requires its suppliers to provide their employees with an environment free of harassment and discrimination. Harassment can be verbal, physical or include visual images where the effect creates an offensive atmosphere. It can take many forms and includes jokes, slurs and offensive remarks, whether verbal, graphic or in electronic media, including email.

Harassment and discrimination can involve less favorable treatment or remarks relating to a person's race, color, sex or gender, age, pregnancy/maternity status, familial or marital/partnership status, sexual orientation, gender identity or gender expression or gender reassignment, religion or creed, disability, national origin, or any other legally protected status. BNY Mellon's policies against discrimination and harassment extend beyond only those statuses that are protected by law. This is our approach across all of the jurisdictions in which we operate.

A harassment-free and discrimination-free environment applies in all work-related settings and activities, whether on or off the supplier's premises, including when working on assignment at BNY Mellon anywhere in the world, and further extends to the supplier's employees actions toward their clients and suppliers.

DRUG AND ALCOHOL-FREE WORKPLACE

BNY Mellon complies with the requirements of the Drug Free Workplace Act and other similar local applicable laws and regulations. It is the policy of BNY Mellon to maintain a drug-free workplace and to prohibit the illegal use, possession, solicitation, manufacture, distribution, dispensation, transfer or sale of controlled substances (illegal drugs, including marijuana), as well as the unauthorized consumption or possession of alcoholic beverages and abuse of prescription drugs on BNY Mellon premises or while working on BNY Mellon business. No employee is to report to work or conduct BNY Mellon business while impaired or under the influence of controlled substances or alcohol, or are otherwise impaired or intoxicated whether from legal or illegal substances. Refer to our complete statement via the attached link: [Drug and Alcohol Free Workplace](#).

BNY Mellon expects our suppliers to follow these requirements with your employees.

WORKER RIGHTS

BNY Mellon expects all suppliers to treat their employees/workers with dignity and respect in compliance with local regulations and applicable international labor conventions. We expect suppliers to have policies in place in compliance with applicable laws to prevent forced labor and child labor, to pay fair wages and maintain reasonable working hours, to allow workers the right to organize, and to encourage workers to engage in management dialogue.

Contributing to the World Around Us

ENVIRONMENTAL SUSTAINABILITY

At BNY Mellon, we have adopted a disciplined, holistic approach to environmental sustainability founded on teamwork, innovation and excellent resource management. Our strategic management of environmental resources achieves a positive effect on the bottom line, helps manage risk, inspires ways to help our clients succeed, and supports our communities around the world. Our [Environmental Sustainability Policy Statement](#) applies to BNY Mellon's global operations.

We understand that environmental sustainability performance has an impact on long-term financial performance and longevity of an enterprise. The four key perspectives a supplier should consider in their environmental sustainability efforts are: stakeholders, lifecycle, transparency and integration. We encourage our suppliers to meaningfully address these perspectives in their environmental sustainability journeys.

In addition to complying with applicable laws, including environmental laws of the countries in which suppliers operate, suppliers are encouraged to acknowledge their environmental impacts; implement appropriate systems to assess and measure the impacts of their operations, products and services; and take appropriate steps to continually reduce negative impacts on the global environment across the lifecycle of their products and services. We also encourage suppliers to address climate change, water and materials management risks and opportunities related to their business.

Upon request, suppliers should be able to provide BNY Mellon with data and reduction initiatives addressing the environmental impacts that arise as a result of their operations as well as the services and products provided on behalf of BNY Mellon across the lifecycle of their products and services. We welcome collaboration with our suppliers on environmental sustainability, and we encourage suppliers to participate in and share with BNY Mellon the voluntary environmental frameworks and programs to which you subscribe.

COMMUNITY COMMITMENT

At BNY Mellon, the approach to our community commitment is structured upon innovation and long-term thinking. We strive to make a measurable impact through our strategic philanthropy, employee community involvement, human rights advocacy, diverse supplier development and environmental stewardship.

Through our global corporate philanthropy program, we partner with nonprofits to improve the social and economic conditions where we do business and where our employees live and work. This support combines charitable grants, sponsorships, employee giving and the dedicated involvement of our employees to make a positive difference in our communities around the world.

BNY Mellon strongly encourages its suppliers to support the communities in which they do business.

SMALL BUSINESS AND DIVERSE SUPPLIERS

BNY Mellon places high importance on building an increasingly diverse supplier pool represented by small and diverse businesses, including companies owned and operated by women, minorities, veterans, people with disabilities, or LGBT-owned and operated businesses, collectively recognized as diverse suppliers.

We see the power and potential in how supplier diversity will help us be more nimble in addressing global megatrends to grow and enhance our business. Diverse suppliers bring fresh ideas, challenge the status quo, develop breakthroughs, increase efficiencies and improve risk management. We realize unique value through these direct and second-tier relationships.

We expect our suppliers to value these small and diverse businesses and make them important components of their own supply chain. As such, BNY Mellon may require suppliers to report its second-tier spend with small and diverse businesses to our Supplier Diversity Program Manager. Diversity and inclusion are a driving force in our culture at BNY Mellon. We encourage suppliers to staff services to BNY Mellon with people of diverse backgrounds. At BNY Mellon, we are invested in the ambition, ingenuity and perspectives of diverse entrepreneurs. It is truly a key to ongoing innovation and value creation in our core business, our culture and our reputation.



BNY MELLON

GLOBAL PROCUREMENT

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