



# Supplier Code of Conduct

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# Supplier Code of Conduct

At Keysight, we believe our suppliers play an important role in our company's long-term success. The suppliers with whom we choose to partner, however, shall conduct business as Keysight does, with uncompromising integrity and according to high standards of business ethics.

This Supplier Code of Conduct (the "Code") establishes Keysight's expectations for its suppliers, including ethical business practices, social responsibility, environmental sustainability, and product quality. All business shall be conducted in a manner compatible with this Code and in accordance with applicable law wherever the supplier may be located. Keysight's Supplier Code of Conduct principles are based on the [Responsible Business Alliance \(RBA\) Code of Conduct](#). We expect our suppliers to operate in accordance with this Code, align with Keysight's Corporate Social Responsibility (CSR) goal and comply with all applicable laws and regulations.

Where differences arise between standards and legal requirements, the stricter standard shall apply, in compliance with applicable law.

If you have questions about the Code or its applicability to a given situation, or if you suspect a violation of the Code, please contact Keysight in one of the following ways:

- Notify a representative from Keysight's Global Procurement team
- Use [Keysight's Compliance Hotline](#) to make an anonymous and confidential report
- Submit your report anonymously and confidentially by mail to:

Keysight Technologies, Inc., Legal Compliance Department (SBC), Mailstop 1USM, 1400  
Fountaingrove Parkway, Santa Rosa, CA 95403-1738, USA

Please rest assured that Keysight will not tolerate any retaliation, threats, or negative treatment against anyone who chooses to report their good faith concerns.

Thank you for your partnership with Keysight and for your commitment to all aspects of the Code.

Together, we can achieve great things!

# 1. Ethical Principles

Keysight is committed to conducting business in an ethically responsible manner, with strategic and operational policies, including **Keysight Standards of Business Conduct (SBC)**, procedures and values that support transparency, sustainability, and legal compliance; Suppliers shall conduct business as Keysight does, with uncompromising integrity and according to high standards of business ethics.

## 1.1 Antitrust

Antitrust/ Competition laws are aimed at preventing agreements and activities that limit free trade and competition in the market. Suppliers shall understand and comply with these laws wherever you do business and avoid conduct that might suggest a violation.

## 1.2 Business Integrity

Suppliers shall not engage in any forms of bribery, corruption, extortion, and embezzlement. Suppliers shall comply with all applicable anti-corruption laws, rules, and regulations, including the **U.S Foreign Corrupt Practices Act (FCPA)**, the **U.K Bribery Act**, and those enacted under the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions.

Suppliers shall not offer, pay, or promise to pay anything of value, or agree to accept and/or accept anything of value, either directly or indirectly, in exchange for obtaining or retaining business or improper advantage.

## 1.3 Business Information

Truthfully and accurately record and report all business information and comply with applicable laws regarding their completion and accuracy. All records shall be created, retained, and disposed of in compliance with all applicable legal and regulatory requirements.

## 1.4 Conflict of Interest

Suppliers shall avoid the types of situations that can give rise to conflicts of interest, recognizing that they can cloud judgment and impair ability to make business decisions objectively. Suppliers shall not conduct business directly with any Keysight employee whose spouse, domestic partner, other family member or relative holds a significant financial interest in the Supplier company.

## 1.5 Intellectual Property

Suppliers shall comply with copyright laws governing Keysight software, books, images, videos, and other forms of expression in hard copy or electronic form. Suppliers shall not use Keysight's logo or other trademarks, unless specifically authorized by Keysight.

## 1.6 Responsible Sourcing of Minerals

Keysight requires that all Keysight-identified Supply-Chain partners to comply with the conflict minerals requirements of the Dodd-Frank Act and the U.S. Securities and Exchange Commission (SEC). Suppliers shall take reasonable measures to ensure that the tantalum, tin, tungsten, and gold in the products, parts, components, and materials supplied to Keysight are “DRC (Democratic Republic of Congo) conflict-free” as that term is used under [Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act \(“the Dodd-Frank Act”\)](#) and does not directly or indirectly finance or benefit armed groups that are the perpetrators of serious human rights abuses in the Democratic Republic of Congo or an adjoining country. Suppliers shall source in a way consistent with the Organization for Economic Co-operation and Development (OECD) Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas or an equivalent and recognized due diligence framework.

When requested by Keysight, suppliers are required to provide a Conflict Mineral Reporting Template (CMRT) of Conflict Minerals Initiative and Extended Mineral Reporting Template (EMRT) of Cobalt Sourcing Initiative.

## 2. Human Rights

At Keysight, we acknowledge and respect the fundamental principles contained in the Universal Declaration of Human Rights, the tenets of the United Nations (UN) Guiding Principles on Business and Human Rights, core International Labor Organization Conventions, and the laws of countries in which we operate. Keysight is committed to fair employment practices, and complies with all national, state, and local laws, including those pertaining to labor compliance, nondiscrimination, and equal opportunity. We establish [Standard Business of Conduct](#) and [Keysight’s Human Rights and Labor Policy](#) to uphold these specific principles. Suppliers are required to conduct business with these core principles.

### 2.1 Freely Chosen Employment

The use of forced, bonded (including debt bondage) or indentured labor, voluntary or involuntary or exploitative prison labor, slavery, or labor obtained through the trafficking of persons including transporting, harboring, recruiting, transferring, or receiving persons by means of threat, force, coercion, abduction or fraud for labor or services is prohibited.

Suppliers shall comply with all applicable labor laws, rules, and regulations, including but not limited to, all laws forbidding the solicitation, facilitation, or any other use of slavery or human trafficking (as those terms are used in the California Transparency in Supply Chains Act of 2010, California Civil Code, section 1714.43).

Suppliers shall not make use of forced or compulsory labor and supports the elimination of all forms of forced, bonded or involuntary prison labor. All work shall be voluntary, and workers are free to leave work at anytime or terminate their employment.

## **2.2 Child Labor and Young Workers**

Suppliers shall not employ child labor and support the elimination of exploitive child labor. The term “child” refers to any person under the age of 15, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest.

Suppliers may employ young workers who are older than the applicable legal minimum age but are younger than 18 years of age. Young workers shall not perform work that is likely to jeopardize their health or safety, including night shifts and overtime.

## **2.3 Wages and Benefits**

Compensation including those relating to minimum wages, overtime hours, and legally mandated benefits paid to workers shall comply with all applicable wage laws. Workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed in each pay period. Deductions from wages as a disciplinary measure shall not be permitted. Deductions or withholdings are calculated correctly and submitted to the government agency within the local law time frame.

## **2.4 Humane Treatment**

Suppliers shall commit to a workplace free of harsh and inhumane treatment, including violence, gender-based violence, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying, public shaming, or verbal abuse of workers; nor is there to be the threat of any such treatment.

## **2.5 Non-discrimination**

Suppliers shall commit to a workplace free from harassment and unlawful discrimination based on race, color, age, gender, sexual orientation, gender identity and expression, ethnicity, religion, disability, pregnancy, veteran status, national origin, political affiliation, union membership, protected genetic information, marital status, or any other status protected by applicable national or local law.

Keysight is an equal opportunity employer and federal contractor or subcontractor. Consequently, the parties agree that, as applicable, Suppliers with employees in the United States will abide by the requirements of 41 CFR 60-1.4(a), 41 CFR 60-300.5(a) and 41 CFR 60-741.5(a) and that these laws are incorporated herein by reference. These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities and prohibit discrimination against all individuals based on their race, color, religion, sex, sexual orientation, gender identity or national origin. These regulations require that covered prime contractors and subcontractors take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, protected veteran status or disability. The parties also agree that, as applicable, they will abide by the requirements of Executive Order 13496 (29 CFR Part 471, Appendix A to Subpart A), relating to the notice of employee rights under federal labor laws.

## 2.6 Freedom of Association

Suppliers shall respect the rights of workers, as set forth in local laws, to form and join trade unions, to bargain collectively, to engage in a peaceful assembly, and to refrain from such activities.

Workers and/or their representatives shall be able to openly communicate with management regarding working conditions without fear of discrimination, reprisal, intimidation, or harassment.

## 2.7 Working Hours

Supplier shall not require employees to work more than the maximum hours of daily labor set by local law except in emergency or unusual situations.

# 3. Environment, Health & Safety

Keysight values a healthy and safe work environment for all employees and committed to protecting the environment where we operate. [Keysight's Environmental, Health, and Safety Policy](#) promotes a strong environmental, health, and safety culture. We utilize both an Environmental Management System (EMS) and Health and Safety Management System (HSMS) which aligns with ISO14001 and ISO45001 in managing environmental and occupational safety issues. Suppliers shall adhere to Environmental and Health and Safety principles that are similar to those valued in Keysight and comply with all applicable environmental, health and safety laws, rules, and regulations.

## 3.1 Environmental Permits

Suppliers shall obtain, maintain, and keep current with all required environment, health and safety permits, licenses, and registrations and follow the operational and reporting requirements of such permits.

## 3.2 Pollution Prevention and Resource Reduction

Suppliers shall protect the environment by conducting operations with a focus on natural resources conservation, emission reduction, waste minimization, water management, pollution prevention, greenhouse gas reduction, and fulfillment of compliance obligations.

## 3.3 Hazardous Substances and Restricted Material

Suppliers shall comply with [Keysight's General Specification for the Environment \(GSE\)](#) and identify, classify, pack and label chemical substances and mixtures and other materials that are a hazard to humans or to the environment according to [Keysight's Statement on Classification, Labelling and Packaging](#). These materials shall be administered safely during handling, movement, storage, use, recycling or reuse, and disposal.

Suppliers shall make available safety data sheets (SDS) containing all necessary safety-relevant information and provide SDSs to Keysight and other parties as required for safety information relating to hazardous materials.

### Restriction of Hazardous Substances (RoHS)

Suppliers shall adhere to Keysight requirements of RoHS, as outlined in our [Statement on Restriction of Hazardous Substances \(RoHS\) Directives](#) and [RoHS webpage](#). Suppliers are required to respond to Keysight's Material Declaration Requests, including any valid exemptions used, regardless of whether your sales are direct to Keysight or exclusively with third parties.

## 3.4 Occupational Safety and Health

Suppliers shall identify, evaluate, and manage occupational safety hazards through a prioritized process of hazard elimination, substitution, engineering controls, administrative controls, or personal protective equipment.

## 3.5 Emergency Preparedness

Suppliers shall identify and assess potential emergency situations and implement emergency response plans that will minimize harm to life, environment, and property.

## 3.6 Food, Sanitation and Housing

Suppliers shall provide workers with reasonably accessible and clean toilet facilities, potable water, storage, and eating facilities. Worker dormitories provided by the suppliers shall be maintained clean and safe and reasonable personal space along with reasonable entry and exit privileges.



## 4. Product Quality

Keysight earns customer loyalty by providing products and services of the highest quality and greatest value. To ensure we fulfill our promises to our customers, suppliers shall maintain an effective quality management system, which includes continual improvement in accordance with [Keysight's Supplier Quality System Requirements](#).

### 4.1 ESD Control Requirements

Keysight adheres to the industry standard ANSI/ESD S20.20 for ESD controls. Compliance to these procedures is required in all areas where ESD sensitive electronic devices (e.g., parts, assemblies, or products) are manufactured, assembled, tested, serviced, installed, handled, or packaged. Suppliers shall maintain an electrostatic discharge (ESD) control program that meets [Keysight's Supplier ESD Control Requirement](#), wherever parts are ESD sensitive.

### 4.2 Counterfeit Prevention (Electronic Component and Parts)

Keysight is committed to preventing the introduction of counterfeit electronic components into our products. Suppliers shall ensure supplied parts, components, materials, and products that are incorporated into Keysight products are authentic, safe, and connected across the supply chain. Policies and processes shall be established to actively avoid and mitigate the potential impact of counterfeit parts in accordance with [Keysight's Counterfeit Electronic Components Prevention Policy](#).

## 5. Security

Fast-paced technology has introduced some unprecedented challenges that can result in new and unintended security and privacy implications. We recognize the opportunities and challenges that these technologies create and have implemented a security management system which addresses risk mitigation and supply chain security controls.

### 5.1 Customs-Trade Partnership Against Terrorism Program

Keysight is committed to participating in and supporting the [Customs-Trade Partnership Against Terrorism \(C-TPAT\) program](#) and requires all suppliers in connection with providing Goods and Services to Keysight, to be a Customs-Trade Partnership Against Terrorism (C-TPAT) member or a member in an approved Authorized Economic Operator (AEO) program with a Mutual Recognition Arrangement (MRA) with the United States (or an approved MRA), or have security measures in place that meet or exceed CTPAT's Minimum Security Criteria (MSC). When requested by Keysight, suppliers shall demonstrate compliance with this requirement by providing certification thereof to Keysight.

## 5.2 Cybersecurity

As set forth in the [Keysight Computer Virus Control Policy](#), we are committed to assuring that instruments manufactured, refurbished, serviced, calibrated, and demoed by Keysight are free of malware and other computer-based threats. Keysight is focused on assessing supply chain cybersecurity through Keysight's Cyber Supply Chain Risk Management (CSCRM) process to identify potential threats and areas of concern. When requested by Keysight, suppliers shall demonstrate compliance with this requirement by completing the cybersecurity questionnaire to provide us a better understanding of their cybersecurity control level and risks to Keysight.

## 5.3 Privacy

Keysight values the privacy of our employees, customers and third parties with whom we do business and commit to the responsible collection, storage, use, transfer and disposal of their personal data. This commitment is outlined in our [Standards of Business Conduct](#) and [Supplier Privacy Statement](#). Suppliers with access to personal data belonging to Keysight employees or other third parties, shall comply with the terms of any data privacy agreement or addendum with Keysight.

Suppliers shall implement administrative, physical, and technical safeguards to protect any personal data and comply with all applicable privacy and data protection laws, regulations, directives, including, if applicable the [General Data Protection Regulation \(GDPR\) \(Regulation \(EU\) 2016/679\)](#).

## 6. Trade Compliance and Export Control

At Keysight, we recognize that our ability to conduct business internationally is a privilege, not a right, and that violations of import and export laws can significantly impact our operations. Any business transaction that involves the movement of products, services, information, or technology across international borders, shall comply not only with U.S. trade law, but also with the trade laws and regulations associated with the countries in which we do business. Suppliers shall comply with all the applicable trade laws and export control laws associated with the countries in which they do business.

Suppliers must not directly or indirectly provide any goods or services from a country, person or entity that is subject to U.S. and other regional, unilateral, and multilateral regulations that restrict transaction with specific foreign entities, persons, or countries (often referred to as denied, debarred, restricted parties and/or embargoed countries)

## 7. Management System

Suppliers shall implement and maintain a management system to facilitate compliance with all applicable laws, regulations, customer requirements, and mitigation of operational risk, and facilitate continuous improvement.

## **7.1 Commitment and Accountability**

Suppliers shall develop a company statement affirming the commitment to corporate social and environmental responsibility compliance and continual improvement, endorsed by executive management, and posted in the facility in the local language.

Suppliers shall identify a company representative(s) responsible for ensuring implementation and periodic review of the management systems and associated programs.

## **7.2 Legal and Customer Requirements**

Suppliers shall establish a process to identify, monitor and understand applicable laws, regulations, customer requirements, including the requirements of this Code.

## **7.3 Risk Assessment and Management**

Suppliers shall establish a process to identify and manage risks regarding labor practice, ethics, the environment, health and safety, and with respect to all applicable legal requirements.

## **7.4 Improvement Objectives and Corrective Action Process**

Suppliers shall have written performance objectives and targets and implementation plans, including periodic assessments of the performance in achieving those objectives.

Suppliers shall establish a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations, and reviews in accordance with Keysight's Root Cause and Corrective Action Guideline.

## **7.5 Training, Communication and Worker Feedback**

Suppliers shall establish training programs for managers and workers to implement company's policies, procedures, and improvement objectives and to meet applicable legal and regulatory requirements.

Suppliers shall establish a process for communicating clear and accurate information about the policies, practices, expectations and performance to workers, next-tier suppliers, and customers.

Suppliers shall establish an ongoing process that enable worker to raise any concerns, feedback, or violations without fear of retaliation and to foster continuous improvement.

## **7.6 Audits and Assessments**

Suppliers shall perform periodic evaluations to ensure conformity to legal and regulatory requirements.

Suppliers will permit Keysight, and a third party designated by Keysight to evaluate Suppliers' facilities and operations.

## **7.7 Documentation and Records**

Suppliers shall maintain appropriate documents and records to ensure regulatory compliance.

## Resources

Corporate Social Responsibility (CSR)	<a href="https://www.keysight.com/my/en/about/corporate-social-responsibility.html">https://www.keysight.com/my/en/about/corporate-social-responsibility.html</a>
Dodd Frank Act	<a href="https://www.sec.gov/spotlight/dodd-frank-act">https://www.sec.gov/spotlight/dodd-frank-act</a>
Keysight's Environmental, Health, and Safety Policy	<a href="https://www.keysight.com/my/en/assets/9922-01516/exhibits/Keysight-EHS-Policy.pdf">https://www.keysight.com/my/en/assets/9922-01516/exhibits/Keysight-EHS-Policy.pdf</a>
Keysight Human Rights and Labor Policy	<a href="https://www.keysight.com/my/en/assets/3120-1572/exhibits/Keysight-Technologies-Inc-Human-Rights-and-Labor-Policy.pdf">https://www.keysight.com/my/en/assets/3120-1572/exhibits/Keysight-Technologies-Inc-Human-Rights-and-Labor-Policy.pdf</a>
Keysight Standards of Business Conduct	<a href="https://www.keysight.com/us/en/assets/7121-1114/corporate-reports/Keysight-Standards-of-Business-Conduct.pdf">https://www.keysight.com/us/en/assets/7121-1114/corporate-reports/Keysight-Standards-of-Business-Conduct.pdf</a>
Supplier Privacy Statement	<a href="https://www.keysight.com/my/en/assets/9922-01987/exhibits/Keysight-Supplier-Privacy-Statement.pdf">https://www.keysight.com/my/en/assets/9922-01987/exhibits/Keysight-Supplier-Privacy-Statement.pdf</a>
Supplier Resources	<a href="https://www.keysight.com/my/en/about/quality-and-security/supplier-resources.html">https://www.keysight.com/my/en/about/quality-and-security/supplier-resources.html</a>
United Nations (UN) Guiding Principles on Business and Human Rights	<a href="https://www.unglobalcompact.org/library/2">https://www.unglobalcompact.org/library/2</a>

Reviewed and approved by Keysight Global Procurement & Materials VP,  
Amanda Barnabas,  
1<sup>st</sup> February 2023

This policy is approved by Keysight 's executive management and applies to Keysight operations worldwide. Printed copies of this document are uncontrolled.

