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## **Supplier Code of Conduct**

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### **Supply Chain Management**

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## Overview

*Throughout this Supplier Code of Conduct, the terms "Spirit," "we," and "our Company" mean Spirit AeroSystems Holdings, Inc., Spirit AeroSystems, Inc., and all of their subsidiaries.*

Spirit is committed to upholding the highest standards in all our business dealings with our customers and suppliers and providing high-quality products and services. To foster this commitment, we expect suppliers to also uphold these standards and conduct business in an ethical, legal, and socially responsible manner.

Suppliers must comply with this Supplier Code of Conduct ("Supplier Code") which sets forth our minimum expectations for supplier conduct and is not intended to be an exhaustive list of all ethical and business conduct requirements that suppliers must follow. The standards contained within this Supplier Code are based on the United Nations Universal Declaration of Human Rights and the International Labor Organization's Fundamental Conventions.

We expect all suppliers to adhere to the standards set forth in this Supplier Code. To the extent that suppliers subcontract any portion of their obligations, the standards set forth in this Supplier Code also apply to those subcontractors. The term "suppliers" includes suppliers, contractors, professional service providers, consultants, and their respective directors, officers, employees, agents, and affiliates.

The expectations set forth in this Supplier Code are not intended to conflict with the terms and conditions of your contracts with Spirit. If a contract requirement is more restrictive than this Supplier Code, you must comply with the more restrictive contract requirement.

Upon Spirit's request, suppliers will provide written documentation of actions undertaken to evidence the fulfillment of any and all of the requirements identified in this Supplier Code.

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## 1. Compliance with Laws

We require our suppliers to comply with all laws, rules, and regulations in the countries, states, and localities in which they operate including, but not limited to: all anti-trust and fair trade policies, all anti-bribery and anti-corruption laws, all wage and hour laws, all privacy and information security laws, all environmental laws, and all laws that address child labor, forced labor, slavery, human trafficking, equal pay and nondiscrimination, and workplace safety and health. Furthermore, suppliers must conform their practices to any published standards for their industry.

We also expect that suppliers who do business with the U.S. government or in support of U.S. government contracts (at any tier), except for suppliers that are providing only commercial items or are a small business as defined in Federal Acquisition Regulation 52.203-13, will maintain their own code of business ethics and conduct that meets the requirements set forth in Federal Acquisition Regulation 52.203-13.

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## **2. Labor and Human Rights**

We expect our suppliers to develop policies and procedures that apply to all supplier operations and their extended supply chains, consistent with the International Labor Organization's (ILO) Fundamental Conventions, the United Nations Universal Declaration of Human Rights and the United Nations Guiding Principles on Business and Human Rights, to ensure adherence with the following standards. This includes implementing appropriate due diligence and testing measures, training staff, tracking indicators of effectiveness and, if working on government contracts, notify the contracting officer of violations and actions taken against employees where required by the applicable acquisition regulations.

### **2.1. Child Labor**

Suppliers must ensure that illegal child labor is not used in the performance of work. The term "child" refers to any person under the minimum legal age for employment where the work is performed provided the legal age is consistent with the International Labor Organization (ILO) and the United Nations Global Compact principles. When a supplier employs minors, the supplier must follow all laws pertaining to employment of minors and ensure that minors do not perform work that might jeopardize their health, safety, or morals in alignment with the ILO Minimum Age Convention #138

### **2.2. Human Trafficking**

Suppliers must adhere to regulations prohibiting human trafficking, and comply with all applicable local laws in the country or countries in which they operate. Suppliers must refrain from violating the rights of others and address any adverse human rights impacts of their operations.

### **2.3. Harassment**

We expect our suppliers to ensure that their employees are afforded an employment environment that is free from physical, psychological, and verbal harassment, or other abusive conduct.

### **2.4. Non-discrimination**

We expect our suppliers to provide equal employment opportunity to employees and applicants for employment, without regard to race, religion or belief, color, sex, national origin, age, military veteran status, sexual orientation, gender identity, marital or civil partnership status, pregnancy, genetic information, disability, each as recognized by the applicable law(s), or any other characteristic provided by law.

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## **2.5. Substance Abuse**

We expect our suppliers to maintain a workplace free from illegal use, possession, sale or distribution of controlled substances. We further expect our suppliers to, at all times in the performance of work for Spirit, comply with the applicable Department of Transportation, Federal Aviation Administration, and non-U.S. regulatory body rules governing the use of drugs and alcohol.

## **2.6. Retaliation**

We expect our suppliers to have a zero tolerance policy with respect to intimidation or retaliation against anyone who in good faith raises a concern, makes a report, or participates in an investigation in connection with the matters set forth herein.

## **2.7. Freedom of Association**

In accordance with the laws in their jurisdiction, employees of suppliers should be free to join organizations of their own choosing, to bargain collectively, to engage in peaceful assembly as well as freely refrain from such activities. Employees should not be subject to intimidation or harassment in exercising their right to join or not join any organization.

## **2.8. Worker Health and Safety**

Suppliers must comply with all applicable health and safety laws and regulations in the jurisdictions in which they operate. Suppliers must commit to a workplace that is free of harassment and abuse. Suppliers should provide workers with access to clean, safe and reasonable working conditions, and clean, safe and reasonable living conditions in the event that housing is provided to workers. Suppliers are also encouraged to develop and implement emergency plans and response procedures to keep workers safe and secure should emergency events, including those related to weather and natural disasters, occur.

## **2.9. Wages and Benefits**

Suppliers must comply with all applicable minimum wage laws and all applicable workplace laws covering overtime payments and benefits. Suppliers should pay their workers in a timely manner and respect workers' right to a living wage whereby compensation is enough to meet basic needs and provides some discretionary income. No deductions from wages should be made as a disciplinary measure if those wages have already been earned.

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## 2.10. Working Hours

Suppliers must comply with all applicable laws governing maximum hours and rest periods.



### 3. Ethical Business Practices

Suppliers must conduct their businesses in accordance with the highest standards of ethical behavior and are expected not to practice or tolerate any form of corruption, extortion, or embezzlement.

#### 3.1. Anti-Corruption

Our suppliers must comply with the anti-corruption laws, directives, and/or regulations that govern operations in the countries in which they do business, such as the U.S. Foreign Corrupt Practices Act, the U.K Bribery Act, and the Organization for Economic Cooperation and Development (OECD) Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, and associated implementing legislation. Suppliers shall not offer or pay bribes, kickbacks, or other similar payments to any person, organization, or government official to secure improper advantages. This includes a prohibition on facilitating payments intended to expedite or secure performance of a routine governmental action like obtaining a visa or customs clearance, even in locations where such activity may not violate local law. We expect our suppliers to exert due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and the hiring of agents or representatives.

Our suppliers must not offer any illegal payments to, or receive any illegal payments from, any customer, supplier, their agents, representatives, or others. The receipt, payment, and/or promise of monies or anything of value, directly or indirectly, intended to exert undue influence or improper advantage is strictly prohibited. This prohibition applies even in locations where such activity may not violate local law. For more information, please see our Code of Conduct:

<https://www.spiritaero.com/company/ethics-compliance/ethics-overview/>.

#### 3.2. Antitrust

Our suppliers must not engage in any pricing fixing, bid rigging, market allocations, predatory pricing, or other illegal competition practices. Further, suppliers must not exchange current, recent, or future pricing information with competitors in violation of applicable antitrust or competition laws.

#### 3.3. Gifts/Business Courtesies

We expect our suppliers to compete on the merits of their products and services. The exchange of business courtesies may not be used to gain an unfair competitive advantage. In any business relationship, our suppliers must ensure that the offering or receipt of any gift or business courtesy is permitted by law and regulation, and

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that these exchanges do not violate the rules or standards of the recipient's organization and are consistent with reasonable marketplace customs and practices.

### **3.4. Insider Trading**

Our suppliers must not trade or enable others to trade in Spirit securities or securities of any other company while in possession of material, non-publicly disclosed information obtained in the course of their business relationship with us.

### **3.5. Conflicts of Interest**

We expect our suppliers to avoid all conflicts of interest or situations giving the appearance of a potential conflict of interest in their dealings with Spirit. We expect our suppliers to provide notification to all affected parties in the event that an actual or potential conflict of interest arises. This includes a conflict between Spirit's interests and (i) the personal or company interests of the supplier or (ii) the interests of the suppliers' directors, officers, employees, agents, representatives, and affiliates, or their respective close relatives, friends, or associates.

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## **4. Record Keeping and Information Protection**

### **4.1. Maintain Accurate Records**

We expect suppliers to create and maintain fully accurate, auditable records, and not alter any record entry to conceal or misrepresent the underlying transaction represented by it. Records should be retained based on the applicable retention requirements. Suppliers performing as U.S. government contractors (whether direct or indirect) must comply with the requirements in Federal Acquisition Regulation 4.703. Suppliers that are performing or fulfilling a U.S. government role in their prescribed work must comply with the records requirements of the affected agency and any relevant National Archives and Records Administration requirements that apply to that agency.

### **4.2. Information Use and Security**

Suppliers requiring the exchange of confidential information with Spirit are required to execute a confidentiality agreement with Spirit in advance. Unless authorized by Spirit, suppliers shall not share Spirit's confidential information or other information that they acquire with respect to Spirit's business. Suppliers shall ensure, and be prepared to demonstrate, that they have appropriate safeguards in place to protect personal and other confidential information. Unauthorized use, disclosure or loss of Spirit confidential information must be reported immediately to the Spirit Global Compliance Office as set forth under Contact Information below.

### **4.3. Data Privacy**

Suppliers must protect the personal data of everyone they do business with, including customers, suppliers, and employees and comply with all applicable data privacy laws including but not limited to the EU General Data Protection Regulation (GDPR), when personal data is collected, stored, processed, transferred, and shared ("process"). To the extent suppliers process personal data individuals as defined by the GDPR, suppliers must comply with the provisions of the GDPR by only using such personal data for the business purpose for which it was provided, implementing all necessary measures of security and confidentiality in order to protect this type of data, working with Spirit to ensure the compliance with regulations governing the transfer of such data outside the EU, to delete such data at the expiry of any retention periods agreed to between the supplier and Spirit and to reply to any request from data subjects. Should any potential personal data breach occur, suppliers are expected to immediately notify Spirit and contact the Spirit Corporate Privacy Office, as set forth under Contact Information below

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## 4.4. Intellectual Property Rights

Suppliers must comply with all laws and regulations, as well as any contractual provisions between the parties, that protect the intellectual property rights of Spirit and its customers across all jurisdictions in which Spirit or the supplier operates.

## 4.5. Cybersecurity Incidents

If a supplier becomes aware of a cybersecurity incident that impacts Spirit or the security of its information the supplier must promptly contact the Spirit Information Security Office, as set forth under Contact Information below.

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## 5. Environment

### 5.1. Environmental Responsibility

Suppliers must comply with all applicable laws, regulations and directives covering environmental responsibility and protection. Spirit also actively seeks and prefers suppliers that can provide sustainable products and services and that implement measures to minimize energy, water and waste consumption throughout their business.

Spirit encourages its suppliers to adopt the following priorities whenever feasible: (i) maximize the eco-efficiency of products and services across the life cycle, including sourcing, manufacturing, distribution, transportation, use and end-of-life; and (ii) reduce or eliminate waste at the source or through process-related and product-related conservation, recycling and re-using materials.

### 5.2. Chemicals, Air Emissions and Waste Treatment

Suppliers must comply with all applicable laws governing the mitigation of potential impacts to human health.

Suppliers should engage in the following practices whenever relevant to their operations, products or services: (i) chemicals and other materials posing a hazard if released to the environment should be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal; (ii) air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations should be characterized, monitored, controlled and treated as required prior to discharge; and (iii) wastewater and solid waste generated from operations, industrial processes and sanitation facilities should be characterized, monitored, controlled and treated as required prior to discharge or disposal.

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## **6. Global Trade Compliance**

### **6.1. Security**

Suppliers are encouraged to implement the World Customs Organization SAFE Framework of Standards to Secure and Facilitate Global Trade (WCO SAFE Framework) to ensure the security of their supply chains. Global supply chain security programs such as the U.S. Customs-Trade Partnership Against Terrorism and EU Authorized Economic Operators are examples of supply chain security programs that have adopted the WCO SAFE Framework standards.

### **6.2. Import and Export**

We expect our suppliers to ensure that their business practices are in accordance with all applicable laws, directives, and regulations governing the import, export, and re-export of parts, components, technical data, and provision of services.

### **6.3. Anti-Boycott**

Our suppliers must not participate in, cooperate with, or further the cause of any unsanctioned foreign economic boycott, in accordance with the 1977 Export Administration Act and the 1976 Tax Reform Act.

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## 7. Conflict Minerals

Suppliers must adhere to federal laws and regulations reporting companies to make specialized disclosure and conduct due diligence concerning their use of conflict minerals that may have originated in the Democratic Republic of the Congo or an adjoining country. Conflict minerals include cassiterite, columbite-tantalite, gold or wolframite, or their derivatives (tantalum, tin, and tungsten). Under Securities Exchange Act of 1934, reporting companies (such as Spirit) that manufacture or contract to manufacture products that contain conflict minerals must conduct due diligence on the source and chain of custody of the applicable conflict minerals. We expect our suppliers to develop due diligence processes to meet our obligations to ensure that all products are responsibly manufactured. For more information on conflict minerals, please see our Conflict Minerals Policy:

<https://www.spiritaero.com/company/ethics-compliance/human-rights-policy/conflict-minerals-policy/>.

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## 8. Quality

Suppliers must take due care to ensure their work product meets Spirit's and Spirit's customers' applicable quality standards. We expect our suppliers to have in place quality assurance processes to identify defects and implement corrective actions, notify Spirit of any non-conformances in a timely manner, and facilitate the delivery of products and services with quality meeting or exceeding the contract requirements.

We expect our suppliers to develop, implement, and maintain methods and processes appropriate to their products to minimize the risk of introducing counterfeit parts and materials into deliverable products. Effective processes should be in place to detect and contain counterfeit parts and materials, provide notification to recipients of counterfeit product(s) when warranted, and exclude them from the delivered product.



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## 9. Workplace Health and Safety

Spirit is committed to ensuring health and safety in the workplace and for ensuring that suppliers conduct business in accordance with applicable health and safety requirements. As part of that commitment, Spirit encourages its suppliers to adopt and enforce policies that ban text messaging while driving company-owned or -rented vehicles or government owned vehicles, or while driving personally owned vehicles when on official government business or while performing any work for or on behalf of the government. In addition, Spirit encourages suppliers to establish new programs to raise awareness about the safety risk associated with texting while driving through education and other outreach to their employees.

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## 10. Compliance with the Supplier Code

### 10.1. Management Systems

Suppliers must have controls, tools, processes, and management systems in place that (a) monitor its compliance with applicable laws, regulations, and the requirements set forth in this Supplier Code; (b) facilitate prompt discovery, investigation, disclosure (to Spirit and others, as appropriate), and remediation for violations of law, regulations, and the expectations set forth in this Supplier Code; (c) train your directors, officers, employees, agents, representatives, and affiliates with respect to applicable laws, regulations, and the expectations set forth in this Supplier Code. Suppliers should also ensure that its own suppliers and all contactors, and third-party recruitment agencies it uses are compliant with the provisions and spirit of Spirit Supplier Code of Conduct.

### 10.2. Audit

Spirit reserves the right (and you will permit Spirit) to assess your compliance with the expectations set forth in this Supplier Code by conducting reasonable on-site audits of your facilities or reviewing related documentation and records. Spirit does not assume any duty or responsibility to ensure compliance with this Supplier Code; instead, you acknowledge that you are solely responsible for full compliance with this Supplier Code, applicable laws, and regulations by your directors, officers, employees, agents, representatives, and affiliates.

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## 11. Contact Information

Each supplier is responsible for understanding and complying with this Supplier Code. If a supplier has concerns or questions regarding any matters discussed herein or other ethical or legal compliance issues, the supplier should contact the Spirit Global Compliance Office at P.O. Box 780008, MC 11 70, Wichita, KS 67278-0008 or [Compliance@spiritaero.com](mailto:Compliance@spiritaero.com).

Personal data breaches must be reported by contacting the Spirit Corporate Privacy Office at [CorporatePrivacy@spiritaero.com](mailto:CorporatePrivacy@spiritaero.com).

Cybersecurity breaches must be reported by contacting the Spirit Information Security Office at [informationsecurity@spiritaero.com](mailto:informationsecurity@spiritaero.com).

Further, supplier may confidentially report matters to Helpline at <http://secure.ethicspoint.com/domain/media/en/gui/16130/index.html> or by calling the following ETHICSPPOINT 24/7 hotline numbers:

U.S.	1-888-577-9490
UK	08-000328483
Malaysia	1-800-80-8641
France	0800-902500

**SUPPLIER'S CERTIFICATION OF COMPLIANCE**

Suppliers are expected to comply with this Supplier Code and this Supplier Code shall be deemed a material part of supplier's agreement with Spirit. Suppliers should have adequate monitoring and record keeping systems to ensure compliance with this Supplier Code. Spirit reserves the right to monitor, review and verify compliance with this Supplier Code. By accepting a purchase order from Spirit, the supplier acknowledges its acceptance of this Supplier Code and intention to comply with its requirements. Failure to comply with this Supplier Code is a material breach of the purchase order and any related agreements and may result in termination of a supplier's relationship with Spirit with no liability to Spirit.