

CORPORATE POLICY & PROCEDURE

Supplier Code of Conduct100-ESG-002
Revision 0

April 18, 2022

Issue Authorization

Matthew Becker, Canadian Compliance Director

Management Approval

Chris Smith, Vice President of Compliance

Internal Use Only

Uncontrolled when printed or downloaded unless otherwise identified

This document is designed for use by MISTRAS Group, Inc. personnel. The contents may be shared with other personnel but may not be copied nor shall the document remain on the premise of any party other than MISTRAS Group, Inc. without written agreement. This document is not valid without the "Issue Authorization" digital signature. The technical content of this document has been reviewed and approved by the individuals noted above.

Revision/Review History

Rev 0	2022/04/18	Original Issue
-------	------------	----------------

Table of Contents

Caring Connects	4
1.0 Purpose.....	4
2.0 Scope	4
3.0 Health, Safety, and Environment.....	4
3.1 Health and Safety Practices	4
3.2 Environmental Protection	5
4.0 Legal Directives.....	5
4.1 Laws, Regulations, Labor Practices, and Human Rights	5
4.2 Intellectual Property	6
4.3 Export/Import Controls and Trade Regulation	6
4.4 Conflict Minerals and Raw Material Procurement.....	6
4.5 Criminal Activity	6
5.0 Supplier Compliance Responsibilities	6
6.0 Supplier Ethics	7
6.1 Ethics.....	7
6.2 Fair Competition	7
6.3 Anti-Corruption	8
7.0 Reporting	8
8.0 Records and Confidentiality.....	9
8.1 Records and Data Protection	9
8.2 Access to Records.....	9
8.3 Insider Trading	9
9.0 Event of Violation	9

Caring Connects

At MISTRAS, we're a team **connected by a common thread of caring** – about one another, our customers, the environment, and the work we do.

We see it as our responsibility to look out for one another, by **fostering a culture of togetherness, safety, respect, and contribution** which enables each individual member to feel that they're a part of something bigger.

Safety and health are an integral part of all our activities. We believe that all safety incidents are preventable if the proper care measures are taken.

MISTRAS Expectations:

- Role model and teach all MISTRAS safety processes / approaches
- Intervene if you see any unsafe action or situation
- Look out for your coworker's safety, and care enough to say something if you can see a better way
- Remember Caring is making sure everyone goes home in the same condition as they arrived

1.0 Purpose

At MISTRAS, we are committed to communicating our business' environmental, social and governance aims and objectives to all staff, as well as to customers, investors, and other external stakeholders. We expect similar standards from all suppliers and contractors but, where applicable, assist customers to use products and services in a manner that benefits the user, the employee, the environment, and communities in which they operate.

To ensure a consistent approach across all MISTRAS locations, this policy is fully endorsed and supported by the MISTRAS Group, Inc., executive leadership team. This policy applies across our global organization, to all vendors/suppliers doing business with MISTRAS Group.

This document sets forth minimum workplace standards and business practices that are expected of any supplier/vendor doing business with MISTRAS consistent with our company's values. Suppliers may be audited for compliance with this Supplier Code of Conduct as a condition of continuing business with MISTRAS.

2.0 Scope

This policy establishes the minimum expectations MISTRAS requires its suppliers to meet relating to our business relationship. This Supplier Code of Conduct applies to our suppliers, their employees, agents, and subcontractors providing goods or services to MISTRAS. The Supplier is fully responsible for ensuring the compliance of all subcontractor(s) as if it were the Supplier itself.

3.0 Health, Safety, and Environment

3.1 Health and Safety Practices

- 1) MISTRAS expects our suppliers to care as much about the health and safety of their workers and their communities as MISTRAS does and to implement proper procedures and controls to protect their workers, communities, and the environment in which we live. The supplier will work under the authority of the MISTRAS policies and procedures if it is identified that there are missing policies or procedures by the supplier.
- 2) Suppliers are responsible for providing adequate safety training for their employees and contractors in compliance with applicable federal, state, and local workplace safety practices. Further, compliance with MISTRAS safety requirements must be adhered to while providing goods or services at MISTRAS locations (unless Supplier's requirements are more restrictive than MISTRAS').

3.2 Environmental Protection

- 1) At MISTRAS, environmental considerations are an integral part of our business practices. MISTRAS expects its suppliers shall comply with all applicable environmental laws and regulations.
 - a) Suppliers shall maintain all required environmental permits and registrations and follow the operational and reporting requirements of such permits.
 - b) Suppliers shall comply with regulated substance specifications and with any applicable laws and regulations prohibiting or restricting the use or handling of specific substances.
 - c) Suppliers shall endeavor to reduce or eliminate solid waste, wastewater, and greenhouse gas emissions by implementing appropriate conservation measures in their production, maintenance, and facility processes.
 - d) Suppliers shall manage, control, treat, and/or dispose of non-hazardous solid waste, wastewater, and/or greenhouse gas emissions generated from operations as required by applicable laws and regulations before discharge.
- 2) Monitoring Performance

MISTRAS recognizes the importance of monitoring progress and reviewing performance of environmental and safety objectives against established goals and targets, on a regular basis through our scheduled management reviews and publication of annual results.

4.0 Legal Directives

4.1 Laws, Regulations, Labor Practices, and Human Rights

- 1) It is expected that Suppliers perform all duties, services, and contractual obligations in compliance with all local, national, and international laws and regulations applicable to their business. In addition, Suppliers must comply with the terms, conditions, and other provisions specified in their contract or agreement with MISTRAS. This Supplier Code of Conduct forms part of, and is incorporated in, the contracts and agreements with MISTRAS and its purchase orders.
- 2) Suppliers should uphold the human rights of workers and treat them with dignity and respect and comply with the following expectations:
 - a) Employ only workers who meet applicable minimum legal age requirement, except that in no event shall the Supplier employ a person under the age of 16, even if local law permits otherwise. Additionally, Suppliers shall comply with all applicable child labor laws according to local regulations.
 - b) Suppliers who utilize or participate in forced labor, slavery, or human trafficking in any way shall under no circumstances be utilized by MISTRAS or its Suppliers. Failure to meet company standards regarding slavery and trafficking will result in removal from the approved Supplier status. MISTRAS maintains internal accountability standards and procedures for employees or contractors failing to meet company standards regarding slavery and trafficking.
 - c) The use of harassment (regardless of gender, race, religion, sexual orientation, disability, etc.), and/or threats of violence is prohibited. It is expected that Suppliers shall treat employees with dignity and respect and suppliers/vendors should treat MISTRAS employees with dignity and respect as well in accordance with MISTRAS' Caring Connects.
 - d) Establish set working hours, wages, and overtime pay in compliance with all applicable laws. Workers shall be paid at least the minimum legal wage, or a wage that meets local industry standards, whichever is greater.

- e) Respect employees' rights to join or not join any lawful organization, including trade unions and works councils, and shall comply with all applicable laws pertaining to freedom of association and collective bargaining.
- f) Employ workers based on the potential employee's ability to do the job, not based on their personal characteristics or beliefs (including, but not limited to, race, color, gender, nationality, religion, maternity or marital status, and age).

4.2 Intellectual Property

Suppliers must respect the intellectual and other property rights of MISTRAS and other third parties including all patents, trademarks, copyright, and trade secrets. Suppliers will protect and responsibly use the physical and intellectual assets of MISTRAS when given access to and/or permission to use said assets. Suppliers may only use MISTRAS information for authorized purposes in accordance with any nondisclosure or other agreement and applicable law.

4.3 Export/Import Controls and Trade Regulation

Suppliers will comply with all applicable laws and regulations governing the import, export, and re-export requirements and restrictions of domestic and foreign origin parts, components, and related technical data. Suppliers must not do business with any person or entity restricted by applicable law or participate in any unlawful boycott.

4.4 Conflict Minerals and Raw Material Procurement

1) Raw Materials

Suppliers should ensure that their procurement of resources is lawful and responsible. To this end, Suppliers should avoid procurement and utilization of any raw materials that were obtained unethically or illegally.

2) Conflict Materials

Our Suppliers must exercise reasonable and diligent efforts to determine if their products contain conflict minerals (tin, tantalum, tungsten, and gold). If so, we expect all Suppliers to implement supply chain due diligence processes to identify the sources of these minerals, and to support efforts to eradicate the use of conflict minerals that directly or indirectly finance or benefit militias. Further, Suppliers are obligated to disclose the origin or source of their material resources annually and provide updates to this annual reporting upon request of MISTRAS.

4.5 Criminal Activity

Participation in money laundering or the financing of terrorists or criminal activities in any way is strictly prohibited and will result in removal from the approved suppliers list indefinitely.

5.0 Supplier Compliance Responsibilities

- 1) In accordance with the code of conduct outlined within this policy, MISTRAS reserves the right to ensure compliance with this code of conduct by all suppliers utilized. MISTRAS will audit, at a minimum, top tier suppliers as defined by total spend or technical criticality. The Supplier will accommodate MISTRAS' audit as required. The audits measure suppliers on safety performance, environmental performance/impact of products and/or services, labor practices and human rights performance and any other areas under the authority of this document. MISTRAS will expect vendors to maintain their programs to a level equivalent to or better than those of MISTRAS.
- 2) MISTRAS requires all suppliers to self-monitor their compliance with this code and communicate to its personnel the standards to which the supplier is committed, including relevant laws and regulations. MISTRAS requires all suppliers to inform us in a timely manner of any non-compliance identified. All instances of non-

compliance will be reviewed fully, and we will ensure that remediation occurs timely and in accordance with the standards of MISTRAS.

- 3) Additionally, MISTRAS personnel monitor vendor compliance with the code of conduct in the normal course of operations through on-going discussions with suppliers, evaluation of supporting documentation and examination of terms and conditions provided by the supplier. All suppliers upon initial setup are provided the code of conduct via MISTRAS personnel and all recurring vendors are provided the code of conduct at least annually, or more frequently as updates are made. MISTRAS personnel receive training to ensure sufficient knowledge of the standards outlined within this code of conduct (i.e. human trafficking and slavery, conflict minerals) to ensure continued compliance.
- 4) Failure to self-monitor and timely report deviations and violations, failure to agree to a remediation plan and/or failure to implement a remediation plan could adversely affect the ability of the supplier to be awarded additional work in the future and/or result in termination of on-going work/services provided.
- 5) Any non-conformance with MISTRAS requirements will be documented and published allowing for evaluation of supplier performance and compliance.
- 6) The supplier will work under the authority of the MISTRAS policies and procedures if it is identified that there are missing policies or procedures by the supplier.

6.0 Supplier Ethics

6.1 Ethics

Suppliers shall commit to the highest standards of ethical conduct when dealing with their employees, suppliers, and customers.

- 1) Suppliers shall prohibit any and all forms of corruption, extortion, and embezzlement by its employees, officers, directors, or agents.
- 2) Suppliers shall adhere to standards of fair business, advertising, and competition.
- 3) Suppliers shall not offer or accept bribes or other means to obtain an undue or improper advantage.
- 4) Suppliers shall accurately record and disclose information regarding their business activities, structure, financial situation, and performance in accordance with applicable laws and regulations as well as prevailing industry business practices.
- 5) Suppliers shall respect intellectual property rights and safeguard customer information. Transfer of technology and know-how shall be done in a manner that protects intellectual property rights.
- 6) Suppliers shall implement processes as well as procedures and exercise due diligence to detect and avoid counterfeit parts.
- 7) Suppliers shall implement a comprehensive business continuity plan throughout its operations and supply chain to preserve the safety of workers, protect physical property from loss and damage, safeguard intellectual property, prevent interruptions in the manufacturing process, and ensure the integrity of shipments at the point of origin.
- 8) Suppliers shall implement processes to address the confidentiality and protection of an employee who in good faith raises a concern, makes a report, or assists with an investigation related to potential ethical or criminal violations.

6.2 Fair Competition

Suppliers must not engage in collusive bidding, price fixing, price discrimination, or other unfair trade practices in violation of fair competition laws or antitrust laws that govern their jurisdiction. Suppliers must not share or exchange price, cost, or other competitive information with respect to any proposed, pending, or current procurement by MISTRAS.

6.3 Anti-Corruption

- 1) MISTRAS is committed to complying with anti-corruption laws that prohibit bribes, kickbacks, or other corrupt actions to obtain or retain business or obtain any improper advantage. All Suppliers are expected to comply with applicable anti-corruption laws while conducting business with MISTRAS. Suppliers are prohibited from directly or indirectly offering, giving, accepting, or receiving any form of bribe, kickback, or other corrupt payment, to or from any person or organization, including government agencies or officials, private companies, or employees of those private companies.
- 2) Prohibited by this policy are all offers, payments, transfers, acceptances, or receipts of any unlawful or excessive gift, contribution, payment, favor, or service for the purpose of obtaining or retaining an improper business benefit, including all transfer of cash or its equivalent, excessive gifts in kind, or in services, as well as corrupt contributions, grants, or fees payable to third parties.
- 3) Suppliers shall not engage in any improper payments, offers or solicitations to MISTRAS personnel. Reasonable, noncash gifts having a token or nominal (modest) value, as well as reasonable meals and entertainment for legitimate business purposes, are acceptable provided they are not intended and cannot be construed as bribes, kickbacks or other forms of compensation to the MISTRAS recipient. The giving to any MISTRAS personnel of any cash gift (including cash equivalents such as gift cards, stocks or bonds) or any personal loan is strictly prohibited regardless of value.

7.0 Reporting

- 1) We encourage active reporting by our Suppliers of any ethical, legal, or safety concerns or potential violations, whether related to this Supplier Code of Conduct or generally arising from Supplier relationships with MISTRAS. Suppliers are responsible for promptly informing their MISTRAS contact when any situation develops that causes the Supplier to operate in violation of the law of this Supplier Code of Conduct. As we seek to improve the health and well-being of our employees, community, and environment, we hold ourselves to these principles as well, and we encourage you to report any perceived violations involving MISTRAS employees. Suppliers who believe that a MISTRAS employee, or anyone acting on behalf of MISTRAS, has engaged in illegal or improper conduct, should report the matter to MISTRAS without fear of any negative impact on the business relationship.
- 2) Suppliers and any individual employee of a Supplier can confidentially report their concerns to MISTRAS' hotline or its Legal and Compliance department via phone, web, or email 24 hours a day, seven days a week.

Hotline: 800-443-6314

Email: Ethicspoint.MISTRASgroup.com

Mail: MISTRAS Group, Inc.
Attention: Legal Department
195 Clarksville Road
Princeton Junction, NJ 08550

- 3) Subject to applicable law, MISTRAS will maintain confidentiality of all reports to the extent possible. MISTRAS will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or reported questionable behavior or a possible violation of this Supplier Code of Conduct.
- 4) Note to individuals covered by EU data protection laws: In the framework of reporting or investigating concerns under this Supplier Code of Conduct, personal data may be made available to service providers or other MISTRAS entities or personnel based in other countries, which may not be part of the EEA. MISTRAS will take appropriate measures to ensure that such transfers comply with the EU data protection requirements.
- 5) We expect all suppliers to additionally comply with local, regional, and national privacy laws in which they operate.

8.0 Records and Confidentiality**8.1 Records and Data Protection**

- 1) Suppliers must honestly and accurately keep records of all pertinent business information and comply with all applicable laws regarding their completion and accuracy. Accounting records must, in reasonable detail, accurately and fairly reflect transactions, assets, liabilities, revenues, and expenses.
- 2) Suppliers are responsible for maintaining adequate data protection controls and ensuring that MISTRAS data is not intentionally or unintentionally disclosed to unauthorized third parties. Sensitive, confidential, and proprietary MISTRAS data must be encrypted when stored on Suppliers' servers, desktops, and laptops. The server areas where MISTRAS data is stored must be restricted only to Supplier personnel with a need to know such data in order to fill the Supplier's obligations to MISTRAS. At a minimum, the Supplier's data protection controls must include the following: use of current, reputable anti-virus software for all servers, desktops, and laptops; robust password controls; maintenance of Wi-Fi and network security protocols (i.e. strong encryption); and sufficient data recovery processes to recover from IT outages within a commercially reasonable timeframe. Further, it is the responsibility of all Suppliers to provide cyber security training to their employees on a recurrent basis and to maintain IT and information security logs for a minimum of 6 months.

8.2 Access to Records

The Supplier will allow MISTRAS and/or any of its representatives or agents access to its facilities and all relevant records associated with the products and services provided to MISTRAS. The Supplier and MISTRAS will establish a mutually agreeable date and time for access. However, risks to MISTRAS' business may require immediate access to the products, services, and associated records. The Supplier will accommodate MISTRAS' access as required and agree to cooperate with MISTRAS to investigate any allegations of wrongdoing, misconduct, or corruption.

8.3 Insider Trading

Suppliers must ensure that non-public information obtained in the course of their relationship with MISTRAS is not disclosed or used for the personal benefit of the Supplier's business partners, their employees, or others.

9.0 Event of Violation

Any violation by the Supplier of this Code of Conduct shall constitute a material breach of this Agreement and shall subject the Agreement to summary termination without compensation to the Supplier. The Supplier shall promptly report to MISTRAS notice of known breach of this Code and implement a corrective action plan to cure the noncompliance within a specified time period (furnished to MISTRAS in writing). If the Supplier fails to meet the corrective action plan commitment, MISTRAS may terminate the business relationship, including suspending placement of future orders and reasonable costs of investigating noncompliance.