

BIG CONSTRUCTION

VENDOR CODE OF CONDUCT & ETHICS

Introduction, Implementation & Enforcement

BIG Construction, LLC (BIG) embraces a culture of integrity in our operations and business relationships. As an employer and partner, we apply our core values through value-based management by striving to create a positive workplace environment for all employees and stakeholders.

BIG's practice of ethics applies to all aspects of our business, and is relevant to the conduct of you as our vendor. This Vendor Code of Conduct & Ethics policy ("VCCE") sets forth the basic requirements of professionalism, commitment to trust and transparency, and the highest ethical standard of conduct while adhering to the laws, rules, and regulations of the communities where we do business.

As a condition of doing business with BIG, all subcontractors, suppliers, and service providers are required to fully comply with our VCCE. The acknowledgment and adherence to this VCCE is part of our vendor due diligence function and rigorous prequalification program. Failure to act in a manner consistent with the VCCE may result in the vendor's breach of a project-specific contract agreement and immediate termination of the business relationship with BIG.

Business Relations Financial Concerns

We must all be committed to protecting all parties from financial conflicts, including business interests, courtesies, and any other obligation that may interfere with the ability to objectively perform job duties and responsibilities or impair independence and objectivity. Financial conflicts occur when a personal benefit creates competing loyalties at the expense of the parties involved, directly or indirectly. Offering, soliciting, paying, or accepting anything of value in exchange for business or some other favor without first obtaining approval is inexcusable. This applies to offering or receiving money, gifts, discounted items or services, or other arrangements with the intent to induce a business transaction. All business transactions shall be handled ethically and transparently as outlined in the following:

Conflict of Interest

Any financial conflicts or concerns must be disclosed by our vendors, employees, and any other parties in connection with the business matter. BIG is contractually obligated to identify and report all actual or potential conflicts to our clients in connection with their work. Vendors are expected to use good judgment and common sense in anticipating situations that may give rise to a conflict of interest or appearance of a conflict of interest in order to be avoided. Vendors must have and enforce policies that prohibit providing and receiving improper benefits through their relationships with BIG.





Gifts, Favors & Anti-Corruption

BIG employees and partners should endeavor to deal fairly with our vendors, customers, suppliers, competitors, and employees. None should take advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

Occasional small gifts or modest business entertainment provided by vendors must not be given with the intent to affect an employee's business judgment and must not give the appearance that judgment may be affected. Gifts extended by vendors or other parties that are unlawful, improper, or designed to influence business or political processes are not permitted. Gifts, gifts-in-kind, or services valued over \$250 may not be accepted without prior written approval by BIG management or if they can be viewed as being done to gain a business advantage.

BIG maintains a zero-tolerance policy for payments, bribes, kickbacks, or other benefits extended and expects our vendors to enforce anti-corruption policies that mandate the same. Bribery is the direct or indirect giving or receiving anything of value intended to improperly influence business judgment. Our employees and vendors are expected, upon learning of or suspicion of any policy violation, to immediately escalate any questions regarding how to address conflicts to BIG management.

Employment Practices - Health, Safety, Security, and Environment

The health, safety, security, and environment of our vendors, employees, and other personnel associated with BIG's projects is our highest priority. Vendors must have established policies and procedures that provide their workers a safe, secure, and healthy working environment; minimal health and safety risks; accident prevention support; and ensure the health and safety of all personnel and all others affected by their activities. All conduct, actions, or practices that violate a local, state, or federal environmental, health, or safety code must be monitored on a routine basis. This includes building code violations, environmental hazards, safety concerns, and related issues.

Substance Abuse

The maintenance of a safe and healthy workplace also requires that the workplace be free of drugs and alcohol. The unlawful use, possession, distribution, concealment, transportation, or manufacture of illegal drugs, intoxicants, controlled substances, or drug paraphernalia in the workplace or while conducting business is strictly prohibited. Vendors must inform their BIG representative if they suspect that any member of their workforce is under the influence of illegal drugs, prescription drugs, or over the counter medication that could affect the employee's ability to work safely or efficiently.

Similarly, work must never be performed while under the influence of alcohol. Alcohol may not be consumed on a BIG job site or while working on behalf of BIG, including during breaks and mealtimes.

Threats, Physical Violence, Weapons & Theft

Violence in the workplace is not tolerated. Vendors must not engage in violent behavior or bring weapons of any kind onto the job site. Statements or actions that threaten acts of violence or the presence of weapons, firearms, ammunition, explosives in the workplace, on work premises, or in a work vehicle are forbidden.

Job site theft is a crime, and our vendors are responsible for the action of their employees. The unauthorized removal or taking of supplies, equipment, furniture, fixtures, products, cash, merchandise, or other tangible property will not be tolerated.

Harassment, Bullying, Discrimination & Personal Relationships

Employees are afforded a working environment free from harassment and unlawful discrimination on the basis of race, color, sex, national origin, religion, age, disability, or sexual orientation. Conduct, statements, or actions whether deliberate or indeliberate that violate internal anti-harassment policies and or external governing law including local, state, and federal are strongly prohibited. Vendors & BIG employees are expected to treat all individuals with respect, tolerance, dignity, and without prejudice to create a mutually respectful and positive working environment. BIG will not tolerate any form of harassment or bullying.

Vendor favoritism and special relationships have no place in BIG's business environment. Relatives, significant others, and close personal friends may not perform services or provide goods for BIG, unless fully disclosed to BIG in advance of any transactions.

Child Labor & Involuntary Labor

Vendors must not employ child labor and must take the necessary preventive measures to ensure that it does not employ anyone under the applicable legal minimum age of employment. In no event may Vendors employ workers younger than the age of completing compulsory education. Vendors are prohibited from engaging in any form of involuntary labor of any kind, including human trafficking, prison labor, debt bondage, and the use of forced labor.

Wages, Hours & Statutory Benefits

Vendors will set working hours, wages, and overtime pay in compliance with all applicable laws. Workers must be paid at least the minimum legal wage, or a wage that meets local industry standards, whichever is greater. Suppliers must contribute to all statutory social security and welfare funds to which employers are required by law to contribute, including medical and injury insurance.

Freedom of Association

Vendors shall not interfere with workers who wish to lawfully and peacefully associate, organize, or bargain collectively. The decision of whether or not to do so should be made solely by the workers. Vendors shall have processes to identify, understand, and implement applicable laws and regulations, and requirements of this VCCE. Vendors shall maintain documents and records to ensure regulatory compliance.



Operations Process Integrity

Vendors are expected to conduct business with integrity and mutual respect, and to uphold the highest standards of ethics and behavior in every aspect of their businesses, including relationships, practices, sourcing, and operations.

Responsible Procurement

Vendors are expected to select goods and services in a completely impartial manner based on price, quality, performance, and suitability. Procurement on behalf of BIG should be impartial and always in the best interests of BIG and should not give any supplier an improper advantage over another. All estimating and purchasing protocols must be reviewed by our vendors at least annually to mitigate price fixing, bid rigging, collusion, and contracting with fraudulent M/WBEs. Monitoring initiatives shall be designed to identify subcontractors that directly or indirectly violate terms or conditions established in subcontractor agreements and the VCCE.

Competing Fairly

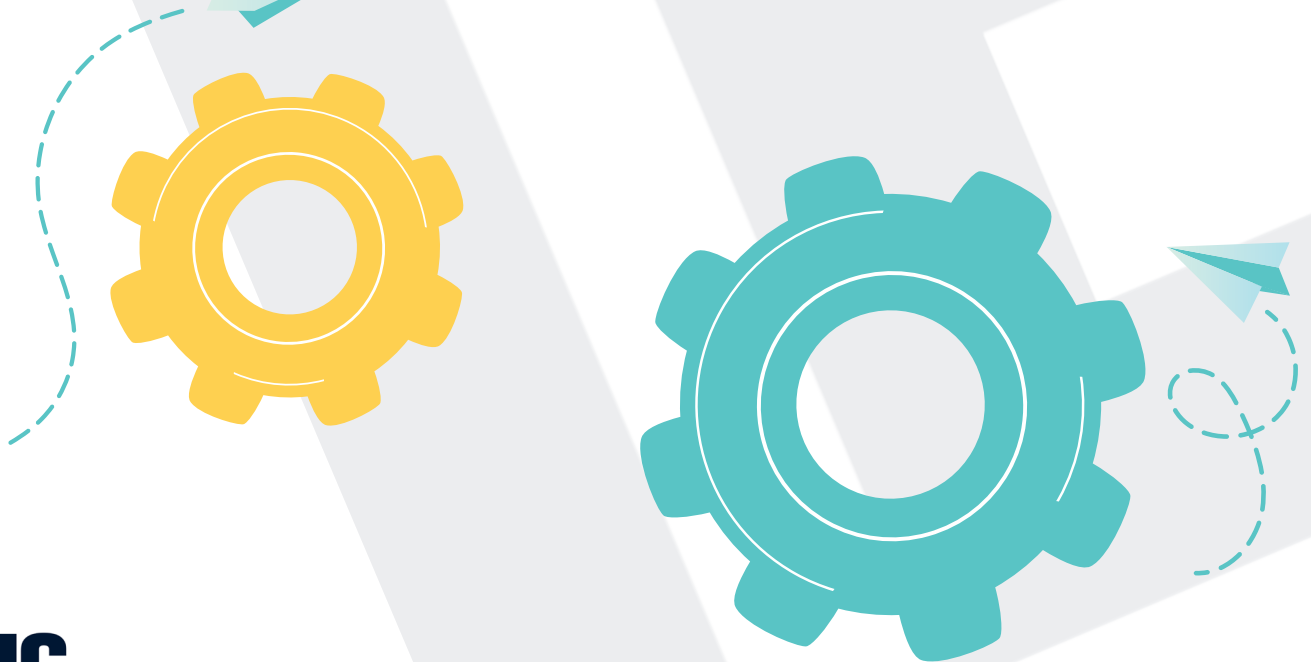
BIG believes that only legitimate factors such as merit, quality, and price should determine who succeeds in the marketplace. Our Suppliers are expected to compete honestly and fairly and refrain from engaging in collusive bidding, price discrimination, anti-competitive behavior, and other unfair trade practices.

Fair dealing and non-collusive behavior in contracting are mandated. Antitrust laws prevent certain anti-competitive conduct by contractors. This includes collusive agreements between competitors to set prices, conspire on employee wages, and agree to render or eliminate services from the marketplace. Discussing operations or other internal practices with a competitor is forbidden.

Accounting, Record Keeping, Payroll & Business Entity Participation Reporting

Policies and controls relating to financial accounts, records, and procedures could raise compliance issues with regard to fraud and overbilling. Vendors must monitor these processes periodically to foster transparency in accounting and financial controls. Vendors must maintain accurate and complete records and documentation of all work performed for BIG Construction. This includes but is not limited to subcontracts, purchase orders, subcontract change orders, fieldwork tickets, permits, bid proposal documentation safety logs, injury/incident reports, work time, union pay records, and certified payroll for public-funded projects. False, fraudulent, improper, or questionable billing practices are unacceptable.

Relating to MBE & WBE participation credits for subcontracted work, all vendors are to be in full and strict compliance with all applicable regulatory, statutory, and contractual requirements. Vendors shall have processes to identify, understand, and implement applicable laws and regulations, and requirements of this VCCE. Vendors shall maintain documents and records to ensure regulatory compliance. Falsely reporting an MBE & WBE owned business entity or participation on a project, especially where such entity is not performing a commercially useful function is fraudulent. This unlawful activity is forbidden and will not be tolerated by BIG.



Misuse of Information, Assets, or Resources

Vendors should protect all confidential information, assets, and project resources and ensure their efficient use. Collectively, employees have a responsibility for safeguarding confidential information and company assets.

Disclosure of Confidential Information

All Vendors are expected to safeguard BIG's non-public information. BIG is committed to protecting the confidentiality of company information which includes, but is not limited to, confidential customer names, contracts and pricing information, marketing plans, financial information, technical specifications, business plans, and personal information.

Vendors and Suppliers may not disclose BIG's confidential or private (non-public) information to anyone outside BIG, including family members, without BIG's express written consent. Confidential and private information obtained while working for BIG may not be used for any purpose whatsoever without BIG's express written consent, even after the Vendor's working relationship with BIG ends.

Because of the importance of protecting confidential, private, proprietary information, certain Vendors may be asked to sign Confidentiality Agreements. If you have any questions about what constitutes proprietary or confidential information or how to best protect it, contact your BIG project representative.

Misuse of Resources

The improper, unauthorized, or unlicensed use of property or resources for non-business-related reasons or purposes is strictly prohibited by BIG. Any situations or incidents that could lead to the misuse, loss, or waste of Company resources and property should be reported immediately.

Reporting Violations

It is the responsibility of each Vendor to ensure compliance with this VCCE. Vendors shall promptly report to BIG Management questionable behavior, concerns, and potential or actual violations of this VCCE upon learning of the same and implement a corrective action plan to cure the non-compliance within an agreed upon period.





ACKNOWLEDGMENT OF BIG'S VENDOR CODE OF CONDUCT AND ETHICS

BIG is committed to the highest ethical standards in the conduct of our business. This is a hallmark of our success and how we inspire our employees. BIG requires all existing vendors with which the Company conducts business to acknowledge and agree to abide by the policies and standards set forth in BIG's Vendor Code of Conduct & Ethics (VCCE) during each vendor qualification annual renewal process. All vendors are required to have an acknowledged VCCE on file with BIG prior to issuance of any Subcontract Agreement, Subcontract Work Order, or Purchase Order. This is a mandatory prerequisite for new vendor consideration.

ACKNOWLEDGMENT

I, on behalf of _____ (vendor firm name), hereby received, read, understand, acknowledge and agree to abide by the policies and standards of BIG's Vendor Code of Conduct & Ethics (VCCE) and ensure that the employees, officers, and any representatives acting on behalf of _____ (vendor firm name) are aware of and abide by such policies and principles in the process of preparing and submitting bids, proposals and pricing for BIG work, in the provision of goods and services to BIG, and during the performance of all agreements entered into with BIG for such purposes.

I represent that I have no knowledge of any violation of the VCCE, and agree that I will immediately report any VCCE violation of which I become aware to any one of the following:

- BIG Ethics Website (online submission): www.buildBIG.com/compliance/reporting
- BIG Ethics E-Mail Hotline: compliance@buildBIG.com

Authorized Signatory: _____

Printed Name: _____

Title: _____

Date: _____