



ADP Vendor Code of Conduct

“No one ever was satisfied with how well you had done yesterday... It was always a question of doing things better.”
— Henry Taub, ADP Founder

“Since 1949, ADP has earned the trust of its customers by being the hallmark for integrity, quality and reliability. ADP’s vendors have helped facilitate our success and participate in it by conducting business with a shared focus on compliance, ethics, and integrity. The ever-changing landscape of competitive and regulatory challenges in today’s environment makes our vendors’ commitment to compliance and ethics even more critical. Our alignment in these areas will foster our continued success and partnership. Accordingly, it is imperative that you continue to comply with the attached ADP Vendor Code of Conduct.”

— Michael Donohue, ADP Chief Procurement Officer



Introduction

ADP's commitment to maintaining the highest ethical standards starts at the top and resides with every employee. ADP's continued success depends upon fostering a culture in which our vendors reinforce our values, and we expect our vendors to operate in compliance with the principles outlined in this Vendor Code of Conduct (this "Code"). The term "Vendors" (individually, a "Vendor"), as used in this Code, means any affiliate, subsidiary, employee, agent, supplier, subcontractor or other representative of an entity that provides goods or services to, or on behalf of, Automatic Data Processing, Inc., its subsidiaries and/or affiliates ("ADP").

The provisions of this Code are in addition to those specified in any agreement between a Vendor and ADP. Failure to comply with the terms of this Code may jeopardize a Vendor's relationship with ADP, up to and including termination of some or all of the services being provided by a Vendor to ADP.



Employment and Labor

Human Rights

Vendors shall (i) treat all of their workers fairly and with dignity, (ii) adopt an approach to human rights consistent with the United Nations Universal Declaration of Human Rights, (iii) support and respect the protection of internationally proclaimed human rights, and (iv) ensure that they are not complicit in human rights abuses.

Freedom of Association

Where legally authorized, Vendors shall respect their employees' rights to join or form trade unions and to bargain collectively, or to conduct similar activities.

Employment Practices

Vendors shall not (i) use any form of slave, forced, bonded, indentured or involuntary labor, and shall fully comply with all laws that prohibit the use thereof, as and when applicable, (ii) engage in human trafficking or exploitation, (iii) import goods tainted by slavery or human trafficking, or (iv) retain employees' government-issued identification, passports or work permits as a condition of employment.

Anti-discrimination, Diversity

Vendors shall provide a workplace free of harassment and discrimination in which their employees are treated fairly and respectfully. In the United States, Vendors shall make good faith efforts to identify and, where available and appropriate, use suppliers certified as minority, women, disabled person, lesbian, gay, bi-sexual, transgender and/or U.S. veteran-owned.

Underage Labor

Vendors shall not use underage labor as defined by applicable law regulating minimum legal age to work. Workers below the age of 18 shall not be employed in jobs that are likely to jeopardize the health and safety of young workers.

Employment Status

Vendors shall employ only workers who are legally authorized to work in their location. Vendors are responsible for validating employees' work eligibility status.

Compensation and Working Hours

Vendors shall provide all workers with accurate information about their wages, mandated benefits and any other basis of their compensation. Vendors shall comply with applicable labor laws governing working hours and employee compensation in all locations in which they operate.



Culture and Ethics

Business Integrity

Vendors shall exercise high standards of integrity in business interactions, and all of their business dealings shall be accurately reflected in their books and records in accordance with applicable laws. Vendors shall implement appropriate procedures designed to prevent bribery, corruption, kickbacks and embezzlement.

Intellectual Property and Software

Vendors shall respect all intellectual property rights and software licensing obligations and use technology only in a manner that protects, and is in compliance with, the owner's intellectual property rights.

Privacy

Vendors shall comply with privacy and information security laws and regulatory requirements relating to the collection, storage, processing, transfer and sharing of personal information. Vendors shall safeguard the privacy of the personal information of their customers and employees.

Whistleblower Protection and Anonymous Complaints

Vendors shall protect the confidentiality of their whistleblower employees, prohibit retaliation, and, where legally permitted, provide an anonymous complaint mechanism for their employees to report grievances.

Gifts, Meals and Entertainment

Vendors shall not provide any gift, meal or entertainment to an ADP employee in any situation which might improperly influence, or appear to improperly influence, such employee's decision in relation to a Vendor.

Responsible Sourcing of Minerals

Vendors shall comply with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict Affected and High-Risk Areas and any domestic laws related to such guidance.



Health, Safety & Environment

Health and Safety

Vendors shall: (i) provide their employees with a safe workplace, (ii) have reasonable procedures to detect, prevent and handle potential risks to the health, safety and security of employees, and (iii) follow all applicable laws relating to health and safety in the workplace.

Environment

Vendors shall operate in an environmentally responsible manner, strive to minimize adverse impact on the environment and comply with all environmental laws in the countries in which they operate.

Reporting Concerns

If a Vendor becomes aware of or suspects misconduct relating to services rendered to or on behalf of ADP, or a violation of this Code, then Vendor will report it to the appropriate ADP Global Procurement contact. If a Vendor suspects that an ADP employee has been acting in less than full compliance with law and ethical business practices, then please contact (anonymously, if so desired and where legally permitted) the ADP Ethics Helpline by phone at: 1-973-535-7377; by email to adp.ethics.helpline@adp.com; or by mailing a note, with relevant documents (if available), to ADP, Mail Stop #325E, One ADP Boulevard, Roseland, New Jersey 07068, United States.



Artificial Intelligence Policy

ADP embraces innovation and is excited about the opportunities that artificial intelligence brings to enhance business processes. We are committed to ensuring that these innovative new tools will be used in a way that is ethical, secure, and compliant.

To the extent a vendor uses ADP data in connection with artificial intelligence, machine learning, and other newer technologies, such data is and shall remain the exclusive property, confidential information, and trade secrets of ADP, and may not be used for any purpose other than providing the applicable services to ADP. In no event shall any such ADP data (including but not limited to any inputs, prompts, chat interactions, outputs, results, items, responses, answers, or ADP data hosted, processed or stored by you), be used to train any artificial intelligence model, whether considered a "large language model" or otherwise, and whether owned or maintained by the vendor or by a third party, for any purpose except for the sole benefit of ADP.

