

# CODE OF CONDUCT

## FOR SUPPLIERS



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*Liquidity Services  
is committed to the  
highest standards  
of integrity.*

*This commitment drives our continued success as the leading global solution provider in the reverse supply chain. We've become the market leader in part because our customers – both buyers and sellers – know they can trust us to always conduct business ethically and professionally.*

*We hold our suppliers to these same high standards. Our Supplier Code of Conduct outlines what we require of companies providing products or services to Liquidity Services, including our subsidiaries (“Supplier” or “Suppliers”). We expect all Suppliers to look after our best interests, and the best interests of our buyer and seller customers, by acting with integrity and transparency in all transactions. Together, we will build a better future for surplus!*



*We expect our Suppliers to act  
with integrity and transparency in  
all transactions*

## LABOR

Suppliers must comply with applicable wage and hour labor laws and regulations governing employee compensation and working hours. Suppliers should conduct operations in ways that limit overtime to a level that ensures a humane and productive work environment.

Child labor is strictly prohibited. Suppliers are prohibited from employing workers below the legal minimum working age as defined by local or regional regulation. However, under no circumstances will Liquidity Services work with Suppliers who employ children under the age of 14.

## HEALTH AND SAFETY

Suppliers must provide workers with a safe and healthy work environment. They should take proactive measures that support accident prevention and minimize health risk exposure.



*Suppliers should conduct operations in ways that ensure humane and productive work environments*



## ETHICAL DEALINGS

Honest dealing with customers and suppliers is essential to sound business relationships. Liquidity Services seeks to give all potential suppliers fair consideration. Decisions are based on objective criteria such as price, quality, and service capability as well as a Supplier's reliability and integrity. Giving or receiving any kickbacks, bribes, or similar payments of any sort is prohibited. Suppliers are required to demonstrate these same high ethical standards and to conduct all business transactions with integrity and fairness.

Suppliers may not act in any way, in their business relationship with Liquidity Services or otherwise, that violates the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, or any other anti-bribery law around the world. Suppliers must only use suppliers that do not violate ethical standards through bribes, kickbacks, or other similar improper or unlawful payments. Giving or promising to give anything of value to induce an official to affect any governmental act or decision, or to assist the company in obtaining or retaining business or securing any improper advantage, is strictly prohibited. If any Liquidity Services employee, or any other person, requests such a payment, Suppliers are required to report such a request to the Liquidity Services Compliance and Ethics Hotline (see page 7).

## GIFTS AND ENTERTAINMENT

Suppliers should be aware that it is not permissible for Liquidity Services employees to give or receive gifts, payments, or other benefits that influence any business decision or that create the appearance of influencing any business decision. Suppliers are therefore discouraged from providing any gifts, and may not provide any gift or other benefit that is in violation of the Gifts and Entertainment Policy (the "Policy"). Under this Policy, most gifts or benefits of more than \$100 to or from a Liquidity Services employee require prior approval from that employee's supervisor.

*Honest dealing with customers and suppliers is essential to sound business relationships*



## INVOICING/DOCUMENTATION

Suppliers shall keep thorough and accurate documentation of all transactions performed on behalf of Liquidity Services. Payments to Suppliers will only be made against detailed invoices. Payments made on behalf of Liquidity Services will only be reimbursed against documentary support.

## CONFIDENTIAL INFORMATION

Suppliers must respect Liquidity Services intellectual property, trade secrets, and other confidential, proprietary, or sensitive information and may not use or disclose any such information except in accordance with their contract with

Liquidity Services and for the benefit of Liquidity Services. Any information or data regarding Liquidity Services operations shall be treated by Suppliers as confidential at all times unless that information enters the public domain through no fault of the Supplier. The Supplier's obligations with respect to Liquidity Services confidential or proprietary information include: (i) not to disclose this information to other people within the Supplier's organization except on a strict "need to know" or "need to use" basis; (ii) not to disclose this information to persons outside of the Supplier's organization; and (iii) not to use this information for the Supplier's own benefit or the benefit of any other person.



*Any information or data regarding Liquidity Services operations shall be treated by Suppliers as confidential at all times*

## ENVIRONMENT

Suppliers are expected to conduct their operations in a way that minimizes the impact on natural resources and protects the environment, customers, and employees. They must ensure their operations comply with all laws related to air emissions, water discharges, toxic substances, and hazardous waste disposal. They must maintain sufficient knowledge of input materials and components to ensure they were obtained from permissible sources, in compliance with laws and regulations. Suppliers may be required to validate compliance with these standards.

*Suppliers are expected to conduct their operations in a way that minimizes the impact on natural resources and protects the environment, customers, and employees*

## SUBCONTRACTING

Subcontracting production or labor without prior written consent is strictly prohibited. Suppliers are responsible for ensuring that allowed subcontractors are in compliance with Liquidity Services' Supplier Code of Conduct and must provide proof of compliance upon request.

## EXPORT/IMPORT REGULATIONS

Suppliers must adhere to all applicable trade and import regulations that apply to their activities, including those issued by the U.S. government and countries into which they will be importing goods or materials.

## MANAGEMENT SYSTEMS

To the extent permitted by law, Liquidity Services expects its Suppliers to have in place reasonable and appropriate systems through which allegations of wrongdoing may be investigated and remediated. Liquidity Services expects that its Suppliers will fully investigate allegations of wrongdoing within their own organizations. Suppliers must notify Liquidity Services in writing if Suppliers become aware of wrongdoing by their own employees or others related to products or services provided to, or on behalf of, Liquidity Services.

In addition, a Supplier must immediately notify Liquidity Services in writing upon becoming aware of any negative or other adverse publicity concerning the Supplier or any product or service being supplied to Liquidity Services by the Supplier, or any event or circumstance related

to the Supplier that could be expected to cause negative or other adverse publicity concerning Liquidity Services.

It is the responsibility of each Supplier to ensure that its employees and representatives understand and comply with this Supplier Code of Conduct. Failure to adhere to the Supplier Code of Conduct may be grounds for terminating the Supplier relationship depending on the seriousness of the violation and the particular circumstances.

## AUDIT RIGHTS

Liquidity Services reserves the right to audit Suppliers from time to time to verify compliance with this Code of Conduct. An audit may comprise a site or multiple site visits, reviews of relevant documentation, and/or interviews with key employees.



## COMPLIANCE AND ETHICS HOTLINE

Suppliers and their employees are encouraged to use the Liquidity Services Compliance and Ethics Hotline to report wrongdoing. This Hotline is not intended to circumvent the Suppliers' own internal reporting mechanisms, but rather to supplement them. Suppliers and their employees may also contact the Liquidity Services Compliance Department directly with any questions or reports. The Compliance Department may be reached by email at [compliancehelp@liquidityservices.com](mailto:compliancehelp@liquidityservices.com) or by telephone at +1 (202) 467-5852.



### Online

- Outside the EU: <https://liquidityservicesinc.alertline.com>
- EU: <https://liquidityservicesinceu.alertline.com>



### Phone

- In the U.S.: 888-475-8376
- Outside the U.S.: Dial the AT&T access line for your country (<http://www.business.att.com/bt/access.jsp>) and then dial 855-300-3054