

NextEra Energy Supplier Code of Conduct



Preface

NextEra Energy, Inc. including all its employees, representatives, affiliates and subsidiaries (collectively, the “Company”, or “we” or “our”) have three core values which underscore all of our business practices: We are committed to excellence. We do the right thing. We treat people with respect. We expect all our employees and representatives to act with the highest standards of personal and professional integrity in all aspects of their activities and to comply with all applicable laws, rules, and our standards, policies and procedures.

In turn, we expect our contractors, consultants, suppliers and vendors (each a “Supplier” and collectively, the “Suppliers”) to adhere to the fundamental values set forth in this NextEra Energy, Inc. Supplier Code of Conduct (“Code”). We are committed to doing business with Suppliers who support our passion for excellence and for conducting business in a safe, legal, and highly ethical manner with respect for social responsibility, environmental stewardship and clear-cut integrity and professionalism.

Our Suppliers are an integral part of the overall success of the Company. This Code sets forth the policies, guidelines, and expectations for doing business with the Company. Many of the items noted in this Code are included in the policies that employees of the Company are required to follow. We believe that the dissemination of this Code to our Suppliers will enhance their understanding of our fundamental business requirements. The Company seeks Suppliers who share its commitment to sustainable business practices and whose business practices are consistent with our values and core convictions.

The Company expects all of its Suppliers to review and comply with both the letter and the spirit of the Code and to share this Code with its employees, subcontractors, agents and other individuals assigned to perform work on behalf of the Company. Suppliers are strongly encouraged to contact the Company’s Integrated Supply Chain unit (“ISC”) contact for procurement transactions whenever they have questions relating to the appropriateness of any activity related to goods or services performed (or to be performed) for the Company.

We appreciate the contributions our Suppliers make to the success of the Company and firmly believe that as the Company succeeds our suppliers and partners will share in that success.

Supplier Philosophy and Ethics

The Company expects its Suppliers to help maintain an ethical environment by adhering to the same standards as the Company when conducting business on the Company’s behalf. We also believe in doing business with Suppliers who embrace our core values and demonstrate high standards of business ethics. The Company honors its business relationships in everything it does and says.

Suppliers should be aware that the Company’s employees are obligated to comply with its *Code of Business Conduct & Ethics*, including the following issues that relate to Suppliers:

- Employees shall deal with all Suppliers, customers, and all other persons doing business with the Company in a completely fair and objective manner without favor or preference for their own personal financial or relationship consideration; and
- Employees shall refrain from accepting (directly or indirectly) gifts, discounts, payments, fees, loans, entertainment, favors or services from any person or firm that may influence or give the appearance of influencing purchasing decisions.

Suppliers that knowingly seek to have a Company employee or representative violate its *Code of Business Conduct & Ethics** will be subject to appropriate sanctions, including the possible loss of all current and future contracts.

Legal and Regulatory Compliance

The Company expects its Suppliers to comply with the letter and spirit of applicable statutes and regulatory requirements including those prohibiting bribery, kickbacks, corruption and other unethical business practices. Suppliers must comply with anti-trust and fair trade statutes and regulatory guidelines including the Foreign Corrupt Practices Act and any other anti-bribery laws.

Antitrust laws are intended to promote free and fair competition and prohibit business practices and activities that unreasonably restrain competition:

Potentially unlawful relations with competitors include:

- Understandings or agreements that have the purpose or effect of restraining competition;
- The exchange of competitive information; and
- Price fixing, bid rigging, or market allocation.

In addition, Suppliers must ensure compliance with federal and state energy regulatory commission specific codes and standards of conduct that address discrimination and preferential treatment between regulated companies and their affiliates.

Environmental Protection and Sustainability

The Company is committed to being an industry leader in environmental protection and stewardship, not only because it makes business sense, but because it is the right thing to do. Our commitment to compliance, conservation, communication, and continuous improvement fosters a culture of environmental excellence and drives the sustainable management of our business planning, operations, and daily work. This commitment is consistent with our values and our NextEra Energy Environmental Policy. We expect our Suppliers to share this commitment to protect our environment and to abide by the letter and spirit of all applicable environmental laws and regulations.

Decision Making

All purchasing decisions will be based on the best value realized by the Company and must be in alignment with business standards and the goals of the Company. Important components of purchasing include, without limitation, competitive bids, maintenance of confidentiality, quality verification, confirmation of the legal status and financial condition of the Supplier, and avoidance of conflicts of interest.

Conflicts of Interest

Company employees and representatives who come in contact with Suppliers are forewarned about conflicts of interest. A conflict of interest occurs when the personal interests of the Company employee or representative interfere or appear to interfere with Company business. Because conflicting loyalties impair a Company employee's or representative's ability to make objective decisions, conflicts of interest must be avoided. A conflict of interest can result from a relationship between a Company employee or representative and a customer, Supplier, competitor, family member, or even a friend. A conflict exists when the parties to the relationship give or receive – or even appear to give or receive – unfair advantages or preferential treatment not available to others. A conflict of interest occurs when a Company employee or representative chooses between doing something that will benefit them personally instead of benefiting the Company for which they work. Having such a conflict can arouse suspicion about a Company employee's or representative's integrity and can cause damage to the reputation of the company concerned. The Company expects all Suppliers to be aware of this policy and to avoid contributing to a conflict or the appearance of a conflict.

Gift Policy

The Company adheres to a strict policy of ensuring that gifts or entertainment do not influence business decisions or the selection of Suppliers. Each Company employee and representative is required to abide by specific standards, which are reflected in our internal policies and procedures. These requirements prohibit the Company's employees and representatives and any related person from accepting any gifts or anything of value (including meals and entertainment) from an existing or potential Supplier, business partner or customer if that gift or other thing of value is intended to materially influence the Company employee's or representative's behavior toward that Supplier, business partner or customer. Absent such circumstances, gifts or things of value may be accepted when permitted by applicable law so long as they are non-cash gifts of nominal value (\$250 or less, individually or in the aggregate) or customary and reasonable meals and entertainment at which the giver is present, such as an occasional business meal or sporting event.

Anti-Bribery & Corruption

The Company will never tolerate bribery in any form. Each Company employee and representative may not offer, attempt to offer, authorize, or promise any sort of bribe or kickback. Suppliers are prohibited from making or offering payments (including facilitating payments), gifts or incentives to any foreign or domestic government official or agent on their own behalf or on behalf of the Company in the hope of influencing that individual. Moreover, neither Company funds, services, nor labor may be given, directly or indirectly, to anyone in an effort to obtain or retain business for the Company or to obtain any special or unusual treatment in connection with a business transaction or any foreign or domestic government agency approval. In addition, Suppliers are prohibited from "kicking-back" any portion of a contract payment to government or private-sector employees of other parties to a contract nor may Suppliers use subcontracts, purchase orders, consulting agreements or similar devices to channel payments to foreign or domestic government officials, political candidates, political parties or associations, employees of other parties to a contract, or their relatives or business associates.

International Business Parties

In order to protect the Company's reputation, goodwill and to ensure the integrity of our business and marketing relationships, the Company performs due diligence on Suppliers, agents, joint venture partners and other third party intermediaries that help us with our business outside of the United States and that are anticipated to interact directly or indirectly with Foreign Officials* on our behalf (collectively, "International Business Parties"). The Company expects its Suppliers to cooperate and comply with our due diligence process for screening International Business Parties and to promptly advise the Company if the Supplier anticipates or becomes aware of a scope of work that may require the Supplier to interface with a Foreign Official on the Company's behalf.

*"Foreign Official" means, for purposes of the Code, any officer or employee of a foreign government or any department, agency, or subsidiary branch thereof, or of a public international organization, or, any person acting in an official capacity for or on behalf of any such government or department, agency or subsidiary branch, or for or on behalf of any such public international organization. "Foreign Official" also means any foreign political party or official thereof or any candidate for foreign political office or any employee of a foreign government-owned entity.

Diversity and Fair Treatment

The Company not only expects a work environment free from all forms of unlawful discrimination, intimidation and/or harassment, but also seeks to foster a work environment that reflects our commitment to diversity and inclusion. Suppliers are expected to support the Company's commitment to equal employment opportunity as well as diversity and inclusion. Suppliers are required to conduct business in a professional and socially responsible manner and shall not engage in behavior that unlawfully discriminates, intimidates or harasses the Company's employees or others.

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The Company believes that diversity and inclusion is a competitive advantage and our culture of respect for people makes us a stronger more successful company. Accordingly, it is the Company's goal to provide minority-owned, women-owned, and small, disadvantaged businesses an opportunity to compete for the Company's business on an equal basis and to develop and strengthen our relationship with those business enterprises. The Company encourages its Suppliers to adopt a similar approach with respect to such business enterprises.

Labor and Human Rights

The Company expects its Suppliers to comply with the letter and spirit of all applicable U.S. and international labor and employment laws including, without limitation, those associated with equal employment opportunity, immigration, child labor, forced or compulsory labor, work hours, wages and benefits, employment security, health and safety, freedom of association and a harassment-free work environment.

Safety Conscious Work Environment

The Company maintains a safety culture to help the company achieve a zero-injury work record across its operations. Suppliers must share in this same commitment and exercise good judgment in work decisions and apply safe work practices in the performance of all activities. Suppliers must adhere to all applicable safety rules, laws, standards and procedures including general and site-specific requirements.

Safe and Secure Workplace - Security of Persons

Each Company facility is committed to providing for the safety of its employees and products through a safe and secure workplace. All Suppliers will be required to obtain and wear security badges at all of the Company's facilities.

The Company has established a zero-tolerance policy regarding threats of violence in the workplace. This policy prohibits any comments or behavior that could be perceived by a reasonable person as threatening or indicating the possibility of violence. Supplier personnel who work on the Company premises will be expected to be non-violent, free of illegal drugs, and to not engage in illegal and/or violent or threatening behavior. Suppliers are to abide by site-specific requirements pertaining to the prohibition of the use and possession of illegal drugs, alcohol, restrictions on the possession of weapons (as defined by appropriate local or state statutes) and to support a violence-free environment.

Protecting Company Assets

Those who are entrusted with the Company's assets must honor that trust and safeguard those assets against damage, theft and unauthorized use. Suppliers must use the Company assets responsibly and only for legitimate business purposes. The Company assets include, without limitation, Company facilities, equipment, systems, computers, telephones, cell phones, fax machines, information technology and/or supplies.

Computer and Information Security

The Company expects that all Supplier computers or computer systems that interact with the Company computer network contain the necessary security firewalls and do not contain any computer viruses that can damage any Company system. Suppliers will be expected to adhere to all Company Information Security Policies and Standards and/or Network Property/Access requirements, as applicable, in order to protect the Company's data and computer network systems.

Confidential Information

Each Company Supplier is expected to protect Company confidential or proprietary information from any unauthorized disclosure. Suppliers are to access only those Company files or programs which they have been authorized by the Company to utilize in connection with the work being conducted for the Company. Suppliers will be expected to manage such information in compliance with the Company's policies, standards and requirements (particularly privacy and Information Security requirements) as well as applicable laws, rules and regulations. Suppliers may not duplicate, remove, damage or disseminate any Company files, passwords, computer systems or programs.

Sales Techniques

Suppliers are expected to interact with the Company in an open and honest manner. In order to ensure that proper sales techniques are utilized, the following sales techniques are strictly prohibited:

- Backdoor selling – circumventing the proper Company channels in order to convince an individual(s) to purchase a specific product;
- Inaccurate lead time commitments – knowingly providing unattainable lead time commitments to the Company in an effort to secure the business;
- Over-committing capacity – making commitments to provide a product or service without having the capacity to meet the commitment;
- Requesting competitor information – asking for information regarding a competitor's product, pricing, terms, distribution, or other segment of their business;
- Offering gifts in excess of nominal value;
- Requesting the Company to accept a proposal after the closing date; and
- "Gouging" when the Company is purchasing in a pre-storm, post-storm or other emergency situation.

Supplier Visitation Process

Suppliers have limited access to a Company facility. The following procedures must be followed by all Company Suppliers:

- Suppliers should not be on a Company premise without an appointment. Appointments are to be made with each individual to be visited;
- Suppliers should wait in the appropriate reception area until greeted by a Company employee or representative;
- Suppliers are not to bring other Suppliers to a Company facility without being accompanied by a Company employee or representative;
- Suppliers are never to occupy a Company employee's or representative's office or cubicle without the express permission of the employee or representative;
- Suppliers on a Company premise must at all times display proper identification issued by the Company; and
- Suppliers are to surrender any visitor badges when exiting a Company premise.

Conditions of Payment

Timely receipt of payment is dependent on the execution of the proper Company procurement documentation.

Communication, Endorsements and Publicity

Suppliers are encouraged to maintain a high level of communication with Company designated employees throughout the purchasing cycle.

Suppliers (including subcontractors and agents) are strictly prohibited from releasing or making any announcements, public disclosures, social media postings, or press releases, including, without limitation, using any Company name, any advertisements, publications or documents or releasing any information to any member of the public, press or official body, regarding or concerning the Supplier's relationship with the Company, its work for the Company or any part thereof without obtaining prior written consent from the Company's Marketing and Communication Department. Consent may be withheld at the Company's sole and absolute discretion.

Suppliers may not solicit anti-competitive information in such a way that creates an unfair advantage over other Suppliers.

General marketing or promotional solicitation or communication (flyers, promotional material, etc.) on any Company premises are prohibited without prior approval.

Reporting Concerns or Violations

Suppliers are expected to report any conduct suspected of being illegal or improper, or that may constitute a violation of this Code to a toll-free 24-hour hotline at 888-906-9633 from anywhere in the U.S. or Canada, or through the secure web portal at <https://nee.alertline.com/gcs/portal> from anywhere in the world. These resources are administered by a third-party global provider of employee hotline services. Suppliers are expected to fully cooperate with any investigation conducted by the Company on a potential violation as well as any corrective action when required including legal proceedings.

Non-Retaliation Commitment

If you observe or suspect a violation of applicable law or any deviation from our Code, Company policy, or the principles embodied therein, it is your responsibility to report your concerns. You may report your concerns through any of our channels without fear of retaliation or negative impact on your employment for having done so. The Company prohibits acts of retaliation against any person for reporting a possible compliance concerns in good faith, or for participating in any investigation. Acting in "good faith" means that you provide a sincere, complete report that you believe to be true. In other words, it does not matter whether your report uncovers actual misconduct, as long as you deliver it honestly and with all relevant facts. Anyone who retaliates against another individual for making a good faith report will be subject to disciplinary action, which may include termination of employment. Conversely, anyone making a bad faith report will also be subject to appropriate disciplinary action.

Conclusions

Purchasing issues can be complex. This Code is intended only as a starting point for providing an overview of the main issues that the Company will consider in terms of assessing Supplier alignment with our values. The Code also serves as a guide for fair business dealings by encouraging open communication between the Company and its current and potential Suppliers.

The Company reserves and retains the sole and exclusive right to interpret and enforce the standards set forth in this Code. Compliance with these standards will not confer any contract or other right or expectancy on the Supplier, nor does it impose obligations on the Company. In case of conflict between this Code and your contract, the terms of your contract will prevail.

*NEE's Code of Business Conduct and Ethics is available at this link:
<http://www.investor.nexteraenergy.com/phoenix.zhtml?c=88486&p=irol-policies>