



## SUPPLIER CODE OF CONDUCT

**At AEP, we believe in doing the right thing every time for our customers, one another and our future.** We expect all employees to uphold the highest of ethical standards and that management is one of uncompromising integrity. We expect the same from our suppliers.

AEP values its relationships with its suppliers, energy providers, and other organizations looking to do business with us and we want to be as transparent as possible in our expectations of them. The Code of Conduct will act as a guide for suppliers in carrying out their responsibilities and defines both the ethical and legal standards by which they must operate. No matter the role or responsibilities, the expectation is to act in accordance with only the highest standards of business. Nothing less should be accepted.

Our Supplier Code of Conduct is our guidepost as we strive to build a diverse pool of suppliers focused on inclusion of others and powering a new and brighter future for our customers and communities.

Craig T. Rhoades  
Chief Procurement Officer

## **INTRODUCTION**

Corporate integrity, responsible sourcing for goods and services, equitable treatment and the safety and wellbeing of workers, being good stewards of the environment, and the security and safety of the electric grid are of paramount importance to American Electric Power (“AEP”).

These principles are reflected in this Supplier Code of Conduct, which establishes the minimum standards that must be met by a vendor, manufacturer, contractor, seller, consultant or other supplier (each a “Supplier” and collectively “Suppliers”) that sells goods or services to or does business with AEP.

This Supplier Code of Conduct complements and sets the minimum standards for the more detailed requirements of a Supplier as stated in the terms and conditions (“Terms and Conditions”) of a contract, agreement, or order between Supplier and AEP.

## **APPLICABILITY**

This Supplier Code of Conduct is intended to provide clarity regarding AEP’s expectations of Suppliers supplying goods or services to or performing work for or on behalf of AEP. AEP expects all Suppliers, to take reasonable steps to ensure that their suppliers and subcontractors act in accordance with this Supplier Code of Conduct or similar principles. AEP Suppliers are expected to self-monitor and demonstrate their compliance with this Supplier Code of Conduct.

## **SAFETY & HEALTH**

AEP is committed to continuous improvement of its safety, health and environmental performance. We listen to and respond to concerns raised by our stakeholders and we are transparent about our specific goals and progress toward meeting those goals. AEP recognizes that it has responsibility to manage its business sustainably and with integrity. Accordingly, we have set high standards for the way we conduct business in the areas of social and environmental responsibility. At AEP, our top priority is safety and health and we expect Suppliers to ensure safe working conditions.’

1. Suppliers will provide a safe and healthy working environment, including appropriate controls, training, work procedures and personal protective equipment.
2. Suppliers will comply with all applicable laws and regulations regarding working conditions outlined in the Terms and Conditions of their contract, even if they are more stringent than what laws and regulations require.
3. Poor safety performance and/or the failure to adhere to AEP’s safety and health policies may result in a request for the Supplier to develop a safety and health performance improvement plan. It will also put the Supplier’s business relationship with AEP at risk.

## SUPPLIER DIVERSITY

Supplier diversity is integral to AEP's commitment to diversity, equity and inclusion. AEP seeks business partners who reflect the boundless differences and similarities of our employees, customers and stakeholders.

1. Supplier Diversity is a strategic element in building a diverse cross-section of Suppliers of materials, equipment, goods and services used by AEP. Having an inclusive, diverse supplier network strengthens AEP by encouraging innovation, competition and continuous improvement. More information can be found at <https://www.aep.com/supplierdiversity>.
2. AEP expects Suppliers to support our strategic objectives by actively engaging and subcontracting with diverse Suppliers and participating in our data collection and reporting practices related to this strategy.

## ETHICAL & LEGAL REQUIREMENTS

Ethical performance and following all laws, regulations, and legal requirements is of the utmost importance to and an integral part of the way AEP conducts its business.

1. Suppliers will conduct their business in a legal and ethical manner and act with integrity.
2. Suppliers will comply with all applicable laws and regulations and in compliance with AEP requirements, which may exceed local legal requirements. In all cases in which AEP requirements are more stringent than local legal requirements, Suppliers are required to meet the more stringent AEP requirements.
3. Suppliers will avoid any conflict of interest when interacting with AEP employees.
4. Suppliers will not engage in any form of commercial bribery with any political, regulatory, or other government official and shall comply with the U.S. Foreign Corrupt Practices Act and all other applicable laws related to bribery of government officials.
5. Suppliers must avoid any business, financial or other relationship in which personal interests conflict with, or appear to conflict with, the interests of AEP and its shareholders.
6. Suppliers will comply with all applicable laws regarding fair competition and antitrust.
7. Suppliers will exercise good judgment when deciding to offer or accept a gift or business-related entertainment (including meals). Small gifts and business-related entertainment can build goodwill and help develop business relationships. They can also call personal integrity into question and appear to create an unfair business advantage.
8. Suppliers will provide a means for their employees to report concerns or potentially unlawful activities in the workplace. Suppliers will treat such reports in a confidential manner, investigate such reports and take corrective action, if appropriate.

## HUMAN RIGHTS

AEP's [Human Rights Policy](#) ensures the dignity, wellbeing and fair treatment of all people without discrimination. This policy summarizes efforts in place for all stakeholders, including workers performing work for, or on, our behalf, to understand our philosophy, practices and commitment regarding human rights. This includes:

1. Suppliers are expected to treat their employees with dignity and respect.
2. Suppliers shall not discriminate against any employee based on sex, race, color, ethnicity, religion, age, national origin, citizenship status, sexual orientation, gender identity and expression, disability, veteran status or any other protected status covered by applicable local, state or federal law.
3. AEP is committed to diverse and gender balanced work teams at all levels, including senior leadership. We encourage our Suppliers to actively demonstrate their commitment to diverse and gender balance through all aspects of workplace operations and management.
4. Suppliers will demonstrate their commitment to improving diversity and inclusion at all levels of the business, including within their own supply chains. This is important to AEP to ensure our Suppliers reflect the diversity of the communities we serve.
5. Suppliers will ensure that acts of racism, sexism or sexual harassment of their employees or other stakeholders will not be tolerated.
6. Suppliers will not tolerate the trafficking or involuntary servitude of any worker, including forced labor, child labor, prison labor and human trafficking.
7. In accordance with local laws, Suppliers will respect the rights of their employees to associate freely, join (or not join) organizations of their choice, and bargain collectively without interference, discrimination, retaliation, or harassment.

## SECURITY OF OUR ASSETS & DATA PROTECTION

Maintaining the security of AEP's data and of the electric grid are guiding principles of AEP as we conduct our business.

1. Suppliers will undergo a third party risk assessment, to ensure AEP's ability to protect its assets from cybersecurity threats and breaches from third party suppliers.
2. When indicated by AEP's Third Party Risk Governance process Suppliers must, in good faith, negotiate the AEP Security Supplement with AEP.
3. AEP is subject to the North American Electric Reliability Corporation Critical Infrastructure Protection (NERC CIP) Standards. These Reliability standards include extensive requirements for securing utility infrastructure and implementing specific information management policies.

4. Suppliers will adhere to protections in place when collecting, using, retaining, disclosing or destroying Personally Identifiable Information ("PII").
5. Suppliers are required to safeguard AEP's confidential and proprietary information, trade secrets and other intellectual property (which includes copyrights, trademarks and patents). AEP also will respect the intellectual property rights of its Suppliers. Suppliers may not intercept, duplicate or gain the intellectual property of others through any means, unless given permission by the intellectual property right holder.
6. Limited personal use of certain AEP-owned assets (e.g. phones, laptops, and other assets as determined by AEP) is permissible. The use of company-owned assets for outside personal business purposes is prohibited.

## ENVIRONMENT

AEP is fully committed to being a good steward of the environment.

1. AEP's commitment to sustainability includes efficient use of resources and respect for the environment. Suppliers are encouraged to collaborate with AEP to eliminate waste and cost from our supply chain. Suppliers will strive to reduce emissions and waste, and use energy and natural resources efficiently.
2. Suppliers must comply with all applicable environmental laws, regulations and standards and demonstrate they are doing such.
3. Suppliers must have a risk management program to prevent, mitigate and account for the identified environmental risks and impacts.

## QUESTIONS & CONCERNS

If you become aware of any conduct or behavior in violation of the law or of this policy, by anyone working for or on behalf of AEP, or if you have any questions or concerns regarding potential violations of the law or of this policy, immediately contact

Concerns Line Web address: [www.aepconcernsline.com](http://www.aepconcernsline.com)

Ethics & Compliance Hotline: 1-800-750-5001

Ethics & Compliance Office Line: 614-716-6226

