



# Supplier Code of Business Conduct

A photograph of four business professionals (two men and two women) standing in a line, smiling and looking towards the right. They are dressed in professional attire. The image is partially obscured by a blue curved graphic element at the top.

**We act  
with integrity,  
honesty  
and respect.**

## Sempra Energy's values

### ETHICAL

#### *Do the right thing*

- Act with honesty and integrity
- Be open and fair
- Keep our commitments
- Earn people's trust

### RESPECTFUL

#### *People matter*

- Listen, communicate clearly, be candid
- Embrace diversity of people and perspective
- Contribute individually, succeed as a team
- Treat safety as a way of life

### HIGH PERFORMING

#### *Deliver outstanding results*

- Set tough goals and achieve them, act with urgency
- Reward superior performance, acknowledge success
- Learn and improve
- Be accountable

### FORWARD LOOKING

#### *Shape the future*

- Think strategically and critically
- Anticipate market needs
- Actively pursue and create opportunities
- Implement with discipline, manage risks

### RESPONSIBLE PARTNER

#### *Create positive relationships*

- Engage others, seek feedback, collaborate
- Support our communities
- Be a responsible environmental steward
- Do what we say we will do

# A message from Sempra Energy's Chief Compliance Officer

Since Sempra Energy's formation in 1998, we have experienced dramatic growth and success. What has not changed though is our commitment to act with integrity in accordance with the highest ethical standards. We do not – and will not – compromise on compliance with the laws and regulations that govern our businesses and our business conduct standards.

Compliance is a central company activity – and its oversight is by high-level personnel. For instance, our President & Chief Operating Officer serves as Sempra's Chief Compliance Officer. In addition, each of our business units' Chief Executive Officers have compliance oversight as one of their central responsibilities.

Sempra Energy expects that our suppliers embrace our commitment to integrity and conduct their business in compliance with all laws, rules, and regulations. We understand that suppliers are independent entities. However, supplier business practices and actions can impact and reflect on Sempra Energy. Therefore, we expect our suppliers to adhere to the standards set forth by Sempra Energy's Supplier Code of Business Conduct\* while doing business with and/or on behalf of Sempra Energy. The Supplier Code of Business Conduct is based on business conduct standards that have been similarly established for all Sempra Energy employees.

Suppliers should educate their employees, agents and subcontractors so they understand and comply with the standards established in the Supplier Code of Business Conduct. Non-compliance can alter the business relationship between Sempra Energy and the supplier which could include termination of the business relationship.

Thank you for the service you provide to Sempra Energy. Suppliers are part of our ongoing success and we value our shared commitment to conduct business with integrity, honesty and respect.

**Neal Schmale**

PRESIDENT & CHIEF OPERATING OFFICER

*Sempra Energy, based in San Diego, CA, is a Fortune 500 energy services holding company. With 13,800 employees worldwide, the Sempra Energy companies develop energy infrastructure, operate utilities, and provide related products and services to more than 25 million consumers worldwide.*

\* This Supplier Code of Business Conduct applies to the organizations/individuals (temporary agency personnel, independent contractors, consultants, contractors, distributors, vendors, and suppliers, herein referred to as "suppliers") that provide direct and indirect goods and services to Sempra Energy and its subsidiaries (herein referred to collectively as Sempra Energy). The Supplier Code of Business Conduct summarizes some of the contractual terms and conditions between Sempra Energy and its suppliers. The actual contract between Sempra Energy and any supplier continues to be the final terms, conditions and final agreement of the parties.

## Legal and regulatory compliance

Suppliers and their agents shall conduct their business activities in compliance with all applicable laws and regulations including those that deal with bribery, kickbacks, unfair pricing, unfair marketing, or misrepresentation of products or services.

Therefore Suppliers must be in full compliance with laws that include but are not limited to:

- Antitrust and fair competition laws
- Anti-corruption laws of the countries in which the supplier does business including the United States Foreign Corrupt Practices Act
- Laws and regulations associated with insider trading
- Anti-boycott laws and trade embargos

Suppliers are also expected to comply with all applicable employment laws and regulations including, but not limited to state, federal and applicable in country laws and regulations regarding the following:

- Equal employment opportunity
- Compensation and benefits
- Child labor
- Freedom of association
- Forced or compulsory labor
- Workplace harassment and discrimination
- Working hours
- Payment of wages
- Verification of employment eligibility (using E-Verify when required by law)
- Health and safety
- Whistleblower protections

## Business gifts and courtesies

Exchanging gifts and courtesies may be acceptable under certain conditions, but are not needed to conduct business with Sempra Energy. In fact, excessive business gifts and courtesies can raise ethical and legal questions that could harm suppliers and Sempra Energy. Modest gifts, entertainment or courtesies are permissible if:

- They are consistent with accepted business practices and of routine value, as determined by local or industry practices.
- Public disclosure would not reflect adversely on the companies or the people involved.

- The transaction has been disclosed to a Sempra Energy supervisor if others would see the gift or courtesy as more than a mere token.
- The supplier's own Code of Business Conduct permits the gift or courtesy.

Supplier gifts and courtesies to Sempra Energy should never suggest or imply a desire for special treatment such as awards for supply, work or other goods or service procurements or favorable terms and conditions.

## Use of Sempra Energy assets

All Sempra Energy assets must be used for the purpose in which they are provided and in compliance with all contractual terms, environmental, health and safety laws, and regulations. Suppliers may not use, reproduce, access, modify, download, distribute or otherwise copy, any copyright-protected works, trademarks or patents of others, including licensed software and related documentation without written authorization of the owner. Suppliers may be granted access and permitted to use Sempra Energy's computer network which may include access to a variety of proprietary and licensed applications. Sempra Energy reserves the right to monitor the use of, and/or examine or search company property provided to suppliers. Use of any Sempra Energy entity name or logo ("co-branding"), trademarks or patents, without the express written consent of Sempra Energy is prohibited.

## Environmental protection and sustainability

Sempra Energy strives to be a leader in protecting and conserving the environment. We are committed to protecting and conserving the environment for the benefit of our employees, customers and the diverse communities in which we operate and provide service. It is a supplier's responsibility to know and understand the environmental issues associated with the production of goods and services provided to their customers and be good stewards of the environment. We value suppliers that evaluate their products and services from a

total lifecycle perspective in order to propose and implement effective policies and activities in areas such as:

- Environmental metrics tracking
- Reuse & Recycling
- Air emissions reductions (VOC's, GHG's)
- Land restoration
- Responsible resource utilization
- Environmental incidents elimination
- Energy and water use minimization
- Waste reduction

## Health and safety

Sempra Energy is committed to the safety and health of its employees, customers, suppliers and the communities in which we operate. Suppliers are expected to provide a safe working environment that supports accident prevention and minimizes exposure to health risks. It is a supplier's responsibility to know and understand the health and safety laws and regulations impacting the goods and services they provide.

## Information protection and confidentiality

If you are granted access through electronic or physical means to Sempra Energy's non-public information to perform Sempra Energy-related work, the information can only be used for Sempra Energy business. Such use must be in accordance with all applicable laws, regulations and contractual obligations. Non-public information (which could include, but is not limited to, financial, customer, employee or other business information, as well as non-public information of Sempra Energy business partners) received or accessed by suppliers must be limited to only that information that is required for contracted performance requirements. Suppliers must keep this information confidential and may only disclose non-public information if necessary for the performance of their work. Such disclosures may be made only to those people who are also subject to Sempra Energy's confidentiality provisions and have a legitimate business need to know. Non-public information contained in electronic or physical form must be appropriately secured and

protected. Suppliers shall not purport to make any announcements or release any information on behalf of Sempra Energy to any member of the public, press, official body, business entity, or other person, or claim or imply any endorsement by Sempra Energy or Sempra Energy employees without prior and appropriately authorized written consent of Sempra Energy.

## Affiliate rules

Sempra Energy businesses are regulated by, or impacted by, state and federal laws as well as, rules and regulations of the California Public Utilities Commission and the Federal Energy Regulatory Commission. A significant number of the laws, rules and regulations restrict the flow of non-public information between certain, Sempra Energy-affiliated companies. Suppliers need to understand the affiliate rules affecting their respective responsibilities to Sempra Energy and ask their business contact if they have questions, issues or concerns.

## Supplier behavior

Sempra Energy has established behavioral standards for employees in the workplace and expects its suppliers to behave in accordance with these standards. Suppliers must be free from the influence of alcohol and/or illegal drugs while working for Sempra Energy or with Sempra Energy employees and must not use or possess alcohol or illegal drugs (including prescription drugs used for other than their prescribed purpose) while on Sempra Energy property or working with Sempra Energy employees without the consent of Sempra Energy.

Sempra Energy will not tolerate behavior that might discriminate, intimidate, harass, disrupt or interfere with anyone performing work for, or on behalf of, Sempra Energy. Examples of prohibited behavior include conduct, remarks, jokes, or pictures that create or contribute to an offensive or discriminatory work environment.

## Business records

Accurate records and disclosures (financial, regulatory, etc.) are critical to Sempra Energy's success and reputation. Sempra Energy requires that internal controls over operational and accounting records are adhered to and that all transactions, including invoices, billings and other supporting records are in compliance with all accounting standards and in compliance with applicable laws and regulations. Sempra Energy expects that suppliers never misstate facts or material information related to business performed for, or on behalf of Sempra Energy.

## Conflicts of interest

A conflict of interest arises when a supplier's interests or activities influence (or appear to influence) their ability to act in the best interest of Sempra Energy. Arrangements that may cause a conflict of interest may include, but are not limited to:

- Having a significant financial interest in another company in our industry
- Having access to Sempra Energy's proprietary information while providing goods and services to competitors of Sempra Energy

- Having family members working for any Sempra Energy company

Suppliers should immediately disclose actual or potential conflicts of interest.

## Diverse business enterprises

Sempra Energy values diversity in our workforce and supply chain. We are committed to maximizing opportunities for women, minority and disabled-veterans business enterprises. We demonstrate our commitment to this value by mentoring many strategic, low-cost, and highly-capable, diverse business enterprises. We search for suppliers that share this value.

## REPORTING CONCERNS

If you have any questions about Sempra Energy's Supplier Code of Business Conduct, or have concerns about compliance or ethics issues while working with our company, we encourage you to use one of the following reporting methods:

- Talk to your Sempra Energy business contact.
- Send a note to the Corporate Compliance Department at [SempraEnergyCorporateCompliance@sempra.com](mailto:SempraEnergyCorporateCompliance@sempra.com)
- Call Sempra Energy's Ethics Helpline 24 hours a days, seven days a week at 1-800-241-5689 or 001-770-582-5249 (international calls). You may remain anonymous.