



## Kohler Supplier Code of Conduct

### Introduction

Kohler and its affiliates, divisions, and subsidiaries conduct business in accordance with the highest ethical standards, and in compliance with United Nations Guiding Principles and the laws of countries in which we produce, buy, and sell our products.

Suppliers are responsible for monitoring adherence to this Supplier Code of Conduct for themselves and their supply chains, which is any third parties with whom they do business, including subcontractors. All suppliers must be able to demonstrate compliance with these requirements at the request of Kohler. Where local laws and regulations differ from this Supplier Code of Conduct, we expect Suppliers to comply with the more stringent standard. Kohler reserves the right to request and review supporting documents to verify that the Supplier is complying with the standards set forth in this Supplier Code of Conduct. Kohler will only request documents related to the engagement of the Supplier with Kohler. Kohler will have due respect for the Supplier's confidential information and intellectual property rights. If a Supplier becomes aware of a breach or a reasonable risk of violation of the Supplier Code of Conduct, the Supplier must notify Kohler as soon as practicable.

Suppliers must take all necessary corrective actions to promptly remediate any noncompliance and actively engage in any remediation, including timely preparation and presentation of a Corrective Action Preventative Action (CAPA) plan. Kohler reserves the right to terminate business at any time for non-compliance with this Supplier Code of Conduct.

Kohler may review and update this Supplier Code of Conduct as necessary to account for changes in the legislation, industry requirements, and best practices. Thus, Suppliers are expected to regularly consult the online Supplier Code of Conduct available at: <https://www.kohlercompany.com/suppliers/conducting-business/>.

### Kohler Required Minimum Standards of Conduct:

- **Laws and Regulations:** Suppliers must operate in full compliance with all applicable laws and regulations of the countries in which they operate. If supplier's compliance with requirements of this Supplier Code of Conduct results in a breach of applicable law or regulation, the applicable law or regulation shall control.
- **Supply Chain:** In the event that any third-party, including subcontractors, participates in the manufacture of Kohler products or components, Kohler suppliers must ensure that those third-parties are compliant with this Supplier Code of Conduct or substantially equivalent alternative. Kohler reserves the right to request proof of supply chain compliance.

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- **Data Protection:** Suppliers must keep Kohler employees’ personal information confidential and secure. Suppliers must comply with all local and international laws and directives providing for the collection, protection, transfer, cross-border transfer, access, limitation and storage of personal information. This includes, but is not limited to, General Data Protection Regulation (GDPR) (Regulation (EU) 2016/679).
- **Intellectual Property:** Suppliers must adequately store Kohler’s intellectual property rights in a manner that safeguards it against misuse, mishandling, counterfeiting, fraud or improper disclosure, in accordance with applicable local and international law.
- **Human Trafficking, Slavery, and Forced Labor:** All forms of human trafficking, slavery, forced, bonded (including debt bondage), forced prison labor, or indentured labor of any kind are forbidden, including physical abuse and corporal punishment. This includes, but is not limited to, transporting, harboring, recruiting, transferring, or receiving persons by means of threat, force, coercion, abduction, or fraud for labor or services. Suppliers must comply with the California Transparency in Supply Chains Act of 2010, UK Modern Slavery Act, and any other applicable laws and directives.

There must be no unreasonable restrictions on workers’ freedom of movement in the facility or upon entering or exiting company-provided facilities. As part of the hiring process, and prior to the worker departing from his or her country of origin, workers must be provided with all documents relevant to their employment in a language they understand with a description of terms and conditions of employment. There must be no substitution or changes allowed in such documentation upon arrival in the receiving country unless these changes are made to meet local law and provide equal or better terms.

All work must be voluntary, and workers must be free to terminate their employment. Employers and agents may not hold or otherwise destroy, conceal, confiscate, or deny access by workers to their identity or immigration documents, such as government-issued identification, passports, or work permits unless such holdings are required by law.

Factory workers must not be required to pay employers’ or agents’ recruitment fees or other related fees for the purpose of being hired or as a condition of continued employment.

- **Child Labor:** All workers must be at least the local legal age, above the oldest compulsory school age, and no less than 15 years old. Suppliers must comply with all local legal requirements for the work of authorized young workers, particularly those pertaining to hours of work, wages, and working conditions.
- **Health and Safety:** Suppliers must provide a safe and healthy working environment in accordance with applicable laws and regulations. At a minimum, workers must have access to first-aid, fire exits, safety equipment, potable water, clean, operational toilet facilities, and eating facilities. If residential facilities are provided, they must be clean and safe, with adequate personal space, entry and exit privileges, emergency egresses, heat and ventilation, and water for bathing and showering.

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- **Work Hours:** Except in extraordinary business circumstances, workers must not work more than the lesser of (a) sixty (60) hours per week, including overtime or (b) the limits on regular and overtime hours allowed by applicable law. In addition, all workers must be entitled to at least one day off in every consecutive seven-day period.
- **Wages and Benefits:** Wages must be set at or above local minimum wage and compensation requirements (including overtime), as defined by applicable laws, applicable agreements and local regulations for regular work, overtime work, production rates and other elements of compensation, and employee benefits.
- **Non-Discrimination:** Employment (hiring, salary, benefits, promotion, training, discipline, termination, retirement, or any other terms and conditions of employment) must be based on merit and ability to perform the job requirements, not on characteristics such as race, creed, color, religion, sex, age, national origin, disabilities, veteran status, marital status, sexual orientation, gender, gender identity or expression, military status, or any other characteristic protected by applicable law, including, but not limited to, US federal law.
- **Whistleblower Protection:** Suppliers must ensure whistleblower confidentiality protection and prohibit retaliation against workers who come forward in good faith and/or refuse an order that is in violation of this Supplier Code of Conduct. Workers must have an anonymous complaint mechanism to report workplace grievances and Supplier Code of Conduct violations in accordance with local laws and regulations.
- **Freedom of Association and Collective Bargaining:** Suppliers must recognize and respect the rights of workers to exercise lawful rights of free association, including joining or not joining any association. Suppliers must respect the legal right of workers to bargain collectively.
- **Harassment or Abuse:** Every worker must be treated with respect and dignity. No worker must be subject to any physical, sexual, psychological, or verbal harassment or abuse. Suppliers must not use monetary fines as a disciplinary practice.
- **Communication:** Suppliers must communicate to all workers and supervisors, in a language understandable to the workers and supervisors, the protections and benefits afforded to them by applicable law and this Supplier Code of Conduct.
- **Monitoring and Compliance:** Kohler may undertake affirmative measures, such as announced and unannounced on-site audits of production factories, to monitor compliance with this Supplier Code of Conduct. Suppliers must maintain all documentation necessary to demonstrate compliance on-site, and allow Kohler representatives full access to production facilities, worker records, production records, and workers for confidential interviews in connection with such visits. Suppliers will not improperly impact the results of any audit including presentation of falsified records or coaching of workers.

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- **Environment and Sustainability:** Suppliers must comply with all applicable environmental laws and regulations. Suppliers must strive for continuous improvement in their operations and procurement practices to reduce environmental impacts throughout the product life cycle, such as reducing their carbon and water footprint and improving resource utilization.

In order to help Kohler achieve environmental and material transparency for its products, suppliers must provide any requested data to Kohler within 30 days of receiving the request for information, unless an alternate timeline is stated. This data may include, but is not limited to, full material disclosures, production resource information (energy, water, material, chemicals, waste, etc.), final points of assembly, and transportation modes and distances. Suppliers must keep record of this data for auditing purposes.

- **Restricted Materials List:** Suppliers must adhere to Kohler’s Product Environmental Policy - Restricted Materials List, as well as all relevant applicable laws and provide all supporting documentation for direct materials. The Product Environmental Policy – Restricted Materials List is found at <http://www.kohlercompany.com/suppliers/conducting-business/>. No products or materials are to be designed, developed, manufactured, sold, purchased, or distributed worldwide by or for Kohler without adherence to applicable product composition regulations in effect.
- **Responsible Sourcing of Minerals:** Suppliers must comply with applicable laws and regulations regarding conflict minerals which include but are not limited to tin, tungsten, tantalum, gold, and cobalt. Any conflict minerals contained in supplier products must not directly or indirectly perpetuate human rights abuses. Suppliers must exercise due diligence on the source and chain of custody of these minerals, maintain these records and provide Kohler with verification of the source of the materials used in any products, as well as any additional relevant information at Kohler’s request. Suppliers must also require the same from their supply chain.
- **Gifts, Meals, Entertainment and Hospitality:** Gifts, meals, entertainment, hospitality, trips, or anything of value that lacks a legitimate business purpose may be viewed as bribes or kickbacks, create the appearance of a conflict of interest, and/or be perceived as an attempt to improperly influence decision making. It is the firm policy of Kohler that gifts or gratuities must not be offered or sent to any Kohler associate. Offers of generally distributed promotional items which clearly display a corporate logo/advertising are allowed on an infrequent basis.
- **Conflicts of interest:** Suppliers must not enter into any transaction with Kohler employees that could create an actual or perceived conflict of interest. A conflict of interest is any situation where an individual’s interests or relationships (personal, familial, or financial) could inappropriately influence, or appear to inappropriately influence, decisions an individual makes on Kohler’s behalf. Even the perception of a conflict of interest between a Kohler employee and a supplier could be detrimental to Kohler’s business and reputation. Any potential conflict must be disclosed to the company.

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- Anti-Bribery:** Suppliers must conduct business with honesty and integrity and demonstrate the highest standards of ethical behavior. Suppliers must not make or receive any corrupt or inappropriate payment on behalf of itself, any third-party, or Kohler and must comply with all applicable laws, statutes, directives, and/or regulations relating to anti-bribery and anti-corruption including, but not limited to, the US Foreign Corrupt Practices Act, the UK Bribery Act, and any other applicable international and local laws. In addition, suppliers are expected to exercise adequate care when selecting third parties including but not limited to, subcontractors, distributors, and agents, by employing reputable individuals and entities; and paying the fair market value for the services rendered.

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