

EMC Supplier Code of Conduct

Introduction

EMC recognizes that responsibly managed supplier relationships are needed to sustain the competitive advantage of the supply chain. While all suppliers are required to comply with applicable international and domestic laws and regulations, EMC also expects suppliers to conduct their business relationships with EMC with the same professional and ethical standards that EMC requires of its employees.

In recent years, the EMC global supply chain has grown in terms of geography, communications, interconnection and risk. As a result of this rapid growth and the impact of conducting business across different cultures and ideologies, the expectations of behavior and interpretation of intentions can be confusing. Therefore, the following Supplier Code of Conduct (the "Code") is provided to reaffirm our existing policies and establish an acceptable level of supplier behavior as a condition to being selected and continuing to do business with EMC. For purposes of this Code, the term "EMC personnel" shall include EMC employees, contractors or any other person authorized to act on behalf of EMC.

Notwithstanding any contractual agreement between EMC and a supplier, EMC reserves the right to reduce the amount of business or discontinue supplier's relationship with EMC if supplier does not comply with this Code. Adherence to the Code is considered in our supplier selection process and in monitoring the activity of EMC's approved suppliers.

EMC adopts the Code with the expectation that suppliers will acknowledge and adhere to its guidelines. In addition, if such certifications are applicable to the supplier's industry, it is suggested that suppliers use their best efforts to obtain and maintain compliance with SA-8000 (Social Accountability International) and ISO 14000, (International Organization for Standardization – Environmental Management Standard).

All suppliers are required to know and obey all laws applicable to conducting business within the country of manufacture and the countries to which the supplier either exports products or supplies services. EMC reserves the right to audit adherence to such laws directly by EMC business auditors or indirectly through a third party.

The Code is substantially based on the Electronic Industry Code of Conduct, EICC Version 2.0 October 2005. The Electronic Industry Code of Conduct, as well as this Code outline standards to ensure that working conditions in the supply chain are safe, that workers are treated with respect and dignity, and that manufacturing processes are environmentally responsible.

The Code is made up of five sections. Sections A, B, and C outline standards for Labor, Health and Safety, and the Environment, respectively. Section D outlines the elements of an acceptable system or set of processes to manage conformity to this Code. Section E adds standards relating to business ethics.

A. LABOR

Suppliers are committed to uphold the human rights of workers, and to treat them with dignity and respect as understood by the international community. Recognized standards such as the Universal Declaration of Human Rights (UDHR), Social Accountability International (SAI) and the Ethical Trading Initiative (ETI) were used as references in preparing the Code and may be a useful source of additional information. The labor standards are:

1) Freely Chosen Employment

Forced, bonded or indentured labor or involuntary prison labor is not to be used. All work will be voluntary, and workers should be free to leave upon reasonable notice. Unless required by applicable local law, workers shall not be required to permanently give up government-issued identification, passports or work permits as a condition of employment.

2) Child Labor Avoidance

Child labor is not to be used in any stage of manufacturing. The term "child" refers to any person employed under the age of 15 (or 14 where the law of the country permits), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported.

3) Working Hours

Studies of business practices clearly link worker strain to reduced productivity, increased turnover and increased injury and illness. Workweeks are not to exceed the maximum set by local law.

4) Wages and Benefits

Compensation paid to workers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. In compliance with local laws, workers shall be compensated for overtime at pay rates greater than regular hourly rates. The basis on which workers are being paid is to be provided in a timely manner via pay stub or similar documentation.

5) Humane Treatment

There is to be no harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers: nor is there to be the threat of any such treatment.

6) Non-Discrimination

Suppliers should be committed to a workforce free of harassment and unlawful discrimination. Companies shall not engage in discrimination based on race, color, age, gender, sexual orientation, ethnicity, disability, pregnancy, religion, political affiliation, union membership or marital status in hiring and employment practices such as promotions, rewards, and access to training. In addition, workers or potential workers should not be subjected to medical tests that could be used in a discriminatory way.

7) Freedom of Association

Open communication and direct engagement between workers and management are the most effective ways to resolve workplace and compensation issues. Suppliers are to respect the rights of workers to associate freely, join or not join labor unions, seek representation, join workers' councils in accordance with local laws. Workers shall be able to communicate openly with management regarding working conditions without fear of reprisal, intimidation or harassment.

B. HEALTH and SAFETY

Suppliers recognize that the quality of products and services, consistency of production and workers' morale, are enhanced by a safe and healthy work environment.

Suppliers also recognize that ongoing worker input and education is key to identifying and solving health and safety issues in the workplace. Recognized management systems such as OHSAS 18001 and ILO Guidelines on Occupational Safety and Health were used as references in preparing the Code and may be a useful source of additional information. The health and safety standards are:

1) Occupational Safety

Worker exposure to potential safety hazards (e.g., electrical and other energy sources, fire, vehicle, and fall hazards) are to be controlled through proper design, engineering and administrative controls, preventative maintenance and safe work procedures (including lockout/tagout). Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate personal protective equipment. Workers shall not be disciplined for raising safety concerns.

2) Emergency Preparedness

Emergency situations and events are to be identified and assessed, and their impact minimized by implementing emergency plans and response procedures, including: emergency reporting, employee notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, adequate exit facilities and recovery plans.

3) Occupational Injury and Illness

Procedures and systems are to be in place to manage, track and report occupational injury and illness, including provisions to: a) encourage worker reporting; b) classify and record injury and illness cases; c) provide necessary medical treatment; d) investigate cases and implement corrective actions to eliminate their causes; and d) facilitate return of workers to work.

4) Industrial Hygiene

Worker exposure to chemical, biological and physical agents is to be identified, evaluated, and controlled. When hazards cannot be adequately controlled by engineering and administrative means, workers are to be provided with appropriate personal protective equipment.

5) Physically Demanding Work

Worker exposure to physically demanding tasks, including manual material handling and heavy lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.

6) Machine Safeguarding

Physical guards, interlocks and barriers are to be provided and properly maintained for machinery used by workers.

7) Dormitory and Canteen

Workers are to be provided with clean toilet facilities, access to potable water and sanitary food preparation and storage facilities. Worker dormitories provided by the supplier or a labor agent are to be clean, safe, and provide emergency egress, adequate heat and ventilation and reasonable personal space.

C. ENVIRONMENTAL

Suppliers recognize that environmental responsibility is integral to producing world-class products. In manufacturing operations, adverse effects on the community, environment and natural resources are to be minimized while safeguarding the health and safety of the public. Recognized management systems such as ISO 14001 and the Eco

Management and Audit System (EMAS) were used as references in preparing the Code and may be a useful source of additional information. The environmental standards are:

1) Environmental Permits and Reporting

All required environmental permits (e.g. discharge monitoring) and registrations are to be obtained, maintained and kept current and their operational and reporting requirements are to be followed.

2) Pollution Prevention and Resource Reduction

Waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials.

3) Hazardous Substances

Chemical and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, recycling or reuse and disposal.

4) Wastewater and Solid Waste

Wastewater and solid waste generated from operations, industrial processes and sanitation facilities are to be monitored, controlled and treated as required prior to discharge or disposal.

5) Air Emissions

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, monitored, controlled and treated as required prior to discharge.

6) Product Content Restrictions

Suppliers are to adhere to all applicable laws and regulations regarding prohibition or restriction of specific substances including labeling laws and regulations for recycling and disposal. Suppliers are also to adhere to processes to comply with each agreed-upon customer-specific restricted and hazardous materials list.

D. COMPLIANCE WITH CODE

Suppliers shall adopt or establish (or already have in place) a system or set of processes designed to ensure (a) compliance with applicable laws, regulations and customer requirements related to the supplier's operations and products; (b) conformance with this Code; and (c) identification and mitigation of operational risks related to this Code. It should also facilitate continual improvement. The system should contain the following elements:

1) Company Commitment

Corporate social and environmental responsibility statements affirming supplier's commitment to compliance and continual improvement.

2) Management Accountability and Responsibility

Clearly identified company representative[s] responsible for ensuring implementation and periodic review of the status of the system.

3) Legal and Customer Requirements

Identification, monitoring and understanding of applicable laws, regulations and customer requirements.

4) Risk Assessment and Risk Management

Process to identify the environmental, health and safety¹ and labor practice risks associated with supplier's operations, including supplier's supply chain. Determination of the relative significance for each risk and implementation of appropriate procedural and physical controls to ensure regulatory compliance to control the identified risks.

5) Training

Programs for training managers and workers to implement supplier's policies, procedures and improvement objectives.

6) Audits and Assessments

Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of the Code and customer contractual requirements related to social and environmental responsibility.

7) Corrective Action Process

Process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews.

8) Documentation and Records

Creation of documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

E. ETHICS

To meet social responsibilities and to achieve success in the marketplace, suppliers, their agents and any persons otherwise acting on supplier's behalf are to uphold the highest standards of ethics including:

1) Business Integrity

The highest standards of integrity are to be expected in all business interactions. Any and all forms of corruption, extortion and embezzlement are strictly prohibited resulting in immediate termination and legal actions.

2) No Improper Advantage

Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted.

3) Disclosure of Information

Information regarding business activities, structure, financial situation and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices.

4) Intellectual Property

Intellectual property rights are to be respected; transfer of technology and know-how is to be done in a manner that protects intellectual property rights.

5) Fair Business, Advertising and Competition

¹ Areas to be included in a risk assessment for health and safety are warehouse and storage facilities, plant/facilities support equipment, laboratories and test areas, sanitation facilities (bathrooms), kitchen/cafeteria and worker housing /dormitories.

Standards of fair business, advertising and competition are to be upheld. Means to safeguard customer information should be available.

6) Protection of Identity

Programs that ensure the protection of supplier and employee whistleblower confidentiality are to be maintained.

7) Community Engagement

Community engagement is encouraged to help foster social and economic development.

F. COMBATING TRAFFICKING IN PERSONS

EMC has a zero tolerance policy regarding trafficking in persons. Supplier is required to comply with the provisions of the Federal Acquisition Regulation ("FAR") relating to Trafficking in Persons, including, without limitation, 52.222-50, Combating Trafficking in Persons (AUG 2007) (22 U.S.C. 7104(g)) and any such provisions are incorporated herein by reference.

G. BUSINESS CONDUCT

1) Suppliers are expected to comply with EMC's Business Conduct Guidelines.

2) EMC will not tolerate unlawful discrimination or harassment of any kind. Such behavior may be grounds for discontinuing the EMC business relationship.

3) EMC will not tolerate any activities that violate laws, including but not limited to the Federal Corrupt Practices Act (FCPA) and the Federal Acquisition Regulation.

4) Business Courtesies

(a) EMC recognizes that in the course of conducting business the supplier may extend certain courtesies to EMC personnel. Such courtesies must be approved by EMC Global Supplier Chain Management, and the employee's approving manager must be fully cognizant of such courtesies. Courtesies extended to EMC personnel, when visiting suppliers, must comply with these provisions as well as applicable local laws, custom or practice.

(b). Attendance at business related social events by EMC personnel is permitted as long as the event (1) helps to build or maintain business relationships; (2) is not excessive; (3) the frequency and timing does not create an appearance of impropriety; (4) the purpose is not to improperly influence a business decision; (5) is not prohibited by a vendor's policies; and, (6) is attended by employees from the company paying for the event.

(c) The following activities are improper under any circumstance: (1) to give or accept cash, cash equivalents, credit cards, loans or securities, in any amount, under any circumstance; (2) to solicit a business courtesy; and (3) to give or accept a business courtesy when the nature is a bribe or kickback or the purpose is to influence the recipient to do business or to obtain preferential treatment.

H. CONFIDENTIALITY

1) All information, directly or indirectly, related to any business interaction with EMC is considered Confidential Information as defined within the applicable contractual provisions(s) between EMC and its suppliers. If supplier does not have applicable contractual provisions, Confidential Information shall mean non-public information that EMC designates as being confidential to supplier or which, under the circumstances surrounding the disclosure, ought to be treated as confidential by supplier

I. BUSINESS RECORDS AND AUDIT RIGHTS

1) EMC has strict reporting obligations under certain statutes, including, but not limited to, the Foreign Corrupt Practices Act of 1977, as amended, and U.S. securities laws. Therefore, it is essential that the supplier(s) report all business transactions relating to EMC honestly, accurately and in compliance with generally accepted accounting principles.

2) EMC reserves the right to review and audit those supplier(s) records that are required to demonstrate compliance to all laws applicable to the conduct of business by EMC with its suppliers, subsidiaries or customers, e.g. records required for trade compliance, foreign material content, valuation, etc.