

DUKE ENERGY SUPPLIER CODE OF CONDUCT



Duke Energy takes seriously our commitment to social responsibility, safety, diversity, environmental leadership and ethical business practices ensuring that the decisions we make today are also the right decisions for the future. This commitment is at the heart of how we do business. We expect our Suppliers of goods and services to adhere to these fundamental values and apply them to how they do business here and around the world. — Ronald Reising, Duke Energy's Chief Procurement Officer (CPO)

OUR PURPOSE

At Duke Energy, our purpose is to create superior and sustainable value for our customers, employees, communities and investors through the production, conversion, delivery and sale of energy and energy services.

OUR VALUES

- **Stewardship** – A commitment to health, safety environmental responsibility and our communities.
- **Integrity** – Ethically and honestly doing what we say we will do.
- **Respect for the Individual** – Embracing diversity and inclusion, enhanced by openness, sharing, trust, teamwork and involvement.
- **High Performance** – Achieving superior business results and stretching our capabilities.
- **Win-Win Relationships** – Having relationships which focus on the creation of value for all parties.
- **Initiative** – Having the courage, creativity and discipline to lead change and shape the future.

SUSTAINABILITY

Sustainability is a balanced approach to decision making that takes into consideration the needs of all our stakeholders. Below are the five key aspects of Sustainability at Duke Energy.

- **Social Responsibility** - Improving the quality of life in the communities we serve.
- **Economic Vitality** - Keeping energy costs affordable, working to create jobs that strengthen our economy and creating value for our investors.
- **Environmental Stewardship** - Conserving natural resources, reducing the environmental impact of our operations, increasing energy efficiency, and expanding our use of alternative energy sources.
- **Workplace Quality** - Creating a safe, healthy, and inclusive work environment that offers opportunities for career growth and development.
- **Ethics and Governance** - Maintaining high standards of integrity and transparency in all our business practices and reporting.

EXPECTATIONS OF BUSINESS CONDUCT

Safety

Safety is always our first consideration. It is not optional. Suppliers must apply safe work practices (including regulatory and contract specific requirements) to all activities and exercise good judgment in work decisions. Suppliers performing work on our property or on our behalf must instill safety in every aspect of their work processes and in the attitude and behavior of all their employees.

Environmental

Duke Energy aspires to be an industry leader in protecting our environment. We are committed to meet or surpass all applicable regulatory requirements and seek ways to enhance the communities we serve. Suppliers must comply with all applicable environmental laws and regulations and conduct their operations in an environmentally responsible manner.

Company Resources

Company resources include property, assets, intellectual property and confidential information. Suppliers are responsible to safeguard Duke Energy resources utilized in the course of performing work. Duke Energy resources must only be used for legitimate business purposes to advance the interests of Duke Energy. The personal use of Duke Energy resources without permission is prohibited. The intellectual property rights of Duke Energy and those of third parties must be honored at all times. Confidential information can only be shared within your company on a need to know basis. Sharing confidential information with third parties is not allowed without express permission. Buying or selling securities based upon material, nonpublic information, as well as sharing nonpublic information, could result in serious civil and criminal penalties.

Brand and Trademarks

We expect Suppliers who interact with our customers to conduct themselves at all times in ways that reinforce and strengthen the Duke Energy brand. Use of Duke Energy's brand is not permitted without express written permission which is rarely granted.

Accounting and Business Records

All financial books, records and accounts must accurately reflect the underlying activity and conform both to generally accepted accounting principles and a system of internal controls. Likewise, all operational records must be accurate, timely and conform to Duke Energy's requirements. Suppliers must create, retain and dispose of business records in full accordance with applicable legal and contractual requirements.

(CONTINUED OVER)

EXPECTATIONS OF BUSINESS CONDUCT (CONTINUED)

Conflict of Interest

Suppliers must disclose any potential conflicts of interest to Duke Energy for review prior to entering into any business transaction. A conflict of interest exists any time there is a choice between a personal interest (financial or otherwise) and the interests of Duke Energy. A conflict may arise with Suppliers that employ or are partially or fully controlled by a Duke Energy employee or family member. Suppliers, their employees or their family members cannot receive improper benefits through the relationship with Duke Energy or allow other activities to conflict with acting in the best interests of Duke Energy.

Gifts and Entertainment

Suppliers must not give any personal fees, gifts, favors, other compensation or business courtesies that are intended to influence, or appear to influence, a business decision. Duke Energy maintains high standards in this regard and is sensitive to even the appearance of improprieties. Suppliers failing to observe this guidance could be disqualified from conducting business with Duke Energy.

Supplier Diversity

Duke Energy recognizes that a strong, diverse supplier community is essential to economic vitality and proactively seeks opportunities to conduct business with competitive, diverse suppliers. We also expect our business partners to utilize and develop diverse suppliers while performing work on our behalf.

Employment Practices

Suppliers must conduct all their operations in a socially responsible, non-discriminatory manner and in full compliance with applicable laws including, but not limited to, those associated with Equal Opportunity, Child Labor, Forced or Compulsory Labor, Working Hours, Wages and Benefits, Freedom of Association, and Harassment-Free Work Environment.

Compliance with Laws, Rules and Regulations

Suppliers are required to comply with the letter and intent of all applicable legal requirements including those dealing with bribery, kickbacks, corruption and other prohibited business practices. The antitrust laws and Foreign Corrupt Practices Act of the United States prohibit a wide range of transactions or practices by both purchasers and sellers of goods and services. Various energy regulatory commissions have specific codes and standards of conduct that address matters such as undue discrimination and preferential treatment between regulated companies and their affiliates. Duke Energy intends to comply fully with these laws.

Business Continuity

Duke Energy's products and services provide critical infrastructure to our customers. Therefore, our Suppliers are expected to have plans in place for their business operations to continue with minimal interruption of supply in the event of an emergency, crisis situation, natural disaster or terrorist/security related event.

Continuous Improvement

We are committed to continuous improvement and strive for best practices in our business. We recognize that Suppliers have experience in multiple companies and industries, and encourage Suppliers to identify opportunities for improvement in our work practices.

COMPLIANCE

Ethical Dealings

Duke Energy always engages in the highest ethical practices in source selection, negotiation, award decisions and the administration of purchasing and sourcing activities. DukeEnergy requires Suppliers, their employees, and subcontractors to comply with the Supplier Code of Conduct requirements. We reserve the right to conduct visits to verify that a Supplier's business operations meet the expectations outlined in this code. Remediation plans will be developed for significant deficiencies. Failure to address significant deficiencies within a reasonable time may result in cancellation of contracts.

Questions or Concerns

Suppliers, their employees, or their subcontractors must report any questionable behavior by Duke Energy employees or suppliers. Fraudulent financial reporting, misappropriation of assets, corruption and other fraud related malfeasance, illegal activity, fiscal waste or abuse, or other suspected violations by any party may be reported by contacting: (1) your Duke Energy Representative (2) Duke Energy's EthicsLine at 800-525-3783 or www.dukeenergy-ethicsline.com, (3) Contact Us provided on Duke Energy's external Web site or (4) Duke Energy's Ethics and Compliance Office at ethicsofficer@duke-energy.com. The EthicsLine is staffed by an independent third party to report suspected unethical and criminal conduct or to seek guidance to resolve an ethical dilemma. When you contact the EthicsLine, you can give your name or choose to remain anonymous.

We encourage open discussion regarding any concerns with this code or in our business relationship.

Nothing herein should be construed as a representation of legal, or other requirements necessary for a supplier to conduct its business. Each Supplier retains the sole responsibility to know, understand, and comply with the applicable statutes and regulations necessary to conduct its business. Duke Energy is not responsible for providing legal requirements to Suppliers.