



Entergy®

ENTERGY CORPORATION

SUPPLIERS' CODE OF CONDUCT

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I. INTRODUCTION

Entergy values are very simple. We believe there is only one way to do business: with fairness, honesty, and integrity.

J. Wayne Leonard, CEO

Dear Supplier:

This document summarizes important aspects of Entergy's corporate policies relating to ethical expectations and obligations which apply to Entergy's employees. Just as Entergy expects its employees to act in accordance with the highest ethical and legal standards in their business activities with you, Entergy expects its suppliers to behave in a manner consistent with these ethical expectations and obligations in their interactions with Entergy and its employees. Entergy wants to work with suppliers who operate in a fair, honest, and socially responsible manner. (The term *suppliers* as used throughout this document includes vendors, contractors, and consultants, and any of their employees or subcontractors.)

Additionally, in most instances, Entergy expects each of its suppliers to live the values described herein when interacting with its own stakeholders such as the general public, the business community, and its own employees. In all cases and at a minimum, Entergy's suppliers are expected to comply with all applicable laws and regulations. Likewise, Entergy is committed to compliance with the law and adherence to the ethical values expressed in this document.

Please note that this document is not considered by Entergy to be part of any written contractual arrangement(s) with its suppliers; however, several of the concepts described herein are addressed in existing contracts. Further, failure of an agent or supplier to act in accordance with the law will be taken into account when Entergy considers future business interactions.

If, in the course of providing your services and products to Entergy, you see an Entergy employee or supplier engaged in a known, suspected or potential violation of law, we ask that you notify the Entergy Ethics Line toll free at **1-888-257-ETHIC** or **1-888-257-3844**. Further, what Entergy cannot legally do directly or indirectly, it will NOT do through another party. If any Entergy representative asks that you act in an illegal manner, please notify the Entergy Ethics Line.

Entergy thanks you for your cooperation, and we look forward to our continued business relationship.

Alfred H. Gahn
Vice President, Supply Chain Management and Chief Supply Officer

II. ETHICAL EXPECTATIONS AND OBLIGATIONS

A. HEALTH & SAFETY

Excellent health and safety management is a core business value. Entergy believes that all occupational accidents are preventable. You are expected to maintain safe and healthy working conditions, to comply with the safety standards of your job, and to report immediately any actual or potential safety or health hazards.

B. ENVIRONMENTAL

Entergy expects its employees, agents, and suppliers to provide goods and services in an environmentally conscientious manner. Environmental laws, regulations, and orders affect many areas of Entergy's business, including restrictions on hazardous and toxic materials, air and water emissions, and waste disposal. Entergy is committed to compliance with environmental regulations and expects employees, agents, and suppliers to be conscientious in following proper environmental procedures.

C. HARASSMENT AND DISCRIMINATION PREVENTION

Entergy seeks to maintain a work environment that respects the dignity and worth of each individual and is free from harassment and discrimination based on any protected characteristic or protected activities. Protected characteristics include race, color, sex, religion, pregnancy condition, national origin,

age (40 and over), sexual orientation, gender identity and/or expression, veteran's status, marital status, qualified disability, genetic information (which includes family medical history), or any other characteristic protected by law. Protected activities include, for example, filing a claim with the EEOC or other government entity. Examples of prohibited conduct when based on a protected characteristic or protected activity include, but are not limited to, the following:

- denying equal employment opportunities;
- making transmitting, intentionally accessing, displaying or circulating offensive or derogatory statements, comments, gestures, slurs, emails or links;
- Creating an offensive, hostile or intimidating working environment; and
- Engaging in unwelcome flirtation, sexual advances, requests for sexual favors, propositions, touching and other verbal or physical conduct of a sexual nature.

Entergy's policy is intended to extend further than the law. It prohibits abusive conduct that may take the form of intimidation, coercion, or bullying that Entergy determines is inappropriate, regardless of whether such conduct is unlawful or based on a protected characteristic or activity.

D. EMPLOYMENT PRACTICES

Entergy expects its suppliers to follow legally compliant employment practices, including:

- No employment of under-age individuals in violation of any applicable child labor laws;
- No use of forced or involuntary labor; and
- Compliance with wage and hour laws and regulations, including those relating to minimum wages.

E. DRUGS, ALCOHOL AND TOBACCO

Entergy is committed to providing a safe, secure, healthy and productive work environment. The use, possession, manufacture, distribution, dispensation, transportation, promotion or sale of illegal drugs while on Entergy premises is prohibited. Illegal drugs include drugs that are not used or possessed in accordance with a valid prescription or are not used as authorized by law. The use, possession, or sale of alcoholic beverages on Entergy premises is also prohibited. Reporting to work in an intoxicated state is prohibited. Entergy employees, agents, and suppliers reporting to work are required to be considered fit for duty. In order to provide a healthy work environment for all workers, smoking is not permitted within any of Entergy's enclosed facilities.

F. WEAPONS

The existence of unauthorized weapons on Entergy property is against Entergy policy. Therefore,

unless necessary for Entergy business and authorized in accordance with Entergy's policy, the possession of weapons (including, but not limited to, firearms, knives and explosives) by employees, agents, or suppliers on Entergy property is expressly forbidden.

G. WORKPLACE VIOLENCE

Entergy is committed to providing a safe working environment, free from workplace violence. Violent or threatening behavior in the workplace is not permissible and will be addressed appropriately.

Workplace violence is defined as any direct or implied threat, intentional act or other unreasonable conduct that would create fear, hostility, intimidation or other concern of harm in another person. Threatening behavior or acts of violence on Entergy premises, or off Entergy premises while conducting official Entergy business, or related in any way to one's work with Entergy, is prohibited. Employees, agents, or suppliers who have been assaulted or subjected to threats of any kind in the workplace or who have knowledge of violence or threats against workers, are required to immediately report the situation to the Entergy Ethics Line at 1-888-257-ETHIC or 1-888-257-3844. If such violence is occurring or you believe imminent danger exists, do not place yourself in harm's way; immediately call law enforcement at 911 and, as soon as possible thereafter, report the matter to the Entergy Ethics Line.

H. CONFLICTS OF INTERESTS

You have a duty to timely disclose to Entergy all actual or potential conflicts of interests related to your business relationship with Entergy, as well as situations that could be perceived as conflicts of interests.

I. GIFTS AND ENTERTAINMENT (BUSINESS COURTESIES)

It is improper for Entergy employees, or members of an employee's family, to request a business courtesy under any circumstances. Further, they may not accept anything from an existing or potential Entergy supplier that could be construed as an attempt to induce the employee to grant an unfair competitive advantage or to motivate the employee to do anything that is unethical, illegal or prohibited by Entergy policies. Our employees are also asked to use common sense and good judgment when offering gifts or entertainment to suppliers, so as not to create circumstances that are inappropriate or give the appearance of impropriety.

Entergy employees may not provide such business courtesies if they are illegal, violate the rules of the recipient's organization, or are offered for something in return.

J. ACCOUNTING AND BUSINESS RECORDS

Entergy requires compliance with generally accepted accounting principles and its internal system of accounting and auditing controls.

Accurate, reliable information and records are critical to meeting Entergy's financial, legal, and management obligations and they are necessary to fairly reflect Entergy's transactions. Employees, agents, and suppliers are expected to promptly, completely, and accurately prepare applicable reports, vouchers, reimbursement requests, and bills.

K. PROTECTION OF ENTERGY PROPERTY

Employees and suppliers are responsible for protecting any Entergy property under their control from theft, fraud, unauthorized personal use, and negligent misuse. Entergy property includes, but is not limited to, tools, materials, supplies, equipment, software, trade secrets, and Entergy credit cards. The misuse or theft of Entergy property or disclosure of trade secrets or other confidential and proprietary Entergy information impacts the corporation's profitability and will not be tolerated. You may not offer Entergy property to persons outside Entergy without prior approval of Entergy. Personal use of Entergy vehicles or moving equipment, such as backhoes, excavators, loaders and forklifts, is strictly prohibited. All Entergy property must be returned to Entergy at the termination of employment or contract.

L. PROTECTION OF COMPANY INFORMATION AND CONFIDENTIAL INFORMATION

To the extent you are entrusted with or obtain knowledge of Entergy

information, you share a responsibility to prevent its misuse, theft, fraud, or improper disclosure. You must take every care in handling, discussing, or transmitting sensitive or confidential information that could affect Entergy, its employees, its customers, the business community, or the general public. Your responsibility to hold Entergy's confidential information as confidential is a continuing obligation even after your assignment or contract with Entergy ends. Disclosure of financial information could influence the actions of shareholders and potential investors and possibly violate securities laws. Only designated Entergy spokespersons are authorized to release information of this nature. Additionally, other information may be protected from disclosure by Entergy regulated subsidiaries to Entergy competitive subsidiaries. The affiliate rules for each appropriate jurisdiction should be consulted prior to the release of information to a non-regulated affiliate or to any other person. Personal information belonging to customers, employees, other vendors or suppliers and other individuals must not be collected, transmitted, transported, stored, accessed, or removed without a legitimate need to do so. Personal information must be protected from unauthorized disclosure and disposed of in a secure and protected manner. Social Security numbers may not be used in a manner that is prohibited by Entergy's policies. Report any unauthorized disclosure of personal

information to the Entergy Ethics Line immediately.

M. INSIDER TRADING

"Insider trading" means using confidential information about Entergy or any other company gained in the course of doing work for Entergy in an attempt to achieve unfair advantage in the buying or selling of shares or other securities. It includes "tipping" in which the insider provides information to someone else who trades on it. This includes any information that may influence the decision of an investor to buy, sell, or hold the securities of a company, or which alters the overall mix of information publicly available about a company. Insider trading is both illegal and unethical, and is prohibited.

N. COPYRIGHT, TRADEMARK AND PATENT INFRINGEMENT

Copyright laws prohibit the unauthorized use, duplication or distribution of copyrighted works. This may include computer software, printed articles from publications, TV and radio programs, works on videotapes, files, CD-ROMs, music performances, photographs, training materials, manuals, documentation, databases, and World Wide Web pages. Employees, agents, and suppliers may not use, reproduce, access, modify, download, distribute or otherwise copy, any copyright protected works, trademarks, or patents of others, including licensed computer software and related documentation, without written authorization of the owner. Further,

you may not allow others to use Entergy resources to do so.

O. ANTITRUST & FAIR TRADE PRACTICES

Employees, agents, and suppliers must support and fully comply with antitrust and fair trade practices laws. Violations of these laws may occur if an Entergy representative engages in unfair pricing practices, unfair marketing practices, or misrepresentation of the products and services of Entergy or its competitors. Federal and state antitrust authorities (and private plaintiffs) will be particularly sensitive to business activities that appear to fix prices between competitors, fix costs between competitors, restrict output, or divide markets.

P. BRIBES AND KICKBACKS

Employees, agents, and suppliers may never give or offer anything of value to, or ask for anything of value from, an Entergy customer or a government employee or official (whether at the local, state, or federal level) that is illegal. Similarly, employees, agents, and suppliers may never ask for bribes and kickbacks from an Entergy customer, agent, or supplier.

Q. ECONOMIC ESPIONAGE

Employees, agents, and suppliers may not unlawfully obtain or otherwise use material, products, intellectual property, or proprietary information of any Entergy supplier, customer, or competitor. Further, employees, agents, and suppliers

may not obtain an Entergy competitor's confidential or proprietary information by improper means or unethical acts, such as through criminal acts, misrepresentation, deception, or bribing employees of other businesses to covertly collect information.

R. NUCLEAR

Entergy expects its employees, agents, and suppliers, where applicable, to comply with all laws, regulations, licensing, commitments, and orders related to nuclear power plant operations in order to meet the highest achievable levels of operating safety.

S. EXPORT CONTROLS

Entergy complies with export control laws, which regulate the export of certain goods and services from the United States to foreign nationals (i.e., non-U.S. citizens or individuals lacking "green cards").

Through their business relationships with Entergy, suppliers may obtain access to certain Entergy technology, information, equipment, products, software and services that are regulated by export control laws ("controlled items"). Suppliers may not disclose or release such controlled items to their foreign-national employees (whether inside or outside the U.S.) unless an appropriate export license has been obtained and unless the supplier has first obtained permission from Entergy.