



*Entergy*®

**ENTERGY CORPORATION**

**SUPPLIERS' CODE OF CONDUCT**

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## I. INTRODUCTION

***One thing at Entergy will always be steadfast and that is our commitment to acting with integrity. ~ Leo Denault, CEO***

Dear Supplier:

This document summarizes important aspects of Entergy's corporate policies relating to ethical expectations and obligations that 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.

Failure of an agent or supplier to act in accordance with the law or this document 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.

John N. Lindley  
Vice President, Chief Supply Officer

## II. ETHICAL EXPECTATIONS AND OBLIGATIONS

### A. GRASSROOTS/PUBLIC RELATIONS PRACTICES

Entergy is interested in understanding the concerns and priorities of communities in connection with work the company undertakes. With respect to public relations and grassroots efforts, Entergy expressly prohibits its suppliers from engaging in the practice of paying individuals to attend or speak at any public meeting or meetings before any governmental, regulatory or other agency with oversight over Entergy's operations, a practice referred to as "astroturfing."

### B. 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.

### C. ENVIRONMENTAL AND SUSTAINABILITY

Entergy aspires to be an industry leader in protecting our environment. 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 meeting or surpassing compliance with environmental and all applicable regulatory requirements and enhancing the communities we serve. Entergy expects employees, agents, and suppliers to comply with all applicable environmental laws and regulation and conduct their operations in an environmentally responsible manner. Entergy encourages its agents and suppliers to reduce the sustainable impact of the goods and services they provide. We actively seek suppliers that share our commitment to protecting the environment.

### D. HARASSMENT AND DISCRIMINATION PREVENTION

Entergy seeks to maintain a work environment that recognizes 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, the good-faith filing of 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 behavior that, if left unchecked, could become unlawful or undermine a sufficiently productive work environment. Examples of such behavior include intimidation, coercion, and bullying, regardless of whether such conduct is unlawful or based on a protected characteristic or activity.

#### **E. EMPLOYMENT PRACTICES**

Entergy expects its suppliers to follow legally compliant employment practices, including, but not limited to:

- 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.

#### **F. 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 and/or sale of illegal drugs while on Entergy premises, or in personal vehicles located on Entergy premises, is absolutely prohibited. Illegal drugs include drugs that are not used or possessed in accordance with a valid prescription or for which the unauthorized possession, distribution and/or use is illegal under federal or state law. The use, possession, or sale of alcoholic beverages on Entergy premises is also prohibited (unless properly authorized by Entergy management). 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 including the use of electronic cigarettes is not permitted within any of Entergy's enclosed facilities.

#### **G. 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.

#### **H. WORKPLACE VIOLENCE PREVENTION**

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.

#### **I. CONFLICTS OF INTEREST**

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

#### **J. 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.

#### **K. 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 reflect fairly Entergy's transactions. Employees, agents, and suppliers are expected to promptly, completely, and accurately prepare applicable reports, vouchers, reimbursement requests, and bills.

**L. PROTECTION OF ENERGY 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, and Entergy credit cards. The misuse or theft of Entergy property or disclosure of confidential and proprietary Entergy information may affect 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.

**M. 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, and 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.

If you are granted logon identification to the Entergy electronic information systems, your password is considered confidential information due to the large risk of harm Entergy faces if an unauthorized party gained access to the Entergy systems. Do not disclose your authentication identities (e.g., logon ID and password combination) to anyone else, unless requested by Entergy IT technical support. Do not disclose authentication identities for Entergy systems in response to emails from unfamiliar parties or unsolicited

emails (such as “phishing” or social engineering attacks). Further, while using the Entergy electronic information systems, do not open email attachments that are sent by unknown parties or click on links or attachments contained in unsolicited emails or in emails sent by unfamiliar parties (which may include “phishing” or social engineering attacks). If you believe you have disclosed such information, opened email attachments or clicked on links as noted above, call the Entergy IT help desk immediately to report such activity so the Company can take steps to investigate and, if applicable, mitigate any harmful outcome.

#### **N. 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.

#### **O. 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.

#### **P. 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.

#### **Q. 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.

**R. 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 collect information covertly.

**S. 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.

**T. EXPORT CONTROL**

Suppliers may, through their business relationships with Entergy, be afforded access to certain technology, information, equipment, products, software, or services that are subject to export-control laws and regulations ("controlled items"). Suppliers may not disclose or release such controlled items to their foreign-national employees (or to subcontractors or their employees),

regardless of where such companies or individuals are located or how they access such controlled items, absent advance permission from Entergy and satisfaction of all reporting or license requirements required by such export-control laws and regulations.