

## **WEBSTER FINANCIAL CORPORATION SUPPLIER CODE OF CONDUCT**

Webster Financial Corporation (“Webster,”) and its affiliates, is committed to conducting business affairs in a manner consistent with our core values. We value our customers, our employees, our business partners, and our reputation, and recognize that they are the keys to our success.

To that end, Webster has established a Code of Business Conduct and Ethics that is an extension of our core values and reflects our commitment to ethical business practices and regulatory compliance. Webster expects that our suppliers will share and embrace our commitment to ethical business practices and regulatory compliance therefore, we have developed this Supplier Code of Conduct (“Code”) and we require that any firm or individual that provides a product or service to Webster or to a Webster customer or client on Webster’s behalf (a “Supplier”) as well as their employees, agents and subcontractors (their “Representatives”) comply with this Code while they are conducting business with and/or on behalf of Webster.

### **LEGAL AND REGULATORY COMPLIANCE PRACTICES:**

All Suppliers and their Representatives shall conduct their business activities in full compliance with the applicable laws and regulations of their respective jurisdictions while conducting business with and/or on behalf of Webster.

In addition Supplier shall comply with any specific obligations under its agreement with Webster and all Suppliers shall:

- Comply with anti-corruption laws of the countries in which it does business including the United States Foreign Corrupt Practices Act, and not make any direct or indirect payments or promises of payments to foreign government officials for the purpose of inducing the individual to misuse his or her position to obtain or retain business.
- Comply with antitrust and unfair competition laws that govern the jurisdictions in which they conduct business.
- Comply with applicable environmental laws and regulations.
- Comply with applicable consumer protection laws and regulations.

### **BUSINESS PRACTICES:**

Suppliers and their Representatives shall conduct their business interactions and activities with integrity and in accordance with their obligations under their specific agreements with Webster. In addition to those obligations, Suppliers shall:

- Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy.
- Create, retain and dispose of business records in full compliance with all applicable legal and regulatory requirements.
- Protect and responsibly use the physical and intellectual assets of Webster.
- Use Webster provided information technology and systems (including email) only for authorized Webster business-related purposes.
- Not use any Webster-provided technology and systems to create, access, store, print, solicit or send any material that is intimidating, harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate and/or send any false, derogatory or malicious communications.
- Comply with requirements and policies applicable to any Webster network, systems and buildings.
- Any incidents or suspected incidents involving data security and disclosure of customer information should be reported immediately to the IT Service Desk at 860-612-6442 or by email to [itservicedesk@websterbank.com](mailto:itservicedesk@websterbank.com)
- Comply with the intellectual property rights of Webster and any third party whose product it uses to provide service to Webster.

- Speak to the press on Webster’s behalf only if expressly authorized in writing to do so by an authorized representative of Webster’s Public Relations Department.
- Not give or receive any improper gifts.
- Avoid the appearance of or actual improprieties or conflicts of interest: bribes, kickbacks, and similar forms of compensation are prohibited.
- Not engage in any insider trading activity.

**EMPLOYMENT PRACTICES:**

Webster expects Suppliers to share its commitment to human rights, dignity, and equal opportunity in the workplace. Suppliers shall conduct their employment practices in full compliance with all applicable laws and regulations, and shall:

- Cooperate with Webster’s commitment to a workforce free of harassment and unlawful discrimination.
- Not engage in discrimination in hiring, compensation, access to training, promotion, termination or retirement based on race, caste, national origin, religion, age, disability, gender, marital status, sexual orientation, union membership or political affiliation.
- Provide a safe and healthy work environment and fully comply with applicable safety and health laws and regulations.
- While on a Webster owned, leased or managed property, comply with all Webster rules and policies.
- Sell nothing while on Webster owned, leased or managed property unless specifically contracted to do so.
- Not use, possess or distribute illegal drugs or firearms while on Webster owned, leased or managed property.
- Use only voluntary adult labor. The use of any type of forced or child labor is prohibited.
- Comply with all local minimum working age laws and requirements. Employees shall not be under the legal minimum working age of the respective region or shall not be less than 16 years of age (whichever is higher).
- Not engage in physical discipline, or abuse, or the threat of physical abuse, or any form of sexual or other harassment or verbal abuse or any form of intimidation.
- Pay living wages under humane conditions. Ensure that wages and benefits paid for a standard working week meet national legal standards.
- Not require workers to work more than the maximum hours of daily labor set by applicable laws; ensure that overtime is voluntary and paid in accordance with applicable laws and regulations; and give breaks, sick leave, and family leave as required by applicable laws and regulations.
- Keep employee records, including records of withholding or payment of other employment taxes and wages paid in accordance with local and national regulations.
- Observe any and all applicable collective bargaining agreements.
- Not permit the filing of any liens arising out of material incorporated therein or work performed Webster owned, leased or managed property.

**COMPLIANCE WITH CLIENT CODES OF CONDUCT:**

Where a Supplier is hired by Webster on behalf of a client, Supplier will comply with all applicable rules, policies, procedures or codes of conduct maintained by the client. If Supplier believes that a client rule conflicts with anything in this Code and is unsure of what to do as a result, Supplier shall work with Webster’s Vendor Management Team and the client in order to come to a resolution.

**NO CREATION OF THIRD-PARTY RIGHTS:**

This Code does not confer, nor shall it be deemed to confer, any rights on the part of third-parties, including any third-party beneficiary rights. For example, no employees of any Supplier shall have any rights against Webster by virtue of this Code, nor shall such employees have any rights to cause Webster to enforce any provisions of this Code, the decision with respect to any such actions being reserved by Webster in its sole discretion.

**COMPLIANCE WITH THIS CODE:**

Suppliers must comply with this Code as a condition of doing business with Webster. Suppliers are expected to self-monitor their compliance, to ensure that their Representatives understand and comply with this Code and to inform its Webster contact (or a member of Webster management) of any violation of this Code.

A Supplier's failure to comply with this Code may be sufficient cause for Webster to (a) exercise its right to terminate its business relationship with that Supplier or (b) require Supplier to implement a corrective action plan to bring Supplier into compliance with this Code.

**QUESTIONS AND REPORTING OF POSSIBLE VIOLATIONS:**

Suppliers or their Representatives may direct questions about this Code to their primary Webster contact. To report a possible violation of this Code, suppliers may contact Webster Bank by sending a letter to:

Webster Bank, 145 Bank Street, Waterbury, CT 06702, Attention: General Counsel

We thank you for your compliance with this important Code and look forward to a mutually beneficial relationship with all of our suppliers based on the highest levels of ethical behavior.