

# Code of Conduct Policy

Legal / January 2025

## Contents

1. Introduction.....	2
2. Conflicts of Interest.....	2
3. Confidentiality and Intellectual Property Rights.....	2
4. Fair Dealing.....	3
5. Accurate Advertising.....	3
6. Use of Company Property.....	3
7. Accuracy of Company Records and Record Retention.....	4
8. Interactions with the Government.....	5
9. Compliance with Antitrust Laws.....	5

10. Export Compliance.....	6
11. Anti-Bribery and Corruption Laws.....	7
12. Improper Gifts and Entertainment.....	7
13. Political Contributions.....	8
14. Charitable Donations.....	8
15. Media Relations and Public Inquiries.....	9
16. Environment.....	9
17. Health and Safety.....	9
18. Personal Data and Privacy Laws.....	9
19. Equal Employment Opportunity and Anti-Harassment.....	10
20. Alcohol and Drugs.....	10
21. Workplace Safety and Security.....	10
22. Asking for Help and Reporting Concerns.....	11
Amendment.....	12
Version History.....	12

## **1. Introduction**

The conduct of employees of Wesco Aircraft Holdings Inc. and its subsidiaries (dba Incora) (“Incora”) forms the foundation of our credibility, integrity and performance. These values guide the way we conduct business and the way we interact with each other and the world around us. Reaching our goals in an ethical manner underscores our successes as individuals and as a corporation. Each of us has a responsibility to protect Incora’s reputation. All Incora employees are expected to uphold these standards in their day-to-day work and ensure that all agents and contractors are also aware of and adhere to these standards.

Integrity is an essential component of today’s business environment and is a significant part of Incora’s culture. Maintenance of integrity in our business dealings is critical to maintaining trust and credibility with our customers, suppliers and employees. This addresses a wide range of activities and situations involving our relationships with customers, competitors, suppliers, the government, the public and colleagues.

This Code of Conduct (this “Code”) is complemented by our policies and procedures and serves as a practical guide to how we will conduct ourselves. This Code does not attempt to address all the situations you may encounter. The key element here is when in doubt, ask. If you do not understand a provision of this Code or are confused as to what actions you should take in a given situation contact your supervisor or the Legal Department. In the event that a situation arises that you cannot resolve through discussion with your immediate supervisor, we have a process in place to ensure you can communicate your situation and get a resolution with the appropriate level of management. Please refer to the section entitled “22. Asking for Help and Reporting Concerns.”

## **2. Conflicts of Interest**

All officers, directors and employees of Incora must be able to perform their duties and exercise judgment on behalf of Incora without influence or impairment, or the appearance of influence or impairment, due to any activity, interest or relationship that arises outside of work. All of us should be aware of any potential influences that impact or appear to impact the loyalty of any officers, director, or employee of Incora. While this responsibility does not prevent us from engaging in personal transactions and investments, you should avoid situations where your private interests interfere or appear to interfere with those of Incora. Simply said, a conflict of interest arises when the interests or benefits of one entity conflict with the interests or benefits of Incora or if it would compromise your ability to act in the best interests of Incora.

## **3. Confidentiality and Intellectual Property Rights**

Employees have access to a variety of confidential information while employed at Incora. Confidential information includes all non-public information that might be of use to competitors, or, if disclosed, harmful to Incora or its customers and suppliers. Employees have a duty to safeguard all confidential information of Incora or third parties with which Incora conducts business, except when disclosure is authorized or legally mandated. An employee’s obligation to protect confidential information continues after he or she leaves Incora. Unauthorized disclosure of confidential information could cause competitive harm to Incora or its customers and suppliers and could result in legal liability to you and Incora.

When you joined Incora, you signed an agreement to protect and keep Incora confidential and proprietary information secret. This agreement remains in effect for as long as you are an employee of Incora and even after you leave. If your job requires you to disclose confidential information, you are responsible to protect it by obtaining a signed nondisclosure agreement prior to discussing the information with a third party. Some employees also have access to our customers' and suppliers' confidential information. This should be treated with the same care as our own confidential information.

If you are asked to sign a customer or supplier confidentiality agreement you must consult with the Legal Department before taking further action.

In some cases, Incora has licensed intellectual property from a third party. You are also responsible for observing the licensing guidelines that apply to that intellectual property. If you have any questions regarding the application of any of these guidelines regarding the protection of confidential information and intellectual property, consult the Legal Department. Incora expects others to respect its intellectual property rights and expects its employees, officers and directors and agents to respect the intellectual property rights of others.

## **4. Fair Dealing**

Incora is committed to maintaining the highest levels of integrity and fairness within our group. Incora expects its employees to deal fairly with its customers, suppliers, competitors and other parties; to base business relationships on lawful, efficient and fair practices; and to use only ethical practices when dealing with actual or potential customers, suppliers, competitors and other parties. It is the obligation of every Incora employee to conduct business in a manner that avoids the appearance of ethical or legal impropriety.

## **5. Accurate Advertising**

Integrity is one of our core values at Incora. It is our responsibility to accurately represent Incora and its products in our marketing, advertising and sales materials. Making false or misleading remarks about our business, our competitors and their businesses or other individuals is inconsistent with our values. Sometimes it is necessary to make comparisons between our products and those of our competitors. When we do so we will make factual and accurate statements that can be easily verified or reasonably relied upon.

## **6. Use of Company Property**

Employees have an obligation to use Incora's property in a way that safeguards their value and promotes our business interests. Incora's property should be used only for company business and in accordance with applicable company policies. All employees, agents and contractors of Incora are responsible for the proper use of Incora's property and must safeguard such property against loss, damage, misuse or theft. As a general rule, the data and other information you generate, send, receive and store using company systems (including email and voicemail) are considered company property. This means that Incora may have the right, to the extent permitted by law, to review and access your communications if necessary. Countries outside of the United States, especially in the European Union, have

developed different sets of privacy protection and data protection regulations. As a general rule, in the United States access to certain employee health related information is also limited. This area is especially complex, and you should contact the Legal Department and your Human Resources representative immediately if you have any questions or concerns about the use of information or if a security breach related to personal or other protected information occurs.

It is also the responsibility of all employees to protect company property by using them appropriately and preventing waste and theft. You have an obligation to care for any equipment provided by Incora to assist you in performing your job and to use it only for business purposes. All software used to conduct the business of Incora must be appropriately licensed. You should review the policies and procedures provided to you or contained in the Employee Handbook for more detailed information.

## **7. Accuracy of Company Records and Record Retention**

All information recorded or reported on Incora's behalf, whether for internal purposes or for third parties, must be done accurately and honestly. You have a responsibility to create, maintain and dispose of records in accordance with company policy and procedure. To protect our reputation for integrity, all employees need to ensure that our records and transactions are accurate and verifiable. Reports and records must not be used to mislead or conceal anything improper.

Incora has established standards to promote full, fair, accurate, complete, timely and understandable disclosure in its periodic reports that are required by to be filed with any government agency.

In certain circumstances, the Legal Department may issue a "legal hold" which suspends all destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. The Legal Department determines and identifies what types of Incora records and documents are required to be placed under Legal Hold. The Legal Department will notify you if a Legal Hold is placed on records for which you are responsible. Records placed under a Legal Hold must not be destroyed, altered or modified under any circumstance. If you become aware of any omission, inaccuracy or falsification regarding the company's business records or the information supporting such records, bring the situation to the attention of the Chief Legal Officer. In addition, you may report your concern on an anonymous basis. Please refer to the section entitled "22. Asking for Help and Reporting Concerns."

Incora also has a formal document retention policy that each employee must follow with respect to Incora records within such employee's control. Please contact your supervisor or the Legal Department to obtain a copy of this policy. You may also access this policy on the Incora intranet.

## 8. Interactions with the Government

Incora occasionally conducts business with the U.S., state and local governments and the governments of other countries. Incora is committed to conducting its business with all governments and their representatives with the highest standards of business ethics and in compliance with all applicable laws and regulations, including the special requirements that apply to government contracts and government transactions. If your job responsibilities include interacting with the government, you are expected to understand and comply with the special laws, rules and regulations that apply to your job position. If any doubt exists about whether a course of action is lawful, you should seek advice immediately from your supervisor and the Legal Department. Please also refer to Incora's Global Anti-Corruption Policy and related policies and procedures, which are available on the Incora intranet.

The Legal department should be notified of any uncommon requests from governments, and responses must be reviewed by the legal department prior to submitting to the government.

## 9. Compliance with Antitrust Laws

Antitrust laws of the U.S. and other countries are designed to protect consumers and competitors against unfair business practices and to promote and preserve competition. The purpose of these laws is to protect and provide an open economic environment with markets free from exclusionary and collusive behavior. Our policy is to compete vigorously and ethically while not only complying with all antitrust, monopoly, competition or cartel laws in all countries, states or localities in which Incora conducts business, but also avoiding even the appearance of any law violation. The consequences of violating the antitrust laws are very serious, and a violation can result in criminal prosecution (including fines and/or prison time), or civil antitrust suits, which may be brought against Incora to recover substantial damages and other costs.

In general, antitrust laws forbid agreements or actions "in restraint of trade" or that otherwise restrict competition. All employees should be familiar with the general principles of the relevant antitrust laws. The following is a summary of actions that are the most serious violations of U.S. antitrust laws:

- 9.1. Price Fixing. Incora may not agree with its competitors to raise, lower or stabilize prices or any element of price, including discounts and credit terms.
- 9.2. Limitation of Supply. Incora may not agree with its competitors to restrict the supply of its products and services.
- 9.3. Allocation of Business. Incora may not agree with its competitors to divide or allocate markets, territories or customers.
- 9.4. Boycott. Incora may not agree with its competitors to refuse to sell or purchase products from third parties. In addition, Incora may not prevent a customer from purchasing or using non-Incora products or services.
- 9.5. Tying. Incora may not require a customer to purchase a product that it does not want as a condition to the sale of a different product that the customer does wish to purchase.

These unlawful agreements need not be express but can be implied from conduct. Accordingly, Incora personnel should avoid even the appearance of impropriety.

## 9.6. Dealing with competitors

Employees should also exercise caution in meetings with competitors. Any meeting with a competitor may give rise to the appearance of impropriety. As a result, contact with competitors should be limited to instances that further a legitimate business purpose only. If you are required to meet with a competitor for any reason, you should obtain the prior approval of the Legal Department. You should also try to meet with competitors in a closely monitored, controlled environment for a limited period of time. The agenda and contents of your meeting should be fully documented. Specifically, you should avoid any communications with a competitor regarding the following types of competitively sensitive information: prices; costs; market share; allocation of sales territories; profits and profit margins; supplier's terms and conditions; product or service offerings; terms and conditions of sale; production facilities or capabilities; current or future bids for a particular contract or program; selection, retention or quality of customers; distribution methods or channels; or strategic plans or forecasts.

In addition, employees should be cautious when attending meetings of professional organizations and trade associations at which competitors are present. Attending meetings of professional organizations and trade associations is both legal and proper if such meetings have a legitimate business purpose. At such meetings, there should be a written agenda and documentation of the discussion, and you should not discuss pricing policy or other competitive terms, plans for new or expanded facilities or any other proprietary, competitively sensitive information. You are required to notify your supervisor or the Legal Department prior to attending any meeting of a professional organization or trade association.

Violations of the antitrust laws carry severe consequences for both Incora and its employees. Whenever any doubt exists as to the legality of a particular action or arrangement by Incora or any customers, suppliers or competitors, it is your responsibility to contact the Legal Department promptly for assistance, approval and review.

## 10. Export Compliance

Incora and its partners comply with all applicable U.S. and other countries' trade control laws and regulations including the Department of Commerce's Export Administration Regulations and the Department of State's International Traffic In Arms Regulations. Exports, reexports or transfers of Incora's products, software or technology (collectively, "items"), including the export, reexport or transfer of technical drawings provided by Incora's customers or suppliers, may require U.S. export authorization. Further, Incora is prohibited from directly or indirectly (i.e., through a third party) providing items to certain restricted countries, persons and entities. In addition, transfers of items between Incora's U.S. entities and its affiliated entities outside of the United States may require U.S. export authorization, and such transfers must be conducted in strict compliance with applicable export controls and company policies and procedures.

Accordingly, requests to export or transfer items outside of the United States must be coordinated with the local Trade Compliance Department to assure compliance with all applicable U.S., UK, and other countries' government regulations. Furthermore, access to export-controlled data at Incora facilities in the United States or other countries by foreign persons may also be restricted and requires coordination with the Trade Compliance Department. Information regarding trade compliance is available to employees by contacting the Trade Compliance Department directly or by accessing the Trade Compliance Department's page on the Incora intranet.

Incora is also subject to U.S. anti-boycott laws and regulations, which prevent U.S. companies and certain of their subsidiaries from taking action in support of a boycott imposed by a foreign country upon a nation that is friendly with the United States. Boycott laws often change and must be closely monitored. To ensure compliance, any boycott issue must be referred to the Legal Department.

## **11. Anti-Bribery and Corruption Laws**

Incora has zero tolerance for bribery. It is the policy of Incora to comply with, and to commit no offenses under, all “Applicable Anti-Corruption Laws.” These laws include U.S. federal, state and local anti-corruption laws, the U.S. Foreign Corrupt Practices Act, the Bribery Act 2010 of the United Kingdom and the other anti-corruption and anti-bribery laws of all the countries in which we do business.

Incora’s officers, directors and employees and third parties shall not offer, pay, give, promise, authorize, request, agree to receive or accept bribes, kickbacks or other illegal, unethical or improper payments or benefits, to or from any person or entity. This prohibition applies worldwide, including in purely commercial transactions that do not involve “Public Officials.” The potential criminal and civil penalties for Incora and for individual employees are severe. Even a small bribe can result in serious legal repercussions.

If you are being asked to engage in any action which may constitute a violation of the Applicable Anti-Corruption Laws, you must seek advice from the Legal Department.

For additional information about compliance with the Applicable Anti-Corruption Laws, see the Company’s Global Anti-Corruption Policy, the Standards and Guidance for Extending Business Hospitality Handbook and the Standards and Guidance for Dealing with Third Parties Handbook, each of which is available on the Incora Intranet.

Incora also adheres to the requirements of the UK Modern Slavery Act 2015. More details can be found on the Incora website, where the current and historical Modern Slavery Statements are displayed.

## **12. Improper Gifts and Entertainment**

The giving and receiving of gifts and other forms of business hospitality, such as reasonable meals and entertainment, can be a legitimate business practice. Appropriate business gifts and entertainment are welcome courtesies designed to build relationships and understanding among business partners. However, no payment or expense for or receipt of business hospitality, meaning gifts, meals, entertainment or anything of value, is permitted that is overly lavish or otherwise inappropriate, such that it is intended to, or is reasonably likely to be perceived as intended to, cause the recipient to act improperly. The more lavish or frequent the expense, the easier it would be for someone to infer corrupt intent either on the part of Incora or an individual employee.

In general, all business hospitality must be:

12.1. Reasonable and customary – not lavish, extravagant or too frequent;

12.2. Proportionate to an underlying business purpose related to the promotion; demonstration or explanation of Incora’s products and services;

12.3. Compliant with local law; and

12.4. Transparently documented – there can be no effort made to conceal the expense either by Incora or the recipient.

If you receive a gift that is beyond the scope of these guidelines, you should make every effort to refuse or return the gift. If it would be inappropriate to refuse a gift or you are unable to return a gift, you should promptly report the gift to your supervisor. Your supervisor will bring the gift to the attention of the Legal Department, which may require you to donate the gift to an appropriate community organization. If you have any questions about whether it is permissible to accept a gift or something else of value, contact your supervisor or the Legal Department for additional guidance.

In addition, particular care must be taken with respect to any form of business hospitality extended to a Public Official (a term that includes virtually all employees of government agencies, government-owned or -controlled entities and those who act on their behalf). No exchange of gifts or other forms of business hospitality expenses may be offered or exchanged under any circumstances to or with any employees of the U.S., state or local governments. Gifts and other forms of business hospitality extended to non-U.S. Public Officials and private counterparties are subject to strict rules set forth in the company's Global Anti-Corruption Policy and the Standards and Guidance for Extending Business Hospitality Handbook. These documents are available on the Incora Intranet (see also "11. Anti-Bribery and Corruption Laws" above). If you have any questions about these policies, particularly with respect to the provision of business hospitality, please contact your supervisor or the Legal Department for additional guidance. Please also note that in certain instances, what may appear to be a private counterparty could qualify as a Public Official, particularly within the aerospace industry. Given that, it is essential to err on the side of caution when extending business hospitality and to consult the Legal Department immediately with any questions or concerns.

## **13. Political Contributions**

Incora encourages its employees to participate in the political process as individuals and in their own time. However, federal and state contribution and lobbying laws limit the contributions Incora can make to political parties or candidates. It is company policy that Incora funds or assets not be used to make a political contribution to any political party or candidate, unless prior approval has been given by the Legal Department.

## **14. Charitable Donations**

Donating or contributing money, goods or services is common in your personal life. However, Incora personnel cannot use company or non-company funds to make charitable contributions on behalf of Incora or in relation to Incora business. In limited circumstances, Incora may participate in charitable events for business purposes after receiving appropriate internal approvals from management and consulting company policy, including the Global Anti-Corruption Policy and the related Standards and Guidance for Extending Business Hospitality Handbook, which are available on the Incora Intranet. For additional information about limitations on charitable contributions made on behalf of Incora, please see "Who can receive

business hospitality” in the Standards and Guidance for Extending Business Hospitality Handbook or consult the Legal Department.

## **15. Media Relations and Public Inquiries**

Dealing with the media or financial analysts is best handled by those experienced in the area. Incora has designated only certain individuals as authorized to speak on behalf of the group. If you are approached by a financial analyst or a member of the media, refer the person to the Chief Administrative Officer.

## **16. Environment**

Incora takes environmental compliance very seriously. Additionally, all employees should strive to conserve resources and reduce waste and emissions through recycling and other energy conservation measures as well as partner with Incora’s broader mission to meet environmental sustainability goals in accordance with Incora’s Global Environmental, Health & Safety Policy and related policies and procedures. You have a responsibility to promptly report any known or suspected violations of environmental laws or any events that may result in a discharge or emission of hazardous materials. Employees whose jobs involve the storage and transportation of chemicals should be particularly aware of the environmental risks associated with the work they perform.

## **17. Health and Safety**

Incora employees are required to comply with all applicable health and safety laws, regulations and policies relevant to their jobs. If you have a concern about unsafe conditions or tasks that present a risk of injury to you, please report these concerns immediately to your supervisor, EHS or the Human Resources Department.

## **18. Personal Data and Privacy Laws**

Incora respects your personal information and treats it with great care. International laws regarding the treatment of personal information vary. In all cases, Incora will treat personal data in accordance with applicable law, including but not limited to the General Data Protection Regulation (GDPR) and the California Consumer Privacy Act (CCPA). There are circumstances that require Incora to receive or have access to personal information in order to administer various programs such as payroll, health benefits, time off and career development. Information such as your home phone number, address, family information, benefit elections, medical conditions, salary and performance ratings are examples of personal data.

Employee personnel files can be accessed only by authorized employees for business purposes or other purposes that are permitted by law. Other employee information will only be shared with outside organizations in a manner that is consistent with applicable law. Incora’s Human Resources Department, in conjunction with the Legal Department, will make specific determinations concerning obligations of privacy in circumstances where additional

guidance is required. You should review the policies and procedures provided to you or contained in the Employee Handbook for more detailed information.

## **19. Equal Employment Opportunity and Anti-Harassment**

Incora is committed to providing equal opportunity and fair treatment to all individuals on the basis of merit, without discrimination because of race, color, religion, national origin, sex (including pregnancy), gender identity, gender expression, sexual orientation, age, disability, veteran status or other characteristic protected by law. Incora prohibits harassment in any form, whether physical or verbal and whether committed by supervisors, non-supervisory personnel or non-employees. Harassment may include, but is not limited to, offensive sexual flirtations, unwanted sexual advances or propositions, verbal abuse, sexually or racially degrading words, or the display in the workplace of sexually suggestive objects or pictures.

If you have any complaints about discrimination or harassment, report such conduct to your supervisor or the Human Resources Department. All complaints will be treated with sensitivity and discretion. Your supervisor, the Human Resources Department and Incora will protect your confidentiality to the extent possible, consistent with law and Incora's need to investigate your concern. Where our investigation uncovers harassment or discrimination, we will take prompt corrective action, which may include disciplinary action by Incora, up to and including, termination of employment. Incora strictly prohibits retaliation against an employee who, in good faith, files a complaint.

Anyone who has reason to believe that an employee has been the victim of harassment or discrimination or who receives a report of alleged harassment or discrimination is required to report it immediately to the Human Resources Department, Legal Department or on either the Ethics Helpline at 1-866-827-0592 (United States and Canada) or online at <https://secure.ethicspoint.com/domain/media/en/gui/28618/index.html>.

You should review the policies and procedures provided to you or contained in the Employee Handbook for more detailed information.

## **20. Alcohol and Drugs**

Incora is committed to maintaining a drug-free workplace. Possessing, using, selling or offering illegal drugs and other controlled substances is prohibited under all circumstances while on duty or on Incora's premises. You are also prohibited from reporting for work or driving an Incora vehicle or any vehicle on Incora business, while under the influence of alcohol or any illegal drug or controlled substance. You should review the policies and procedures provided to you or contained in the Employee Handbook for more detailed information.

## **21. Workplace Safety and Security**

The workplace must be safe, secure and promote a healthy environment. Incora is committed to a workplace that is free of recognized hazards, actual or threatened violence against co-workers or visitors. Every person is responsible for helping to ensure the safety of the Incora workplace through personal action and through reporting unsafe conditions. You should

review the policies and procedures provided to you or contained in the Employee Handbook for more detailed information.

## **22. Asking for Help and Reporting Concerns**

If you have any information about activities or behavior that conflict with or could be perceived to conflict with this, you have a responsibility to inform Incora. All reports will be taken seriously and will be promptly reviewed. The specific nature of the review undertaken in any particular matter will depend on the nature and gravity of the conduct or circumstances reported and the quality of the information provided. Information disclosed during the course of a review will remain confidential, except as necessary to conduct the review and take any remedial action. If, at the conclusion of the review, Incora determines that a violation of this Code has occurred, Incora will take effective remedial action commensurate with the severity of the offense. This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of this Code.

If you know of or suspect a violation of this Code, immediately report the conduct to your supervisor. Your supervisor will contact the Human Resources or Legal Department, which will work with you and your supervisor to investigate your concern. If you do not feel comfortable reporting the conduct to your supervisor or you do not get a satisfactory response, you may contact the Human Resources or Legal Department directly. You may also report known or suspected violations of this Code on the EthicsPoint Helpline that is available 24 hours a day, 7 days a week at 1-866-827-0592 (United States and Canada) or at [www.wesco.ethicspoint.com](http://www.wesco.ethicspoint.com). Employees working in countries outside of the United States and Canada may obtain a toll-free reporting number and dialing instructions by accessing [www.wesco.ethicspoint.com](http://www.wesco.ethicspoint.com). In certain countries of the European Union, we will only accept reports through the Ethics Helpline on limited topics, generally restricted to irregularities in respect of accounting, internal accounting controls, auditing or issues relating to bribery or banking and financial crime. Further, some countries restrict reports such that only employees in key or management functions will be the subject of a report. If your concern pertains to a matter that, under local law, may not be accepted by us through the EthicsPoint Helpline, you will need to contact your supervisor or local management or a representative of the Human Resources or Legal Departments to report the matter.

Although reports can be made anonymously through the Ethics Helpline where legally permitted, by identifying yourself, it may assist Incora's efforts to obtain all facts and properly investigate the allegations. All reports of known or suspected violations of the law or this Code will be handled sensitively and with discretion. Your supervisor, the Legal Department and Incora will protect your confidentiality to the extent possible, consistent with law and Incora's need to investigate your concern.

Incora strictly prohibits the discrimination, retaliation or harassment of any kind against any employee who, based upon the employee's good faith belief files a report authorized under this Code. Incora also strictly prohibits any discrimination, retaliation or harassment against any employee who actively participates in a review authorized under this Code.

## Amendment

Incora is committed to continuous review and updating of our policies and procedures including this Code. Therefore, this Code is subject to modification. Any amendment or waiver of any provision of this Code must be approved by the Chief Administrative Officer.

## Version History

Date	Owner	Approver	Description
<b>1.0</b>			
03/01/21	Legal	Dawn Landry	Incora consolidated Code of Conduct Policy
01/16/25	Legal	Dawn Landry	Code of Conduct Updated