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About EthicsPoint

What is EthicsPoint?

EthicsPoint is a comprehensive and confidential reporting tool to assist management and employees to work together to address fraud, abuse, and other misconduct in the workplace, all while cultivating a positive work environment. It also allows you to ask a question, including but limited to whether certain conduct violates our Code of Conduct or Vertex policy, or where to submit a request for a policy exception.

Why do we need a system like EthicsPoint?

- We believe that our employees are our most important asset. By creating open channels of communication, we can promote a positive work environment and maximize productivity.
- Publicly traded companies are required by law to have an anonymous reporting vehicle to address accounting and auditing fraud directly to the audit committee.
- An effective reporting system will augment our other efforts to foster a culture of integrity and ethical decision-making.

“REMINDER: You will need your PASSWORD and REPORT KEY to follow up on any reports.”



Reporting – General

May I report using either the Internet or the telephone?

Yes. With EthicsPoint, you have the ability to file a confidential, anonymous report via either the telephone or the Internet.

What type of situations should I report?

The EthicsPoint system is designed for employees to report any violation of our stated Code of Conduct, or other concern you may have. You may also ask a question through EthicsPoint.

If I see a violation, shouldn't I just report it to my manager, security, or human resources and let them deal with it?

When you observe some behavior that you believe violates our code of conduct, we expect you to report it. Ideally, you should bring any concerns forward to your direct manager, or other member of our management team. We recognize, however, that there may be circumstances when you are not comfortable reporting the issue in this manner. It is for such circumstances that we have partnered with EthicsPoint. We encourage you to report via EthicsPoint, even if anonymously, rather than keep the information to yourself.

Why should I report what I know? What's in it for me?

We all have the right to work in a positive environment and with that right comes the responsibility of acting in an ethical manner and letting the appropriate people know if someone is not acting appropriately. By working together, we can maintain a healthy and productive environment. Corporate misconduct can threaten the livelihood of an entire company.

Does management really want me to report?

We certainly do. In fact, we *need* you to report. You know what is going on in our company - both good and bad. You may have initial knowledge of an activity that may be cause for concern. Your reporting can minimize the potential negative impact on the company and our people. Also, offering positive input may help identify issues that can improve corporate culture and performance.

Where do these reports go? Who can access them?

Reports are entered directly on the EthicsPoint secure server to prevent any possible breach in security. EthicsPoint makes these reports available only to specific individuals within the company who are charged with evaluating the report, based on the type of violation and location of the incident. Each of these report recipients has had training in keeping these reports in the utmost confidence.

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Isn't this system just an example of someone watching over me?

The EthicsPoint system is a tool to drive a culture that is aligned with our values, and allows us to assure a safe, secure, and ethical workplace. You are encouraged to seek guidance on ethical dilemmas, provide positive suggestions, or communicate a concern. Effective communication is critical in today's workplace and this is a great tool to enhance that communication.

We have carefully chosen the best reporting tool to meet our compliance obligations while maintaining a positive reporting environment.

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Reporting Security & Confidentiality

Can I report anonymously?

Yes. If you submit a report anonymously, no attempt will be made to determine your identity through any means. Note that if you remain anonymous, the only way to communicate with you is through your Report Key ID number issued through EthicsPoint. The report recipient may need to ask you for more information to investigate your concern, or you may learn additional information that you would like to share to further assist in the investigation. You must therefore retain the key and password information provided to log back in to EthicsPoint if you wish to provide additional information, view any updates, and ask or answer questions regarding your reported matter. There is a section in the report for identifying yourself, if you wish. The EthicsPoint system is designed to protect your anonymity. However, if you wish to remain anonymous, you - as a reporting party - need to ensure that the body of the report does not reveal your identity by accident. For example, "From my cube next to Jan Smith..." or "In my 33 years..."

How can my report really be anonymous? Won't my server log identify me as the report originator?

EthicsPoint does not generate or maintain any internal connection logs with IP addresses, so no information linking your PC to EthicsPoint is available. In fact, EthicsPoint is contractually committed not to pursue a reporter's identity.

If you feel uncomfortable making a report on your work PC, you have the option of using a PC outside our work environment (such as one located at an Internet café, at a friend's house, etc.) through the EthicsPoint secure website.

Can I file a report from home and still remain anonymous?

A report from home, a neighbor's computer, or any Internet portal will remain secure and anonymous. An Internet portal never identifies a visitor by screen name and the EthicsPoint system strips away Internet addresses so that anonymity is totally maintained. Plus, EthicsPoint is contractually committed not to pursue a reporter's identity.

Is the telephone toll-free hot line confidential and anonymous too?

Yes. You will be asked to provide the same information that you would provide in an Internet-based report and an interviewer will type your responses into the EthicsPoint Web site. These reports have the same security and confidentiality measures applied to them during delivery.

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Tips & Best Practices

I am aware of some individuals involved with unethical conduct, but it doesn't affect me. Why should I bother reporting it?

All unethical conduct, at any level, ultimately hurts the company and all employees, including you. So if you know of any incidents of misconduct or ethical violations, consider it your duty to yourself and your coworkers to report it.

I am not sure if what I have observed or heard is a violation of company policy, or involves unethical conduct, but it just does not look right to me. What should I do?

File a report. EthicsPoint can help you prepare and file your report so it can be properly understood. We'd rather you report a situation that turns out to be harmless than let possible unethical behavior go unchecked because you weren't sure.

What if my boss or other managers are involved in a violation? Won't they get the report and start a cover-up?

The EthicsPoint system and report distribution are designed so that implicated parties and managers are not notified or granted access to reports in which they have been named.

What if I remember something important about the incident after I file the report? Or what if the company has further questions for me concerning my report?

When you file a report at the EthicsPoint Web site or through the EthicsPoint Call Center, you receive a unique user name and are asked to choose a password. You can return to the EthicsPoint system again either by Internet or telephone and access the original report to add more detail or answer questions posed by a company representative and add further information that will help resolve open issues. We strongly suggest that you return to the site in the time specified to answer company questions. You and the company now have entered into an "anonymous dialogue" where situations are not only identified but can be resolved, no matter how complex.

Are these follow-ups on reports as secure as the first one?

All EthicsPoint correspondences are held in the same strict confidence as the initial report, continuing under the umbrella of anonymity.

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Can I still file a report if I don't have access to the Internet?

You can file an EthicsPoint report from any device that can access the Internet. Many public locations, including the public library, have Internet computers. If you don't have access or are uncomfortable using a computer or other device with internet access to file a report, you can call the EthicsPoint toll-free hotline 888-507-5631 which is available 24 hours a day, 365 days a year.

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