



Vendor Code of Conduct, Ethical Sourcing Policy, and Human Rights Policy

May 2021

GC – POL – 0020 version 2

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Purpose of Our Code

At Sunnova Energy Corporation (“Sunnova”), we believe acting ethically and responsibly is not only the right thing to do, but also the right thing to do for our business. Sunnova has developed a Vendor Code of Conduct (“Vendor Code”) to clarify our expectations in the areas of business integrity, labor practices, associate health and safety, and environmental management. Sunnova’s Vendor Code is intended to complement Sunnova’s Code of Conduct and the company’s other policies and standards referenced therein. All employees (including temporary), agents, contractors, consultants, or other representatives of a Sunnova supplier or vendor of goods and services (hereinafter referred to as “Vendor”) are expected to follow this Code.

Business Conduct Principles

Sunnova expects its Vendors to conduct business responsibly, with integrity, honesty, and transparency, and to adhere to the following principles:

1. Maintain awareness and comply with all applicable laws and regulations of the countries of their operation, as well as any federal and/or state laws applicable to Sunnova’s business.
2. Compete fairly for Sunnova’s business, without paying bribes, kickbacks or giving anything of value to secure an improper advantage. Sunnova is committed to conducting business legally and ethically within the framework of a free enterprise system. Corrupt arrangements with customers, vendors, government officials, or other third parties are strictly prohibited. “Corruption” generally refers to obtaining, or attempting to obtain, a personal benefit or business advantage through improper or illegal means. Additionally, extortion, embezzlement, bribery and kickbacks in any form are strictly prohibited.
3. Encourage a diverse workforce that is reflective of the diversity of the communities in which they operate, and provide a workplace free from discrimination, harassment or any other form of abuse.
 - a. Sunnova Vendors shall follow all equal employment opportunity laws, create a work environment in which employees and business partners feel valued and respected for their contributions. Harassment, including unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive or hostile work environment will not be tolerated. Employment decisions must be based on qualifications, skills, performance, and experience.
4. Treat employees fairly, including with respect to wages, working hours and benefits.
 - a. Sunnova Vendors shall follow all applicable legal and regulatory requirements and will follow sound employee relations practices.
 - b. Working hours, wages, and benefits will be consistent with laws and industry standards, including those pertaining to minimum wages, overtime, other elements of compensation, and legally mandated benefits.

5. Prohibit all forms of forced or compulsory labor.
 - a. Sunnova Vendors shall maintain and promote fundamental human rights.
 - b. Employment decisions will be based on free choice and there may be no coerced or prison labor, and no use of physical punishment or threats of violence or other forms of physical, sexual, psychological, or verbal abuse as a method of discipline or control.

6. Prohibit use of child labor.
 - a. Vendors shall adhere to the minimum employment age limit defined by applicable laws and regulations and comply with relevant International Labor Organization (ILO) standards.
 - b. In no instance shall a Vendor permit children to perform work that exposes them to undue physical risks that can harm physical, mental, or emotional development or improperly interfere with their schooling or developmental needs.

7. Respect employees' right to freedom of association and collective bargaining, consistent with local laws. Consistent with applicable law, Sunnova Vendors shall respect employees' rights to join or refrain from joining associations and worker organizations.

8. Provide safe and healthy working conditions.
 - a. Sunnova Vendors shall proactively manage health and safety risks to provide an incident-free working environment where occupational injuries and illnesses are prevented.
 - b. Vendors must implement management systems that identify, assess, and control hazards and mitigate risks related to their specific industry.
 - c. Vendors shall comply with all applicable health and safety regulations.
 - d. Vendors will provide education and communications to workers about hazardous materials with which they may come into contact.

9. Carry out operations with care for the environment and comply with all applicable environmental laws and regulations.
 - a. To achieve cleaner air and water and reduced landfill waste, the potential environmental impacts of daily business decision-making processes should be considered along with opportunities for conservation of natural resources, recycling, source reduction and pollution control.

10. Maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.

11. Disclose information about all subcontractors to Sunnova upon request. In addition, Vendors are responsible for ensuring that all such subcontractors comply with Sunnova's Vendor Code. Vendors will conduct appropriate oversight of their subcontractors and retain information necessary to demonstrate appropriate oversight and monitoring related to this Vendor Code. Vendors will provide such documentation upon request from Sunnova.

12. Ensure the protection of Sunnova confidential information and maintain privacy and confidentiality for our customers and members.

- a. Sunnova has a variety of information assets that are essential to its business. Select Vendors often have access to this confidential and proprietary information about Sunnova's business during the course of engagement. This information is the property of Sunnova and must be kept strictly confidential.
 - b. Vendor will maintain a privacy program that protects the privacy and security of personnel information as prescribed by applicable privacy laws and regulations.
 - c. Vendor agrees that it will not sell (as defined under the California Consumer Privacy Act of 2018 and other applicable law), rent, lease, trade, transfer, transmit, distribute or provide access to any personal information to a third party other than persons authorized by Sunnova.
 - d. Sunnova recognizes the importance of privacy and confidentiality for our customers and members—it is a key principle of our business. All Sunnova Vendors with information access are required to understand and comply with Sunnova's Non-Disclosure Agreement (NDA).
13. Safeguard and protect all Sunnova property.
- a. When authorized to use Sunnova property, supplies, equipment and other assets, Vendors are required to do so responsibly.
 - b. Vendors must protect and responsibly use Sunnova trademarks, copyrights, trade secrets and other intellectual property when authorized to use such assets, including compliance with licenses and terms of use.
 - c. Vendors must not use any trademark or other intellectual property unless expressly permitted to do so in writing by Sunnova.
14. Support compliance with the Vendor Code by establishing appropriate management processes and cooperating with reasonable assessment processes requested by Sunnova. To conduct business with Sunnova, Vendors must enter contracts and execute purchase orders that mandate compliance with the Vendor Code. With prior notice, Sunnova may conduct reasonable audits to verify a Vendor's compliance with the Vendor Code.
15. Comply with Sunnova's policies regarding gifts, entertainment and conflicts of interest when dealing with Sunnova employees.
- a. Sunnova Vendors are prohibited from providing or offering gifts to Sunnova employees that could inappropriately influence Sunnova's business decisions or gain an unfair advantage.
 - b. Vendors are required to conduct their business in a responsible and ethical manner. In addition, vendors must exercise reasonable care and diligence to prevent any actions or conditions that could result in a conflict of interest. A copy of Sunnova's Code of Conduct is available at:
<https://investors.sunnova.com/governance/governance-documents/default.aspx>
16. Support and contribute to local and national communities.
- a. Vendors are strongly encouraged to provide resources to support and contribute to the betterment of communities in which they operate and serve.
17. Report suspected violations of the Vendor Code.
- a. Vendors may report suspected violations of this Code to the Sunnova Corporate Compliance Hotline at 1-855-375-6718, or www.sunnova.ethicspoint.com.

- b. Vendors can also access Sunnova’s compliance email and report suspected or actual violations of the Vendor Code to Sunnova. Sunnova’s compliance email address is ethics@sunnova.com.


Annual Certification

Sunnova requires each of its Vendors to complete, sign, and return to Sunnova an Annual Certification in the form of Exhibit A, through which Vendors can certify their commitment to engage in ethical sourcing, to observe and uphold human rights in the supply chain process, and to follow this Vendor Code of Conduct in all of its transactions with Sunnova. An executed Certification is due prior to a new Vendor completing its onboarding with Sunnova, and then again no later than January 31 of each successive year.

Approvals


Version	Approval Date	Name	Title
V1	02/12/2021	Walter Baker	EVP, General Counsel and Secretary
		John Santo Salvo	EVP, Co-Chief Operating Officer
V2	5/17/2021	Walter Baker	EVP, General Counsel and Secretary
		John Santo Salvo	EVP, Co-Chief Operating Officer

Walter Baker

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EVP, General Counsel and Secretary

John Santo Salvo

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EVP, Co-Chief Operating Officer

CERTIFICATION

_____ (“Vendor”) is committed to the ethical sourcing of raw materials and components used in the manufacture of the products (“Products”) that Vendor supplies to Sunnova Energy International and any of its affiliates (collectively, “Sunnova”). Vendor certifies that it does not engage in human rights abuses—including but not limited to forced labor—in the sourcing and manufacture of its Products, and Vendor has conducted due diligence on its vendors and suppliers to confirm that they do not engage in human rights abuses in the sourcing or manufacture of raw materials or component parts that Vendor uses to manufacture its Products. Specifically, Vendor certifies that no portion of the Products it supplies to Sunnova is produced using labor or materials from the Xinjian Uyghur Autonomous Region of The People’s Republic of China. Vendor will continue to diligently engage in ethical sourcing of labor and materials it uses in manufacturing the Products it sells to Sunnova and will promptly notify Sunnova if it discovers any evidence of human rights abuses in its supply chain.

Certified this ___ day of _____, 202_.

Vendor Name

Name

Title