



Supplier **Code of Conduct**

TALEN ™
ENERGY

Talen Energy - Supplier Code of Conduct

Contents

About Talen Energy Corporation's Supplier Code of Conduct.....	3
Introduction	3
Policies and Procedures	3
Promoting a Safe and Healthy Workplace.....	4
No Harm.....	4
Workplace Safety	4
Sexual and Other Forms of Harassment	4
Drug and Alcohol Use.....	4
Nuclear Operations in the United States.....	5
Conflicts of Interest.....	5
Insider Trading	5
Improper Influence	5
Gifts and Entertainment	5
Gifts.....	6
Entertainment.....	6
Gifts to and Entertainment of Government Officials	6
Laws Concerning Bribery of Foreign Officials	7
Competition and Regulation.....	7
Reliability Standards	7
Anti-Manipulation Rules	7
Antitrust Laws	7
Gathering of Competitive Information	8
Confidentiality and Protection of Information and Resources.....	8
Confidentiality and Information Security	8
Talen Energy Records.....	9
Computer Resources.....	9
Environmental Commitment	10
Where to Go with Questions	10
Summary	10

Talen Energy - Supplier Code of Conduct

About Talen Energy Corporation's Supplier Code of Conduct

This Supplier Code of Conduct (the "Supplier Code") is an integral part of Talen Energy Corporation's corporate compliance program.

This Supplier Code applies to every supplier of goods or services (each, a "Supplier") to Talen Energy Corporation or its subsidiaries (collectively, "Talen"). A Supplier includes individuals providing services as independent contractors or contingent workers. It is the Supplier's responsibility to ensure that others working with Talen on behalf of the Supplier (e.g., employees, contractors, directors, managers, officers, and agents) understand the Supplier Code's guidelines and expectations as they apply to their roles and responsibilities. References in the Supplier Code to "you" include both the Supplier and those working on behalf of the Supplier.

Talen updates the Supplier Code periodically. Suppliers are responsible for reviewing and complying with any changes to the Supplier Code published by Talen on our website at <https://www.talenenergy.com>.

The Supplier Code contains the legal and ethical principles all Suppliers working with Talen must follow. Talen's commitment to maintaining the highest ethical standards begins with the obligation to operate in full compliance with applicable laws, rules, regulations, policies, and procedures. Talen takes all instances of non-compliance seriously and expects Suppliers will report those instances promptly. Even in the absence of a specific law or policy, all Suppliers working with Talen must commit to act with integrity its business decisions and practices.

Introduction

The Supplier Code provides legal and ethical principles and guidelines for our Suppliers' business practices. Talen commitment to maintaining the highest ethical standards begins with the obligation to operate in full compliance with applicable laws, rules, regulations, policies, and procedures. While not every applicable law is addressed, adhering to the Supplier Code means that each Supplier acts with high ethical standards and integrity in all of its business decisions and practices. Unethical behavior to accomplish a desired result is not acceptable. The actions Suppliers take must be able to withstand the test of full disclosure.

All Suppliers of Talen are responsible for knowing, understanding, and abiding by the Supplier Code, and causing their employees and subcontractors to know, understand, and abide by it as well. Suppliers must also abide by the laws of the country where they are located.

Policies and Procedures

The various policies and procedures in this Supplier Code of Conduct are designed to establish Talen's expectations relating to business practices and ensure compliance with applicable laws and regulations, positioning Talen for success in the competitive marketplace and protect and enhance Talen's reputation for integrity. You are accountable for knowing, understanding, and complying with Talen's corporate policies and procedures, as well as your company and workgroup policies and procedures that apply to your work with Talen.

Talen Energy - Supplier Code of Conduct

Promoting a Safe and Healthy Workplace

No Harm

At Talen we believe in "no harm"—our dedication at all levels of the Company to fostering a safe, injury-free workplace free from harassment and discrimination, and acting responsibly and ethically so as not to harm our people or the communities in which we operate. Talen expects all Suppliers to adhere to our "no harm" culture.

Workplace Safety

One of Talen's primary goals is to provide and maintain a work environment that promotes the safety and well-being of our employees, our contractors, our customers, and the general public. No job is so important or so urgent that precautions, laws, or regulations concerning safety can be bypassed. There is always time for safety. Talen is committed to a safe and secure work environment. A key responsibility of all who work with Talen is to make sure that you provide the leadership, direction and equipment needed to do each job safely. You must take workplace safety very seriously, attend training, implement safe work practices and take appropriate security precautions. You must be alert to potential safety hazards or unsafe work practices and immediately report dangerous conditions or situations so that workplace accidents and injuries can be avoided. Anyone working at Talen is authorized and expected to "stop work" if they see an unsafe practice or condition.

Sexual and Other Forms of Harassment

Talen strictly prohibits any form of harassment in its workplace, including sexual harassment. Talen will not tolerate harassing conduct based on any impermissible classification, including but not limited to race, color, age, sex, religion, national origin, veteran status, sexual orientation, pregnancy, gender identity, genetic information or disability or any other characteristic protected by law. Harassing conduct can include, but is not limited to, epithets, slurs or negative stereotyping; threatening, intimidating, or hostile acts; and written or graphic material that denigrates or shows hostility or aversion toward an individual or group.

Sexual harassment, which is prohibited by Talen's policy as well as various laws, includes linking a person's submission to or rejection of sexual advances to any decision regarding that person's terms or conditions of employment. It also includes conduct that has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive work environment. Sexual harassment can be characterized by unwelcome sexual advances, verbal conduct of a sexual nature, physical conduct such as unnecessary or offensive touching or impeding or blocking movement, or the display of sexually suggestive objects or pictures. Remember that, regardless of legal definitions, Talen expects Suppliers to interact with others professionally and respectfully and also requires Suppliers not to engage in or tolerate discrimination or harassment of any kind within its own workforce.

Drug and Alcohol Use

Talen is committed to providing a healthy and safe workplace. In order to promote this goal, Suppliers are required to report to work in appropriate mental and physical condition to safely and satisfactorily perform their work for Talen. Accordingly, being under the influence of alcohol, illegal drugs, or any illegally-used legal drugs while working on Talen matters and possessing, using, selling, manufacturing or distributing any illegal drugs or controlled substances on Talen property or Talen time are strictly prohibited. The legal use of prescribed drugs is permitted on the job only if it does not impair a person's ability to perform the essential functions of the job effectively and in a safe manner. As such, Suppliers who are taking legally prescribed drugs that may affect their ability to safely perform their job duties are required to disclose to Talen's Human Resources department those drugs, so that an individualized determination can be made

Talen Energy - Supplier Code of Conduct

concerning the Supplier's performance of his or her duties and whether accommodations can be made to permit the Supplier to safely perform his or her job duties.

Nuclear Operations in the United States

Talen is committed to operating the Susquehanna nuclear power plant safely. Full compliance with the laws and regulations governing nuclear power plant operations is critical to meeting that commitment.

While Talen has a comprehensive set of procedures and programs, the nuclear business demands constant vigilance. That vigilance includes a questioning attitude, paying attention to details, and safely performing duties. In addition, Talen is committed to a work environment in which everyone feels free to raise questions and concerns. It is expected that your Talen contacts will ensure that Supplier questions and concerns reported to them are promptly and properly addressed. Promptly responding to concerns enables Talen to address safety issues expeditiously. It also provides a means to improve our programs and processes continuously. Concerns can also be raised to any Susquehanna Nuclear manager, the Talen Ethics Helpline (1-800-935-4837 or <https://talenethicshelpline.alertline.com>), or the Nuclear Regulatory Commission.

Conflicts of Interest

Your obligation to conduct business with Talen honestly and ethically includes the ethical handling of actual, apparent, and potential conflicts of interest. To maintain an objective and impartial relationship on behalf of Talen, you must, at a minimum, refrain from using any Talen name or other resources, such as Talen's information, property, or time charged to Talen, to perform activities for the benefit of people or entities other than Talen, unless specifically authorized in writing by an authorized representative of Talen.

Insider Trading

Federal and state laws prohibit buying, selling or making other acquisitions or dispositions of securities (of any kind, including equity and debt securities) by persons who have material nonpublic information about the issuer of the securities. This includes securities not just of Talen but also of its customers and Suppliers, and companies with which Talen may be negotiating a major transaction. These laws also prohibit persons with this information from disclosing it to others who may trade. This practice, known as "tipping," also violates the securities laws and can result in the same civil and criminal penalties that apply to engaging in insider trading directly, even if the person providing such material information does not receive any money or derive any benefit from trades made by others to whom the information is passed. Information is "material" if there is a likelihood that a reasonable investor would consider it important in deciding whether to buy, hold or sell a company's securities. "Nonpublic information" is information that is not generally known or available to the public.

Improper Influence

Suppliers must never offer, give, solicit, or receive any money, offers in kind, bribes or kickbacks when working for or dealing with Talen. You also should avoid any action constituting or even giving the appearance of improper influence of others by Talen. Suppliers shall not use Talen funds, or funds on behalf of Talen, to make payments for any unlawful or improper purpose.

Gifts and Entertainment

It may be appropriate in the course of business to provide or receive promotional items, meals, refreshments, transportation, lodging, or entertainment to or from others doing business with Talen. It is part of the process of developing good business relationships and creating goodwill. However, it is Talen's policy to avoid any action constituting — or appearing to constitute — an improper influence of its employees or others. Providing and accepting gifts and

Talen Energy - Supplier Code of Conduct

entertainment may create a conflict of interest in certain circumstances. We expect our suppliers to use good judgment and act with moderation.

Gifts or entertainment in any form that would likely result in a feeling or expectation of personal obligation, or that might affect a business judgment or decisions, should not be offered or accepted.

Gifts

Talen employees generally can give or accept a gift if it is unsolicited, is modest in value, is appropriate under the circumstances, is customary and commonly accepted practice in the industry, is not part of a steady stream of gifts from or to a single source, would not create, in the view of a third party, the appearance of a conflict of interest, and does not violate the U.S. Foreign Corrupt Practices Act (the "FCPA"), other U.S. laws and other countries' laws restricting gifts to government officials. Gifts to or from third parties of cash or cash equivalents (including gift certificates, gift cards, securities, below-market loans, etc.) in any amount are prohibited.

Promotional items are generally permitted to be given or accepted. An item is promotional if it is nominal in value, imprinted with corporate advertising, and is typically distributed widely to others.

In certain circumstances, it may be appropriate to give or accept a more expensive gift than that which is normally contemplated. For example, in some parts of the world, giving or exchanging gifts of considerable value is lawful and customary. Not accepting a gift could be considered an insult to the giver and not offering a gift might be an insult to the host. The action could reflect poorly on Talen. In such circumstances, a Talen employee may give or accept the gift as long as it would not violate any laws and it is unsolicited.

If a Talen employee or a member of his/her family are offered a gift that does not or might not comply with Talen's policy, he/she must decline it. If you are contemplating providing a gift that does not or might not comply with Talen's policy, you should contact your Talen contact.

Entertainment

Talen permits its employees to accept meals, refreshments, or entertainment offered as a business courtesy during the ordinary course of business or work relationships with others, provided they are of moderate value, in good taste, occur infrequently, and do not violate applicable laws. Offering or accepting entertainment that is not reasonably related to a business relationship, but is primarily intended to gain favor or influence, is strictly prohibited. Whenever appropriate, it is generally the good business practice to provide meals on a reciprocal basis.

Entertaining Talen employees at cultural or sporting events is acceptable. Similarly, under certain circumstances, it may be permissible to attend such events sponsored or hosted by Talen. Any entertainment, however, must, in all cases, be compliant with the FCPA and other applicable laws, as described in the next section. Questions regarding the appropriateness of attending specific events should be directed to your Talen contact.

Gifts to and Entertainment of Government Officials

National, state, and local governments have their own rules restricting gifts and hospitality (e.g., meals, entertainment, transportation, and lodging) that may be provided to government officials and government employees. These rules include an absolute ban on gifts, meals, and refreshments, regardless of value, to members of the U.S. Congress or their staff. These rules are very specific, and, for example, prohibit even the purchase of a cup of coffee for a U.S. Congressional staff member. Other jurisdictions prohibit gifts to government officials and government employees in exchange for favorable treatment.

Talen Energy - Supplier Code of Conduct

Laws Concerning Bribery of Foreign Officials

The FCPA and the laws of many other countries prohibit giving gifts, money or anything of value to a foreign government official, a foreign political party or party official, candidate for political office or an official of certain international organizations, for the purpose of influencing any act or decision of that official; obtaining, retaining, or directing business to any person; or securing any improper advantage. Talen expects its employees and Suppliers to fully comply with these laws. You should be aware that many foreign entities appearing to function as private sector businesses are, in fact, partially state-owned, and employees of such enterprises should be treated as government employees for these purposes. Payments made indirectly through an intermediary, under circumstances indicating that such payments might be passed along for improper purposes, are also prohibited. Liability is not avoided by "turning a blind eye" when circumstances indicate a potential violation.

Competition and Regulation

Talen's policy has been and continues to be to strictly comply with the letter and spirit of all applicable laws and regulations governing Talen's businesses. Such laws and regulations include, but are not limited to, antitrust and competition laws, rules and regulations of the Federal Energy Regulatory Commission, laws and regulations of the United States (federal, state and local), and the laws of any other places in which Talen conducts business operations and activities.

With the enactment of laws allowing transmission "open access" and wholesale and retail competition in the electric and gas industry, there are federal and state requirements in the United States with which Talen must comply that are intended to protect its customers, the market, its competitors, and the reliability of the electric system.

Reliability Standards

Talen must strictly comply with all reliability standards of the North American Electric Reliability Corporation and all applicable regional reliability entities. Violations of these requirements can result in substantial monetary penalties and harm Talen's reputation.

Reliability standards are the planning and operating rules that electric utilities, generators, and power marketers, among others, are required to follow to help preserve the dependability of the bulk electric system in North America. You are responsible for understanding Talen's policies and procedures associated with reliability standards and implementing such policies and procedures to the extent applicable to your work on behalf of Talen.

Anti-Manipulation Rules

In order to prevent manipulation and fraud in energy markets, to the extent applicable to your work for Talen, you must comply with anti-manipulation rules for certain energy market transactions. For example, there are specific anti-market manipulation rules that cover gas and electric transactions under FERC's jurisdiction and prohibit companies like Talen from using any devices, schemes, or artifices to defraud; making any untrue statements of a material fact, or omitting any material facts necessary to ensure that statements made are not misleading; or engaging in any act, practice or course of business that operates as a fraud or deceit upon any other entity.

Antitrust Laws

Antitrust laws are designed to protect a competitive free enterprise system. These laws are intended to make certain that customer choices in the marketplace are not obstructed by improper conduct or agreements that would affect pricing, restrict volumes, or reduce the number of suppliers of goods and services.

All of Talen's business operations and activities in the United States are subject to federal and state antitrust laws. The U.S. antitrust laws, among other things, prohibit agreements among competitors that fix prices, divide markets or limit

Talen Energy - Supplier Code of Conduct

production, and prohibit monopolistic practices. Conduct or business activities occurring outside the United States that have an effect on trade or commerce within the United States may also be subject to U.S. antitrust laws.

In most countries, agreements among competitors that fix prices, divide markets, allocate customers, or limit production are also strictly prohibited.

Violations of the antitrust laws can result in both civil and criminal penalties.

Antitrust law is very technical and fact specific. Talen expects all Suppliers to comply fully with antitrust laws and when there are questions to ask for legal advice based on specific facts.

Gathering of Competitive Information

In order to improve Talen's competitive position, Talen gathers and analyzes information from many sources. Gathering information about competitors and markets, when done legally and ethically, is a legitimate business activity. In gathering competitive information, Talen conducts inquiries in accordance with applicable law. Competitive information should never be obtained, directly or indirectly, by improper means such as bribery, misappropriating confidential information, or misrepresenting your status as a Talen Supplier.

Confidentiality and Protection of Information and Resources

Confidentiality and Information Security

You must treat information provided by our customers or other Suppliers, or otherwise developed as part of our business activities, as confidential and safeguard it against inappropriate disclosure or access. Every day, Suppliers have access to information that is a valuable asset to Talen. Protecting that information from unauthorized access, release, modification, destruction, loss, theft, and use is critical to Talen's success. Each Supplier must understand the importance of the various types of information and must be aware of the actions that are necessary to protect it.

As a general rule, Talen's information provided to Suppliers should not be shared with any other individuals outside of Talen except as specifically directed by Talen. If you are unsure as to the appropriate treatment of certain information, ask your Talen contact before disclosing the information.

Guidelines for handling information include the following:

- Do not discuss Talen's confidential matters with family members or business or social acquaintances; or in elevators, at restaurants and bars, on public transportation, or in other places where people may overhear; or in the presence of people who do not have a valid business need to know such information.
- Take great care when discussing Talen's information on speakerphones; do so only if you are certain that you are not within earshot of anyone who does not have a valid business need to know such information.
- Always secure Talen's confidential documents away when not in use. Do not leave documents containing confidential information in public areas, in copy rooms, in conference rooms, or in other locations where they may be seen by people who do not have a business need to know the content of the documents.
- Ensure that all addressees of e-mails and multi-addressee facsimiles you send related to your work for Talen do, in fact, have a business need to know the information to do their jobs, and take care to ensure that your e-mails and faxes are sent to the correct recipients and are properly addressed.
- If you have access to Talen's computer network, understand and comply with Talen's login ID and password management rules. For example, never share your computer IDs and passwords with another person.
- Unless expressly permitted by your former employer(s), you may not use any confidential or proprietary information of any former employer in the work you do for Talen.

Talen Energy - Supplier Code of Conduct

Talen also complies with the requirements of the Federal Trade Commission's Red Flag Rules, which require certain companies to implement programs to identify and respond to potential incidents of identity theft. If your work with Talen includes work with personally identifiable information of a Talen employee or customer, then you are expected to understand and comply with Talen's Red Flag program. Additionally, to the extent your work for Talen involves access to employee medical information that is or may be protected health information under the Health Insurance Portability and Accountability Act (HIPAA), we expect you to comply with HIPAA and all other applicable laws or regulations in handling such information.

Talen expects our Suppliers to take all necessary and appropriate measures to maintain the safety and security of information within the Supplier's or its contractors' computer networks and IT environments and to prevent unauthorized access to such information by third parties. Any known or suspected breach of security requirements that may impact Talen's confidential information must be promptly reported to your Talen contact.

Talen Energy Records

Talen needs to maintain complete and accurate records of all its business transactions. These records include, among others, correspondence, payroll records, financial data, operational data, and personnel information. It is Talen's policy to make full, fair, and accurate disclosure in compliance with all applicable laws and regulations in all reports and documents that Talen files with or submits to regulatory authorities and in all public communications by Talen. Records for which you are responsible must be accurate and complete.

Records must be retained in accordance with Talen's policy and applicable law, including data protection laws. If you learn of a subpoena or a pending or contemplated litigation or government investigation related to your work for Talen, you should immediately contact Talen's Legal Department. You must retain and preserve ALL records and other information in accordance with the directions you receive from Talen's Legal Department. If you have any questions regarding whether particular information pertains to a pending or contemplated investigation or litigation or may be responsive to a subpoena or regarding how to preserve information, you should preserve the information in question and ask Talen's Legal Department for guidance.

Computer Resources

If Talen provides access to its Internet, intranet, or e-mail systems to you to assist with the performance of your work for Talen, these systems are to be used exclusively for Talen business purposes. You are expected to exercise good judgment in using these systems. With regard to e-mail, you should understand that email communications, in addition to being monitored by Talen, can be subpoenaed and discovered in legal proceedings. Therefore, you should treat e-mail communications the same as any other written communication.

Talen recognizes that you may occasionally use the telephone, computer, Internet, or e-mail for personal reasons. Permissible personal use is limited and should never interfere with your productivity. Examples of permissible personal use include e-mails that are analogous to brief telephone calls and Internet access that can be described as infrequent and brief. You are expected to use good judgment when using these systems for personal matters. If you are unsure whether a particular personal use is permissible, you should discuss the matter with your Talen contact before using the systems.

With the exception of the limited personal use discussed above, all non-Talen related use of the Internet and e-mail systems is prohibited. Obvious examples of prohibited use include the following:

- To conduct business unrelated to Talen's business or for personal gain.
- To access, send, store, or view sexually explicit materials or materials that are offensive, abusive, obscene, defamatory, threatening, or otherwise unlawful.
- To use in such a manner so as to violate Talen's policies on equal employment opportunity or harassment — sexual or otherwise.
- To browse, download, post, play, store, or forward computer games.

Talen Energy - Supplier Code of Conduct

- To disseminate information in violation of copyright laws.

If you receive inappropriate e-mails with or without attachments or links to Web sites, you must take appropriate action to prevent a recurrence. You must also delete any such e-mails from the system.

Environmental Commitment

Our Suppliers, and their employees and subcontractors, have an obligation to carry out all Talen activities in ways that preserve and promote a clean, safe and healthy environment, which includes abiding by the federal, state, and local environmental laws and regulations in which Talen operates. The laws in this area are very complex, but in many instances, environmental actions and reactions are common sense.

Talen believes that sound business plans include good environmental performance. Talen is committed to providing environmental training and the resources necessary to carry out its environmental commitment. You have responsibility to conduct your activities in accordance with environmental laws, regulations and corporate environmental practices. Suppliers are responsible for promptly reporting potential environmental compliance concerns so that appropriate actions can be taken. If you become aware of an incident or activity that may have a negative environmental consequence (such as a spill of oil or other hazardous substance), you should report it promptly to your Talen contact.

Where to Go with Questions

If you have any questions about the application or interpretation of the Supplier Code, you should contact your Talen contact or contact Talen's Supply Chain by email at TalenSupplyChainComm@Talenenergy.com. As an additional resource you may contact the Talen Ethics Helpline at (800) 935-4837 or online at <https://talenethicshelpline.alertline.com>.

Summary

We all can feel the pressures that are on us to achieve good results. There is a natural tendency to do whatever is required to produce these results. The risk is that we may end up taking shortcuts that compromise our integrity or responsibilities. These situations must be avoided. Our collective integrity over the years has been the result of thousands of our Suppliers exhibiting high ethical standards their dealings with Talen, with each other, with customers, and with the public.

These standards are what has set us apart and make Talen a leader in our communities and our industry. Your continued efforts will help keep us there.