



Supplier Code of Conduct

Effective: November 2019

1. Introduction.

Ellison Surface Technologies (“Ellison”, “EST”, “we”, or “our”) is built upon a foundation of strong corporate values and business practices. We expect our suppliers (those providing us a good or service) to maintain these same values and practices, and to act in an ethical manner at all times. This Code, therefore, sets forth the minimum standards of behavior required by Ellison of its suppliers. In the event that a law, regulation, or rule imposes greater restrictions than required here, suppliers must comply with those requirements.

2. Scope

This Code applies to all suppliers that provide Ellison, its subsidiaries or affiliates, with goods or services. Compliance is a requirement of conducting business with Ellison.

3. Questions or Concerns

If you have any questions or concerns regarding this Supplier Code of Conduct, or your ability to comply with it, please contact Ellison promptly. Specifically you can contact:

Michael Benza
General Counsel
Tel: 513-770-4938
Email: mbenza@ellisongroup.com

4. Compliance With All Laws, Regulations, and Rules

Suppliers must be aware of and comply with all relevant and applicable laws, regulations, and rules. The mention or elaboration on any law, regulation, or rule below does not exclude or minimize a supplier’s responsibility to follow a law, regulation, or rule not mentioned herein.

5. Workplace Safety and Health

Suppliers must ensure proper health and safety conditions for their employees, contractors, and visitors. To support this commitment, suppliers are responsible for observing all health and safety laws, regulations, and rules that apply, and for taking precautions necessary to protect everyone possibly affected. Suppliers must identify and control hazards and take responsibility for precautionary measures against accidents and occupational disease.

Suppliers must maintain a reasonable occupational health and safety management system in order to ensure a safe workplace. A reasonable health and safety management system includes identifying related risks and opportunities, implementing appropriate safeguards, planning improvements and objectives, providing appropriate training and education, monitoring performance, and a dedication to continuous improvement.

6. Environmental Stewardship

Suppliers must act in an environmentally responsible manner. Suppliers and their actors (contractors, employees, agents, etc.) must be completely familiar with the permits, laws, regulations, and rules that apply to their work, and suppliers are responsible for making sure that business is conducted in compliance.

Suppliers must maintain a reasonable environmental compliance/management system. A reasonable system includes identifying related risks and opportunities, handling and disposing of hazardous material responsibly and in compliance, minimizing pollution, planning improvements and objectives, providing appropriate training and education, monitoring performance, and a dedication to continuous improvement.

7. Anti-Corruption/Anti-Bribery

Suppliers are required to comply strictly with the United States Foreign Corrupt Practices Act (the "FCPA") and any similar laws that may apply, whether United States in origin or otherwise. Suppliers must not offer, give, or accept anything of value that may be viewed as, or have the effect of, improperly influencing business decisions. Prohibited behaviors include bribes, kickbacks, facilitation payments, and other similar inducements.

8. Anti-Trust & Fair Competition

Most countries' laws prohibit collusive or unfair business behavior that restricts free competition. This includes prohibitions on agreements with competitors to fix prices, bid rigging, terms of sale, production output, or to divide markets or customers. Suppliers must comply with any and all antitrust and fair competition laws, regulations, and rules.

9. Protection of Intellectual Property & Confidential Information

Suppliers and Ellison should have an appropriate and current Non-Disclosure or similar agreement. Suppliers shall comply with any such agreement and with Ellison's Terms and Conditions in order to protect nonpublic information.

10. Data Privacy

Suppliers must respect the privacy of all individuals, business partners and customers. Suppliers must handle personal data responsibly and in compliance with all applicable privacy laws, regulations, and rules. Personal data is information that can directly or indirectly identify an individual, such as name and contact information.

11. Trade Compliance

Suppliers are responsible for complying with all U.S. import and export laws, regulations, and rules, and the same that govern international trade.

12. Diversity & Inclusion/Diversity & Respect

Ellison believes that diversity and inclusivity make our teams and suppliers better. Suppliers shall provide a safe and inclusive work environment where all dimensions of difference are valued and respected.

13. Discrimination & Harassment Prevention

Suppliers shall provide an environment free of discrimination and harassment. Suppliers must comply with all related employment and non-discrimination laws, regulations, and rules.

14. Human Rights & Fair Labor

Suppliers shall commit to upholding fundamental human rights and to treating everyone with dignity, fairness, and respect. Suppliers must comply with all applicable wage and hour, and human rights laws, regulations, and rules. Suppliers shall prohibit and not condone the use of slave labor, human trafficking, or child labor in its supply chain, and shall denounce any degrading treatment of individuals or unsafe working conditions. Furthermore, suppliers must ensure that goods provided to Ellison be free of “Conflict Minerals” as provided in Ellison’s policy statement on the matter (available on its website under “Policies”) and that suppliers prohibit segregated facilities as stated in 48 CFR 52.222-21 in its supply chain.

15. Fraud & Counterfeit Goods.

Suppliers shall never take any part, no matter how small the role, in any activity that involves theft, fraud, embezzlement, extortion or misappropriation of property.

For the avoidance of doubt, this requirement includes counterfeit goods, which are goods that have been misrepresented as designed or produced under an approved system or other acceptable method. This includes (1) illegal or unauthorized copies or substitutes of any item; (2) goods that do not contain the proper internal or external materials or components, or are not manufactured in accordance with required designs; (3) goods that are not new but are represented as such; and (4) goods that have not successfully passed all required testing, inspection, verification, screening and the like but are represented as having done so.

16. Product Safety.

Suppliers shall ensure that all product nonconformances are brought to the attention of Ellison promptly and that such disclosures are open, honest, detailed, and complete.

17. Social Responsibility

Suppliers shall operate with integrity, make good choices, and do the right thing in every aspect of their business.

18. Supplier Certifications.

Suppliers may be asked by Ellison to make certifications that relate to this Supplier Code of Conduct, Ellison’s Terms and Conditions, and other reasonable and customary standards, rules, and requirements. Such certifications are continuing in nature and incorporate by reference into the agreement supplier has with Ellison. These certifications shall be completed accurately and honestly by supplier.

19. Compliance.

Suppliers shall maintain appropriate policies and procedures to enable it to fully comply with this policy. Suppliers shall do the same in order to flow down throughout the supply chain (1) these requirements or

materially similar requirements and (2) where called for by the documents, the requirements of Ellison's Terms and Conditions and the requirements as stated in certifications made by a supplier to Ellison. Suppliers shall provide Ellison any information or access it requests to demonstrate compliance. If a supplier becomes aware of any actual or potential breach of obligations or the requirements, whether by the supplier itself or any other person or company in the applicable supply chain, it shall contact Ellison promptly.