



# Code of **Business** **Conduct**



*“Help the **industry**, and we help **ourselves**. Solve the customer’s problems, at a fair price, and on time.”*

- John MacLean Sr.



## Message from our Chief Executive Officer

For over 90 years, MacLean-Fogg has built relationships of trust with key stakeholders through our unwavering commitment to performance with integrity. This has been the guiding philosophy of MacLean-Fogg since our founding in 1925 by my great-grandfather, John MacLean, Sr. At the same time that we have built a record of sustained growth by expanding into new businesses and new regions, we also built a reputation for lawful and ethical conduct.

My deepest pride comes from **the way we achieve our goals**. We succeed because of our commitment to the following fundamental values:

***People are our most important resource.***

***Safety and environmental consciousness is a prime objective.***

***Customers are the focus of everything we do.***

***Quality is a main priority.***

***Continuous improvement is our way of life.***

***Integrity is never compromised.***

At a time when many are more cynical than ever about business, MacLean-Fogg must continue to earn its high level of stakeholder trust every day by complying not only with the letter of the law, but also its spirit. This is why I ask each MacLean-Fogg team member to make a personal commitment to follow our Code of Business Conduct. The Code serves as a practical guide and foundation for our Company policies and procedures, all of which provide additional guidance on expected behaviors.

The Code applies equally to all employees, directors and officers of MacLean-Fogg, and to all third parties that conduct business on our behalf. Wherever we may work and whatever our role, we are all responsible for holding ourselves and how we do business to the highest ethical standards.

Do not allow anything to compromise your commitment to our standards. I implore you to report any conduct that may compromise our integrity, and I assure you that nobody will suffer any negative consequences for asking questions or reporting violations in good faith. If you have a question or concern about what is proper conduct, promptly raise the issue through a compliance and ethics resource provided by the Company.

There is no conflict between excellent financial performance and high standards of compliance and ethics – the two are mutually reinforcing. With your help, our conduct will continue to command respect for its integrity and for its positive contributions to our customers and society.

Thank you for doing your part to maintain MacLean-Fogg's **legacy of success with integrity**.

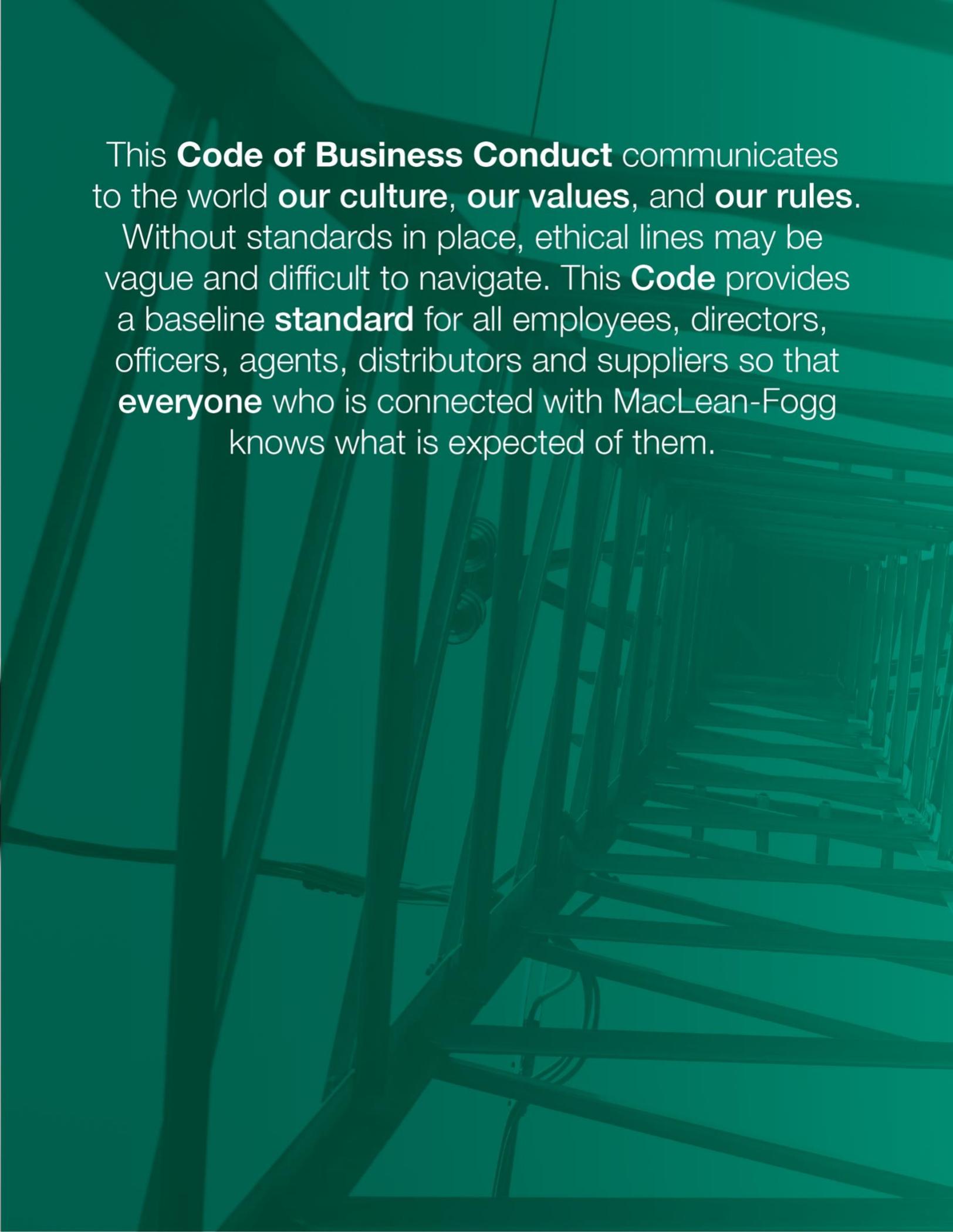
Sincerely,



Duncan A. L. MacLean

# Table of Contents

<b>The Purpose of the Code</b>	<b>5</b>
Using the Code	6
Our Responsibilities	6
Reporting and Investigation	7
<b>Relationship with MacLean-Fogg</b>	<b>9</b>
Creating a Respectful Workplace	10
Environmental, Health & Safety (EHS)	11
Protecting Company Assets and Information	13
Conflicts of Interest	16
<b>Relationships with Others</b>	<b>19</b>
Anti-Bribery and Anti-Corruption	20
Gifts, Entertainment and Hospitality	22
Fair Competition	23
International Trade	24
Advertising, Communications and Social Media	25
<b>MacLean-Fogg's Compliance and Ethics Resources</b>	<b>27</b>



This **Code of Business Conduct** communicates to the world **our culture, our values, and our rules.**

Without standards in place, ethical lines may be vague and difficult to navigate. This **Code** provides a baseline **standard** for all employees, directors, officers, agents, distributors and suppliers so that **everyone** who is connected with MacLean-Fogg knows what is expected of them.



The  
**Purpose**  
of the Code

At MacLean-Fogg, we are committed to conducting business with the highest levels of integrity, in full compliance with **both the spirit and the letter** of the law. As part of this commitment, we must do the right thing and make the right choices as we undertake our daily activities. This includes helping to foster an environment where we treat each other respectfully, deliver world-class products to our customers, compete honestly, and take pride in our Company.

It is not always easy to identify the right course of action. In situations where additional direction is required, this Code of Business Conduct (the “Code”) serves as a practical guide to help you make the right legal and ethical choices.

The Code highlights many of the important legal, ethical, and regulatory requirements that govern MacLean-Fogg’s global operations. It also provides resources for additional information and guidance on how to report potential violations.

***You must read, understand, and abide by the Code. We expect your whole-hearted support of the values and principles contained in this Code.***

## **Our Commitment to Honest, Fair Dealing**

The MacLean-Fogg Board of Directors has adopted this Code to ensure honest and ethical conduct; compliance with applicable laws and regulations; and fairness with customers, suppliers, competitors and employees. We value good citizenship and do not take advantage of others through manipulation, concealment, misrepresentation of material facts, or of any other unfair practices.

This code applies wherever we do business, equally to all MacLean-Fogg directors and employees, including officers and employees of MacLean-Fogg’s subsidiaries and affiliates. We also expect all distributors, suppliers, contract employees, agents, consultants and others acting on our behalf to abide by the principles in the Code.

## **Compliance with the Law**

MacLean-Fogg requires that all of our directors, employees and anyone acting on our behalf comply with all applicable laws in each place where we do business. Since we are a global company, the laws of many different jurisdictions may apply to our jobs. Where local laws, cultures or customs may be different from the principles and standards established in this Code, team members should seek guidance from the Chief Compliance Officer.

## **Using the Code**

The Code provides standards to help guide your behavior. It does not address every situation you may encounter; rather, it is meant to supplement your own good judgment, common sense and knowledge of what is right. As such, any conduct that is unethical or illegal could subject you to appropriate discipline, even if it is not specifically mentioned in the Code.

This Code also contains references to MacLean-Fogg policies that provide additional detail on specific topics. MacLean-Fogg’s specific subject matter policies are continually being added and updated and can be accessed by employees via the **HR Portal** located on the desktop.

If you have any questions about the Code, or about how to handle a specific situation, you should read the MacLean-Fogg policy that relates to the subject of your question (if applicable), speak with a local or corporate Human Resources or EHS representative, contact the Company’s Chief Compliance Officer, or use MacLean-Fogg’s ethics and compliance helpline, ComplianceLine at **[app.mycompliancereport.com/report?cid=MF](https://app.mycompliancereport.com/report?cid=MF)** (or the toll-free numbers found on the website).

## **Our Responsibilities**

### **Responsibilities as a Team Member**

MacLean-Fogg requires that all team members understand and comply with the standards outlined in this Code, as well as the laws and policies that apply to your positions with the Company. We encourage you to seek help whenever you have questions regarding specific compliance issues or what constitutes ethical and lawful conduct.

***“I didn’t know” will not be an excuse for unethical or illegal behavior.***

Specifically, all team members are expected to:

- *Understand and comply with this Code*
- *Comply with all applicable laws and regulations*
- *Seek help whenever you have questions*
- *Promptly report any suspected violations using the compliance resources described in this Code*
- *Take responsibility for your own conduct and take pride in your actions*

From time to time, you will be required to certify that you have read, understood, and will continue to comply with this Code. **Failure to follow any of the standards contained in this Code, including reporting requirements, may result in a range of disciplinary actions, up to and including termination.**

## Responsibilities as a Manager

Any team member who manages other team members has a special obligation to demonstrate, promote and ensure ethical and lawful conduct. You also need to make sure that your team members do not fear retaliation if they have a question or want to report a concern involving actual or potential law or Code violations.

Any report you receive about actual or potential violations must be promptly brought to the attention of a compliance resource as provided in this document.

Specifically, all managers are expected to:

- *Be a positive role model.*
- *Ensure that your team members understand and comply with this Code, MacLean-Fogg policies, and all applicable laws and regulations.*
- *Emphasize the importance of this Code and reinforce MacLean-Fogg's commitment to conducting business legally and ethically.*
- *Encourage open communication with your team.*
- *Ensure that MacLean-Fogg's zero tolerance position on retaliation against good-faith reporters is strictly enforced.*

### Question

I am a manager and one of our team members reported a potential violation of the Code to me. What should I do?

### Answer

You should encourage open communication from your team member and ensure that MacLean-Fogg's zero tolerance position on retaliation against good-faith reporters is strictly enforced.

Next, you should review the facts carefully and ask yourself whether the action is both legal and consistent with MacLean-Fogg's values and policies and this Code.

Finally, if either (i) you believe a violation of the Code occurred, or (ii) you have any question as to whether a violation occurred, you should immediately report the matter to one of the Company's compliance and ethics resources. If you are confident that no violation occurred, you should discuss the reasons why with your team member.

## Ethical Decision Making

Before determining a course of action where the right choice may not be clear, always ask yourself:

- *Have I reviewed the facts carefully?*
- *Is the action consistent with MacLean-Fogg's values, policies, and this Code?*
- *Is the action legal?*
- *Would I be comfortable explaining my action to my team members and manager?*
- *Would I be proud to have friends and family know about my action?*

In most cases, if something seems unethical or improper, it probably is. Just because others are doing something does not mean it is the right thing to do.

## Reporting and Investigation

### Asking Questions and Reporting Violations

We all have a duty to help the Company uncover and address illegal activities and promote appropriate action on ethical issues. If you become aware of behavior that violates, or appears to violate, this Code, MacLean-Fogg policies, or applicable laws and regulations, **you have a duty under this Code to report the behavior promptly.**

There are a number of ways to report issues or ask questions. No matter which avenue you select, your issue will be treated with the same high level of seriousness and importance.

This Code contains contact information for reporting, including the website and toll-free number for our ComplianceLine helpline.

You may report violations anonymously through our ComplianceLine helpline. Please understand, however, that it may be difficult or impossible for MacLean-Fogg to thoroughly investigate reports that are made anonymously. Therefore, we encourage you to consider sharing your identity to enable follow-up and improve fact-gathering. If you decide to remain anonymous, please provide as much information in your report as possible.

### Our Commitment to Non-Retaliation

We will not tolerate any type of retaliation against an employee for making a report or participating in an investigation in good faith.

Acting in “good faith” means that you reasonably believe a violation has occurred (or will occur), that you disclose all of the information you have, and that you believe you are giving a complete and accurate report. Anyone who retaliates against a good-faith reporter will be subject to disciplinary action, up to and including termination of employment. You should never file reports that are knowingly false or made in bad faith. A bad-faith report can result in disciplinary action, up to and including termination.

#### **Question**

What can I expect after I make a report in good faith?

#### **Answer**

After making a report to any MacLean-Fogg compliance and ethics resource, you can expect the following:

- *Your report will be taken seriously.*
- *Your report will be investigated promptly and thoroughly.*
- *Your report and your identity will be treated confidentially to the extent practical or to the extent permitted by law.*
- *Your report will be escalated appropriately, including, if applicable, to the MacLean-Fogg board of directors.*
- *If you have disclosed your identity, you will receive follow-up communications regarding the receipt and final closure of your report.*
- *You will not be subject to any retaliation as a result of your good-faith report.*

### **Investigations and Confidentiality**

We will respond to all reports as promptly as possible. We will treat reported information in a confidential manner to the fullest extent practical and permitted by law, while still enabling a thorough investigation.

The appropriate individuals within the Company will be assigned to promptly investigate all reports. In certain circumstances, outside investigators and legal counsel may also be involved. As a team member, you are expected to cooperate fully with all internal and external investigations or audits. This includes responding to investigations truthfully and disclosing all relevant information that you have; intentional misrepresentations or non-disclosure can result in disciplinary action, up to and including termination.

### **Consequences of Violating the Code**

At MacLean-Fogg, ethical behavior is a core value, and we take Code violations very seriously. Failure to follow this Code may result in disciplinary action, up to and including termination of employment and legal action in some cases.

#### **Question**

I believe that I may have witnessed a violation of the Code, but I am not sure. What should I do?

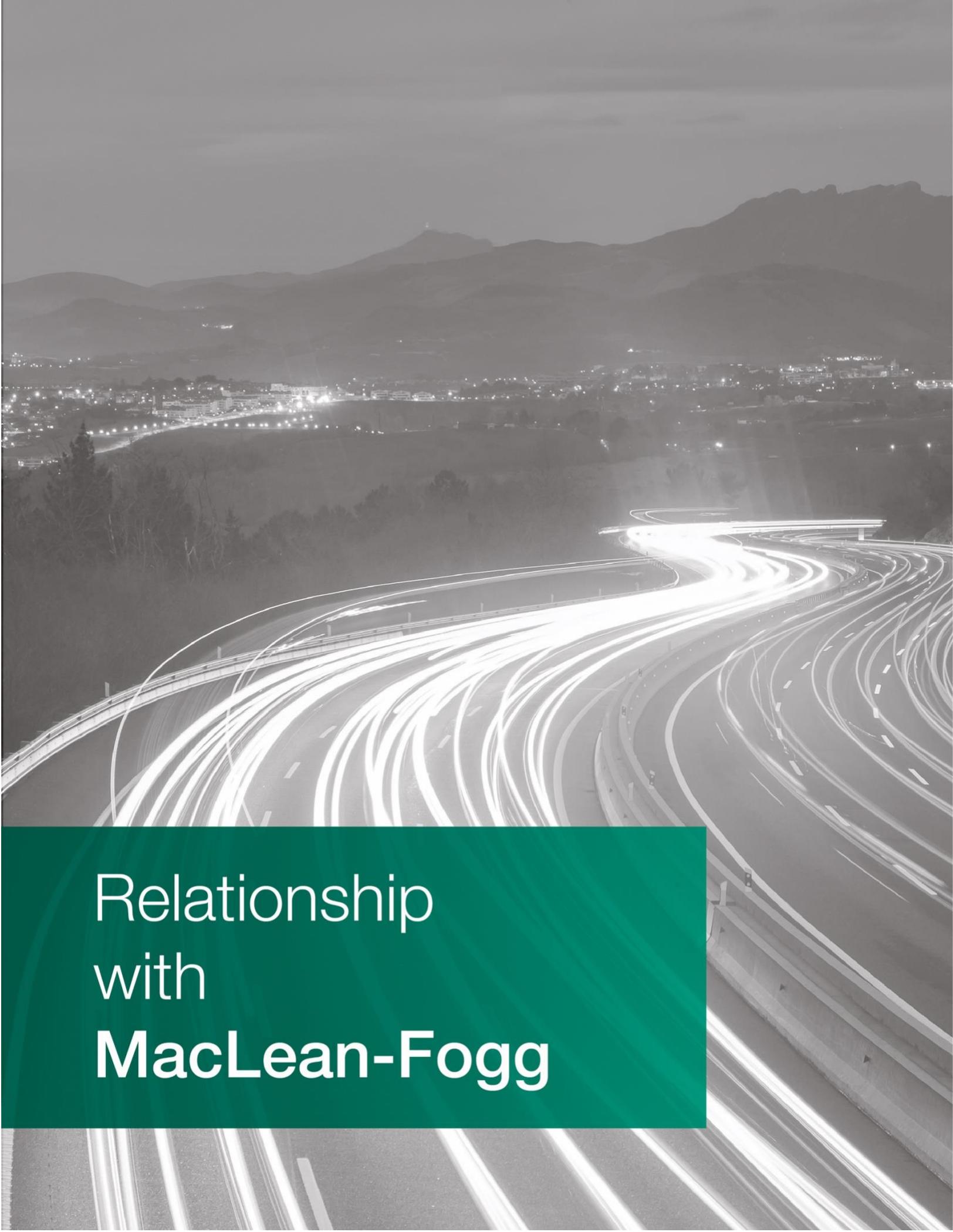
#### **Answer**

If you reasonably suspect a violation of this Code, you must report it. Reporting an issue in “good faith” does not mean that you have all the facts or that you are “right.” It means that you believe the information you are reporting is accurate and truthful and that you are open and honest in the information you share.

The earlier the issue is reported, the sooner it can be resolved. Even if you don’t have all of the facts, you should discuss what you know about the suspected violations with your manager or one of MacLean-Fogg’s compliance and ethics resources. By doing so, you will have fulfilled your obligation under this Code and will help ensure that we can carefully review the issue to determine if a violation has occurred.

### **Compliance and Ethics Resources**

The contact information for MacLean-Fogg’s compliance and ethics resources can be found at the end of this Code.



Relationship  
with  
**MacLean-Fogg**

Ensuring that our team members work in the safest conditions as possible, are treated with fairness and dignity, and operate in an environment of integrity is a priority. Creating and maintaining such an environment requires the support and commitment of every member of our team.

The policies in this Code serve as a guide. It is the responsibility of every team member to make a commitment to MacLean-Fogg, and to one another, to always work with honesty, integrity, fairness and safety in mind.

## Creating a Respectful Workplace

### People Make the Difference

**Our Standard:** *Create a positive work environment that fosters fairness for others.*

MacLean-Fogg's most important assets are the people who work hard each day to serve our customers. Having a highly skilled and engaged workforce is vital to our shared success as a Company.

MacLean-Fogg is firmly committed to the fair treatment of all team members within a safe and healthy work environment. This same standard also applies to those individuals and organizations with whom we work or seek to do business, including our customers, suppliers, and other business partners. We all have a responsibility to speak up if we experience or witness conduct that violates these standards.

### Equal Employment Opportunities

**Our Standard:** *We encourage a diverse and inclusive workforce.*

As a global company, we see diversity as a competitive advantage. We always make all employment, compensation, and promotion decisions based upon an individual's merits, qualifications, and performance. MacLean-Fogg is committed to including minority and women-owned business enterprises in procurement opportunities.

MacLean-Fogg, our team members, and third parties that we work with should never tolerate discrimination on the basis of race, color, religion, gender, sexual preference or orientation, citizenship, marital or family status, veteran status, genetic information, national

origin, age, disability, or any other status protected by law.

### Anti-Harassment

**Our Standard:** *We act professionally and are respectful to other team members and everyone that we do business with.*

At MacLean-Fogg, we treat everyone – whether they are our fellow team members, customers, suppliers, or other business partners – with respect and dignity. Everyone deserves to work in an environment that is free from harassment and disrespectful behavior.

MacLean-Fogg will not tolerate any form of harassment or behavior that creates an intimidating, hostile, or offensive work environment for another person.

A few examples of harassment include:

- *Sexual, in the form of unwelcome physical contact or gestures.*
- *Offensive comments, jokes or actions (including, for example, any activities that involve adult entertainment).*
- *Offensive or explicit images or materials.*
- *Racial or ethnic slurs.*
- *Bullying or intimidation.*

#### Question

One of my supervisors has asked me to meet for drinks after work several times. I have repeatedly told him that I am not available in the evenings, but he keeps asking. Last week, he mentioned that if I joined him for drinks, it might go a long way in getting the promotion I have been promised. It doesn't seem right that I have to go out for drinks in order to get the promotion that I deserve. Am I overreacting?

#### Answer

No. You are not overreacting. If your supervisor is making you uncomfortable and implying that your refusal to comply with his request can impact your potential for a promotion, that is not acceptable. You should report this behavior to one of your compliance resources immediately.

Always remember, MacLean-Fogg strictly prohibits retaliation for claims made in good faith.

If you feel that you have been harassed, or have witnessed harassing behavior, you should first speak with the offending party.

If that does not resolve the issue, or you feel uncomfortable directly addressing the matter, then you should report it immediately to your manager, local Human Resources representative, the Chief Compliance Officer, or the ComplianceLine helpline. For more information, please see MacLean-Fogg's **Anti-Harassment Policy** on the **HR Portal**.

## Workplace Violence

**Our Standard:** *We support an environment that is free from violence, bullying, threats, or intimidation.*

No team member or business partner should ever cause others to reasonably fear for their personal safety or for the safety of their family, friends, or property. MacLean-Fogg prohibits the possession of guns, explosives, and other weapons on Company property or while conducting Company business, unless this prohibition violates local law.

If you encounter a situation involving violence, threats or bullying, you should speak with your manager or a Human Resources representative. If necessary, you should call the appropriate emergency authorities. For more information, please see MacLean-Fogg's **Anti-Workplace Violence Policy** and our **Weapon-Free Policy** on the **HR Portal**.

## Human Rights

**Our Standard:** *We respect the human rights of all people and expect our suppliers and other business partners to follow the same high standards of social responsibility.*

MacLean-Fogg recognizes our obligations as a responsible corporate citizen and seeks to promote the well-being of our team members, our customers, and our communities. Our Company and our shareholders contribute to programs and initiatives that enhance the quality of life in the areas in which we work, live, and do business. We are committed to fair labor practices and comply with all laws that protect the human rights of workers. All team members will be employed voluntarily and will receive legal compensation. MacLean-Fogg will not use child labor or forced labor in any of our operations and will not tolerate any vendor or business partner who participates in such human rights abuses.

### Question

A co-worker I've known for years recently got passed over for a promotion. While he was known for having a temper, he's never been violent or threatening. Lately, however, his talk about "getting back" at our supervisor is concerning me. What should I do?

### Answer

Any threatening behavior or language at work is prohibited. You should report the incident immediately, even if you are unsure of the person's true intent. The physical safety of our team members is of the utmost concern, and MacLean-Fogg will take every step possible to protect our employees' well-being.

## Environmental, Health & Safety (EHS)

### A Healthy and Safe Place to Work

**Our Standard:** *Nothing comes before safety.*

The safety of our team members is the highest priority at MacLean-Fogg. Our goal is mission zero: zero injuries, zero illnesses, zero environmental incidents are achievable. Safety only exists with buy-in from everyone and starts with team members working on the floor in an atmosphere where everyone is empowered to initiate improvements.



Safety is everyone's responsibility. Each of us must strive to prevent and minimize personal injuries resulting from equipment, machinery, or hazardous materials. We must never compromise safety procedures to increase productivity or output. World-class health and safety performance enhances our ability to produce world-class quality products.

### Question

My manufacturing location has a major order to fill. We are running at full capacity and are under pressure to get product out the door. One of the pieces of equipment is not operating properly, and I think it's unsafe. If we shut the equipment down, we may not meet shipment deadlines. What should I do?

### Answer

You need to report the situation to your manager immediately to make sure the equipment is safe. At MacLean-Fogg, the pressure to succeed can never be an excuse for taking short-cuts that would compromise safety. If you are uncomfortable discussing this with your manager, or they are not taking appropriate action, contact your EHS representative, local Human Resources representative or other compliance and ethics resource.

All team members are expected to know, understand and comply with the safety laws, regulations and policies that apply to their area of responsibility. Following these requirements helps ensure not only your own safety, but also the safety of others.

Should you experience or witness a job-related injury, you should report it as soon as possible to your manager or Human Resources representative.

### Question

I was injured while working on the floor, but my supervisor is pressuring me to not report it and is asking me to perform light-duty work instead. What should I do?

### Answer

You should report your injury in accordance with MacLean-Fogg's EHS policies and procedures and this Code. A supervisor must never pressure an employee to cover up a workplace injury as a means of achieving safety goals. Light-duty work is not an alternative to a properly filed injury report. Please also keep in mind that you are not required to go to your personal physician and pay a deductible if your injury is work-related. In this case, if you cannot convince your supervisor to properly report your injury, you may need to reach out to a compliance and ethics resource. These include:

- *Local or Corporate EHS*
- *Local or Corporate Human Resources*
- *The ComplianceLine Helpline*
- *The Company's Chief Compliance Officer*

MacLean-Fogg is a tobacco and vape-free workplace, and we encourage team members to bring forward suggestions of innovative ways for us to continuously improve our health and safety procedures. For more information, please see MacLean-Fogg's [Healthy Workplace Policy](#) on the [HR Portal](#).

## Substance Use and Abuse

**Our Standard:** *MacLean-Fogg maintains a workplace that is free from all forms of substance abuse.*

MacLean-Fogg prohibits the use, possession, or distribution of illegal drugs or controlled substances. Team members are not permitted to be under the influence of illegal or controlled substances or alcohol, or to misuse prescription medicine while at work or on MacLean-Fogg premises. You may not consume alcohol on MacLean-Fogg property or in work-related settings, except as permitted by management. In addition, employees will not be allowed to work if their use of legal drugs creates an unsafe condition.

MacLean-Fogg retains the right to search Company property at any time, to the extent permitted by local law. If controlled, prohibited or illegal substances are found, they will be confiscated and if appropriate, turned over to local authorities.

Drugs and alcohol can impair your ability to do your job and put other team members at risk. Team members who violate MacLean-Fogg's [Drug and Alcohol Policy](#) (available on our policy website) will be subject to disciplinary action, up to and including termination.

All team members are expected to report any violations of these guidelines to their manager or their local Human Resources representative.

## Environmental Protection

**Our Standard:** *We conduct our business in a way that protects the environment, our people and the public.*

We must maintain in good order the property we are privileged to use by protecting the environment and its natural resources.

We strive to provide products and services that have minimum environmental impact. We also seek to become ever more efficient in consumption of energy and natural resources by focusing on recycling and responsible disposal.

**Question**

A piece of equipment is leaking a liquid. What should I do?

**Answer**

Under this Code and MacLean-Fogg policies, all of us have a responsibility to take action to eliminate situations that might negatively impact the environment. You should discuss the situation with your supervisor, local EHS representative, or plant manager immediately.

Each of us is expected to know, understand, and comply with the environmental laws, regulations, and policies that apply to our area of responsibility at MacLean-Fogg. We should each strive to minimize waste and to eliminate situations that negatively impact the environment in our daily decisions. If you have any questions or concerns about how our operations impact the environment, you should speak with your supervisor or contact your local EHS representative or the Chief Compliance Officer.

**Question**

My supervisor asked me to perform a task that I believe violates applicable environmental laws. What should I do?

**Answer**

Never guess about environmental laws. If you are uncertain, check with your supervisor to be sure that you have understood the request. If you still feel the request violates environmental laws, report your concern to your plant manager, local EHS representative, or other compliance and ethics resource.

## Protecting Company Assets and Information

### Fraud, Waste or Misuse

**Our Standard:** *We are all obligated to protect MacLean-Fogg's assets and ensure their careful and legitimate use.*

Each team member is responsible for protecting Company assets and safeguarding them from fraud, misuse, or waste. This duty extends to tangible assets such as money, equipment, materials, and real property. It also extends to intangible property such as trade secrets, business plans, computer software, electronically recorded data, and other confidential or proprietary information.

**Question**

I occasionally work from home. Can I use my personal computer to store the Company information I need to do my job?

**Answer**

No. MacLean-Fogg has put systems in place on Company IT devices to protect and maintain our business records. You should maintain electronic copies of Company records on Company devices only. If you want to work from home, please work with local IT for a permitted alternative.

Company assets are provided for MacLean-Fogg business use only. Do not use Company assets for the personal benefit of anyone other than MacLean-Fogg. We are all expected to use and maintain Company assets with care and according to any specific MacLean-Fogg policies applicable to such assets.

In addition, the Company's electronic resources, including information created, accessed, transmitted, or stored using the Company's systems are considered a business tool that will be monitored by the Company to ensure proper use to the extent allowed by local law.

To help ensure our assets are protected:

- *Use common sense. For example, the occasional personal phone call or e-mail from your workplace is acceptable. Excessive calls or e-mails is a misuse of assets.*
- *Company policies may allow additional personal use of certain assets such as company cars or wireless communication devices.*
- *Always check relevant specific policies to ensure you are using Company assets as intended.*
- *Follow established security procedures for every IT resource you use to protect from computer viruses and safeguard your accounts and passwords.*

#### Question

I'm taking vacation where I want to disconnect. Is it okay to leave my laptop with a colleague to handle any approvals on my behalf? I trust this person and don't mind sharing my password.

#### Answer

No. Employees should never give their personal password to anyone. Sharing your laptop or passwords undermines the security of our systems and puts your colleague in the position of violating MacLean-Fogg policy.

### Proprietary Information and Intellectual Property

**Our Standard:** All team members are expected to protect MacLean-Fogg's intellectual property and respect the intellectual property rights of others.

Our intellectual property, including our patents, trademarks, copyrights, trade secrets, inventions, and know-how, represent some of our most valuable assets and are critical to delivering innovation to our customers. Safeguarding MacLean-Fogg's intellectual property is an important responsibility. Contact the Chief Compliance Officer or other senior management if you suspect any misuse of our intellectual property.

In addition, during the course of your work with MacLean-Fogg, you may come into contact with other valuable confidential information that gives us a competitive advantage. Confidential information includes all non-public information that might be of use to our competitors, or harmful to MacLean-Fogg, our customers, our suppliers, or our stakeholders. Confidential information includes, among other things, financial information, business plans, product plans, business processes, strategic and marketing data, as well as information about our team members, customers, suppliers, and business partners.

All MacLean-Fogg team members and business partners are expected to protect MacLean-Fogg's confidential information from loss, misuse, misappropriation, or any unauthorized disclosures.

#### Question

I'm an engineer working on a prototype for a new product launch that I'm excited about. May I share details about it with my family and friends?

#### Answer

No. Disclosure of proprietary and confidential information through what appears to be innocent or innocuous discussion could be highly damaging to MacLean-Fogg and our partners. Prototype samples may only be protected as trade secrets until patent applications can be filed. Particular care should be made not to disclose prototypes except as permitted by the General Counsel or senior management.

To ensure that our financial information is protected **DO NOT:**

- *Disclose confidential information about the Company, customers, or business partners without approval and on a need-to-know basis.*
- *Discuss confidential information with family members, business associates, or friends.*
- *Seek or accept confidential information of a competitor in an illegal or unethical manner.*
- *Disclose confidential information from or about a former employee.*
- *Exchange confidential information with anyone outside MacLean-Fogg, unless the information is subject to the Company's Confidentiality/Non-Disclosure Agreement.*

**The obligation to preserve any confidential information continues even after your relationship with MacLean-Fogg ends.**

#### Question

My production team has created a cool new production process. Can I videotape and post on my Facebook page or to YouTube?

#### Answer

No. Our production processes are proprietary and confidential and should not be shared outside of MacLean-Fogg. In addition, no videos or pictures (either of equipment or people) taken within a MacLean-Fogg facility should be shared on any social media except as authorized by the facility's general manager, and can only be shared/posted by the Marketing Team.

It is equally important to use the lawfully obtained intellectual property of others appropriately and in accordance with all laws and applicable agreements.

Our customers, suppliers, and joint venture partners entrust us with their confidential and proprietary information, and it is critical that we handle it with the greatest care to merit their continued confidence.

#### Question

A colleague in another company recommended a safety training video that he said was helpful to his team. I'd like to show the video to my team. Can I borrow his video and make a copy?

#### Answer

No. Video materials are copyrighted, which means they should not be copied. Sometimes even the original video cannot be borrowed and reshowed without the copyright owner's prior permission. If you want to show the video to your team, you must buy a legitimate copy. Furthermore, be aware that some video materials, even when purchased, are available only for a specific use or a one-time showing. Verify the rights obtained by MacLean-Fogg before purchasing and showing the video.

You should report to your manager or Chief Compliance Officer if you suspect any unauthorized use or disclosure of our intellectual property, or confidential and proprietary information.

### Financial Integrity and Reporting

**Our Standard:** *We keep complete and accurate financial records that fairly represent the condition and results of the Company in accordance with GAAP and, if applicable, other local or statutory principles.*

The accuracy and completeness of MacLean-Fogg's business and financial records is critical to our credibility. We are required to accurately record all Company transactions in a complete and timely manner in accordance with U.S. Generally Accepted Accounting Principles (GAAP) and, where applicable, other local or statutory principles.

We expect all team members to comply with all applicable legal and contractual requirements and internal controls and policies related to financial reporting. In connection with these requirements, all team members must always obtain sufficient documentation to support all information entered into the Company's books, record and accounts.

You should not structure or record any transaction, any asset, any liability or reimbursement request, or engage in any other conduct in an attempt to circumvent MacLean-Fogg's system of internal controls.

Each team member involved in preparing, processing, recording and/or certifying Company financial records must:

- *Ensure careful drafting, review and analysis of all financial reports for accuracy and completeness.*
- *Never knowingly misrepresent, or cause others to misrepresent, details about the Company to government entities, auditors, shareholders or anyone else.*
- *Understand and adhere to the disclosure requirements applicable to the Company.*
- *Understand and adhere to the Company's internal control policies over financial reporting.*

Because the integrity of our books and records is essential, every team member has a responsibility to immediately report any inaccurate, false, or misleading entries or records to their supervisor, and/or the Chief Compliance Officer.

#### Question

I'm a division controller and my GM asked me to record an expense accrual I believe is not in accordance with GAAP. What should I do?

#### Answer

Discuss with your GM why you believe it is not in accordance. If not satisfied with this outcome, report the matter to the Chief Compliance Officer or via ComplianceLine. If any team member has a good faith concern that a transaction has not been reported accurately and in accordance with GAAP, they must report this concern immediately to the Chief Compliance Officer or via ComplianceLine.

**A failure to report a good faith concern is a violation of this Code.**

## Records Management

**Our Standard:** *We will create and maintain honest, accurate and complete business records in compliance with all applicable laws and commercial agreements.*

In the course of our daily operations, we generate large quantities of important business records. These come in many forms: e-mails, proposals, invoices, expense reports, and contracts. They may be in electronic or printed format, and may be stored on our premises or off-site. A “Business Record” includes any record or data that is created, received, and/or maintained by the Company as evidence of a legal obligation or business transaction that has operational, legal, or regulatory value.

We make many critical business decisions based upon information created by team members across the organization, so inaccurate or incomplete financial information could have far-ranging negative consequences. Whenever creating, maintaining, approving, or analyzing any business records, we are each responsible for ensuring their accuracy and completeness.

We must maintain all business records carefully and only destroy them in accordance with our records management policies. Never tamper with records, destroy them without authorization, or make changes to them in an attempt to conceal potential wrongdoing.

During litigation, threatened legal action, government or internal investigations, we may be required to prevent the destruction or alteration of applicable business records so that they may be produced for review. If such a “legal hold” is implemented, you will be notified by Human Resources. At that time, you will receive specific instructions to preserve and not delete or otherwise alter applicable business records.

## Privacy and Data Security

**Our Standard:** *We respect and will protect the privacy and personal information of our team members, customers, suppliers, and business partners.*

MacLean-Fogg is committed to maintaining the privacy and security of our employees’ personal information.

The Company will collect, transmit, disclose, or use personal information only in compliance with applicable law and only for legitimate business purposes. Safeguarding personal information about individuals includes maintaining the confidentiality of names, ages, nationalities, bank account information, criminal history, etc.

Employees who have access to, or work with, the personal information of MacLean-Fogg employees are responsible for handling information appropriately and taking all reasonable steps to preserve its confidentiality. Failure to maintain the confidentiality and securing of personal data could lead to disciplinary action, up to and including termination.

The information that we collect and store about customers, suppliers, and other third parties is also confidential and sensitive in nature. This data must only be used for legitimate MacLean-Fogg business purposes. No team member should ever share this information with anyone outside the Company without authorization from the third party.

## Conflicts of Interest

### Conflicts Generally

**Our Standard:** *We are responsible for acting in the best interest of the Company at all times.*

At MacLean-Fogg, we respect the right of our team members to manage their personal affairs and investments. At the same time, we must not participate in activities that create, or even appear to create, conflict between our own interests and the interests of MacLean-Fogg, or that compromise our objectivity. Conflicts of interest can occur when you, your family, or someone with whom you have a close personal relationship with has a financial interest in an organization that does business with, or competes with, MacLean-Fogg.

People with whom you have a “close personal relationship” may include:

- *Spouse, partner, significant other*
- *Immediate family members*
- *In-laws*
- *Cousins, uncles, aunts, nieces, nephews*
- *Any person living in the same home with you*

**Question**

My uncle owns an interest in a company that has supplied materials to MacLean-Fogg for many years. I was recently hired, and in my new position, I now have authority to contract with that same supplier. Am I faced with a conflict of interest?

**Answer**

Yes. Even though the supplier is a long-time vendor of the Company, an appearance of a conflict has now been created because you are involved in the decision-making process regarding the selection of the supplier. In this case, the problem might be resolved if an independent decision maker acts instead of you. The important action for you to take is to formally disclose the conflict with your supervisor and Chief Compliance Officer.

MacLean-Fogg selects all employees, vendors, suppliers and business partners on the basis of their qualifications and not on the basis of any family connections or personal relationships. Team members should refrain from participating in, or attempting to influence, any decisions relating to Company business dealings with relatives or close friends. You may not hire, supervise, report to or have influence over a person with whom you have a close personal relationship unless such relationship has been disclosed to and approved by Human Resources.

Outside employment with a MacLean-Fogg competitor, supplier or customer almost always creates an impermissible conflict of interest. Team members should not compete with MacLean-Fogg and should not act as consultants, employees, or board members for any competitors or business partners without MacLean-Fogg's express written authorization.

**Question**

One of our customers has asked if I could do some consulting work for his company during my personal time. I can do the work at night and on the weekends. Can I accept the offer if the project is not related to my work at MacLean-Fogg? If I can't do it, can I see if my brother can get the job?

**Answer**

First, while you are employed at MacLean-Fogg, you may not accept a job with a customer even if it is not related to your work with the Company. It may also be inappropriate to get your brother involved. If you want to get your brother the job, you should discuss the situation with the Company's Chief Compliance Officer.

Outside work can also create a conflict of interest when it interferes with your employment responsibilities or impairs your job performance at MacLean-Fogg. When considering work outside of MacLean-Fogg, please discuss it with your supervisor first to ensure that it does not create an actual or perceived conflict of interest.

**Question**

Can I work part-time for my brother-in-law's construction business after work and on my days off?

**Answer**

Most likely. However, outside work can present a conflict of interest if it involves competing with any of our products or services, or if it affects your ability to perform your duties in any way. Before engaging in outside work, discuss it with your supervisor to determine if it presents a conflict of interest.

To ensure that your activities, interests, and relationships do not even appear to impact your performance at MacLean-Fogg:

- *Avoid any interest or activity that makes it difficult for you to be objective in your job.*
- *Avoid any situation where you or your close personal relationships receive any improper personal benefits as a result of your position at MacLean-Fogg.*
- *Do not do any work or make any investments that interfere or appear to interfere with your responsibilities at MacLean-Fogg.*
- *Do not use MacLean-Fogg time or resources for personal or outside business.*
- *Do not accept gifts or other favors that might actually, or appear to, influence your business decisions. These include gifts and other favors received with strings attached (a quid pro quo).*

**All team members must immediately inform their supervisor and the Chief Compliance Officer of any personal relationship, business position, or any other interest or activity that might be viewed as creating a conflict of interest.**

**Question**

A friend asked me to invest in a company that will produce a product that might eventually be sold to MacLean-Fogg. If my only involvement in the new company is financial, is it still a conflict?

**Answer**

This has the potential to be a conflict depending on your position at MacLean-Fogg, your ability to influence MacLean-Fogg purchasing decisions, the amount of your investment, and the importance of MacLean-Fogg as a future customer to this company. You should discuss this matter with the Company's Chief Compliance Officer before investing.

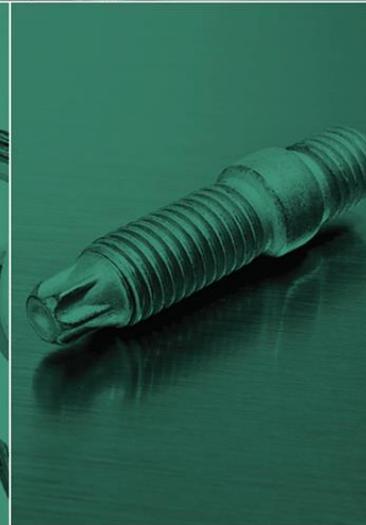
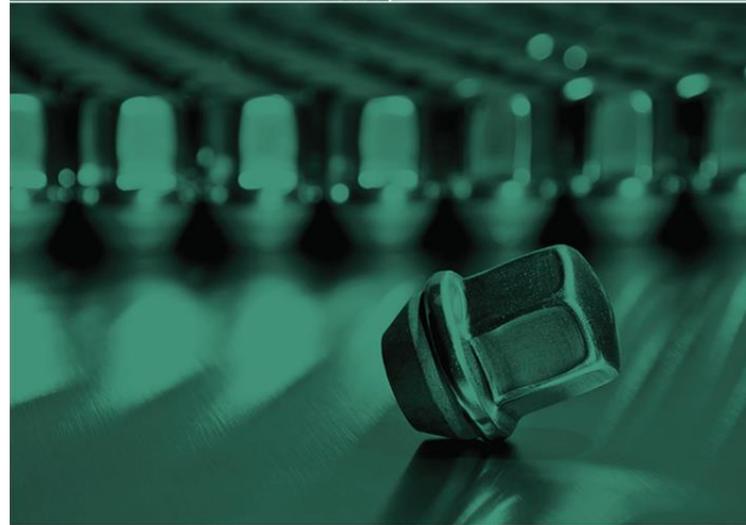
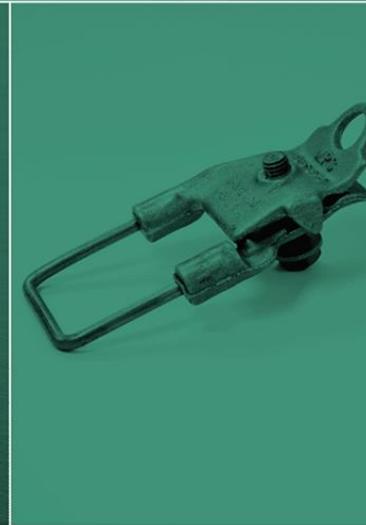
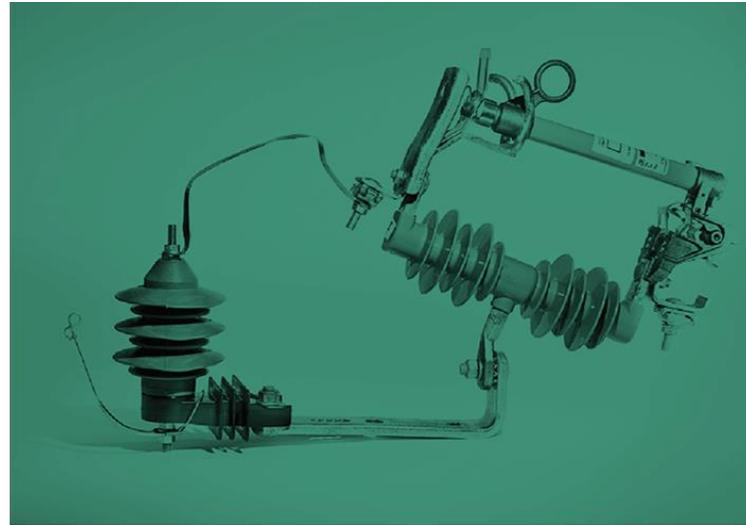
Everyone has a responsibility to report any violations of our conflict of interest policy to the Chief Compliance Officer or via the ComplianceLine helpline.

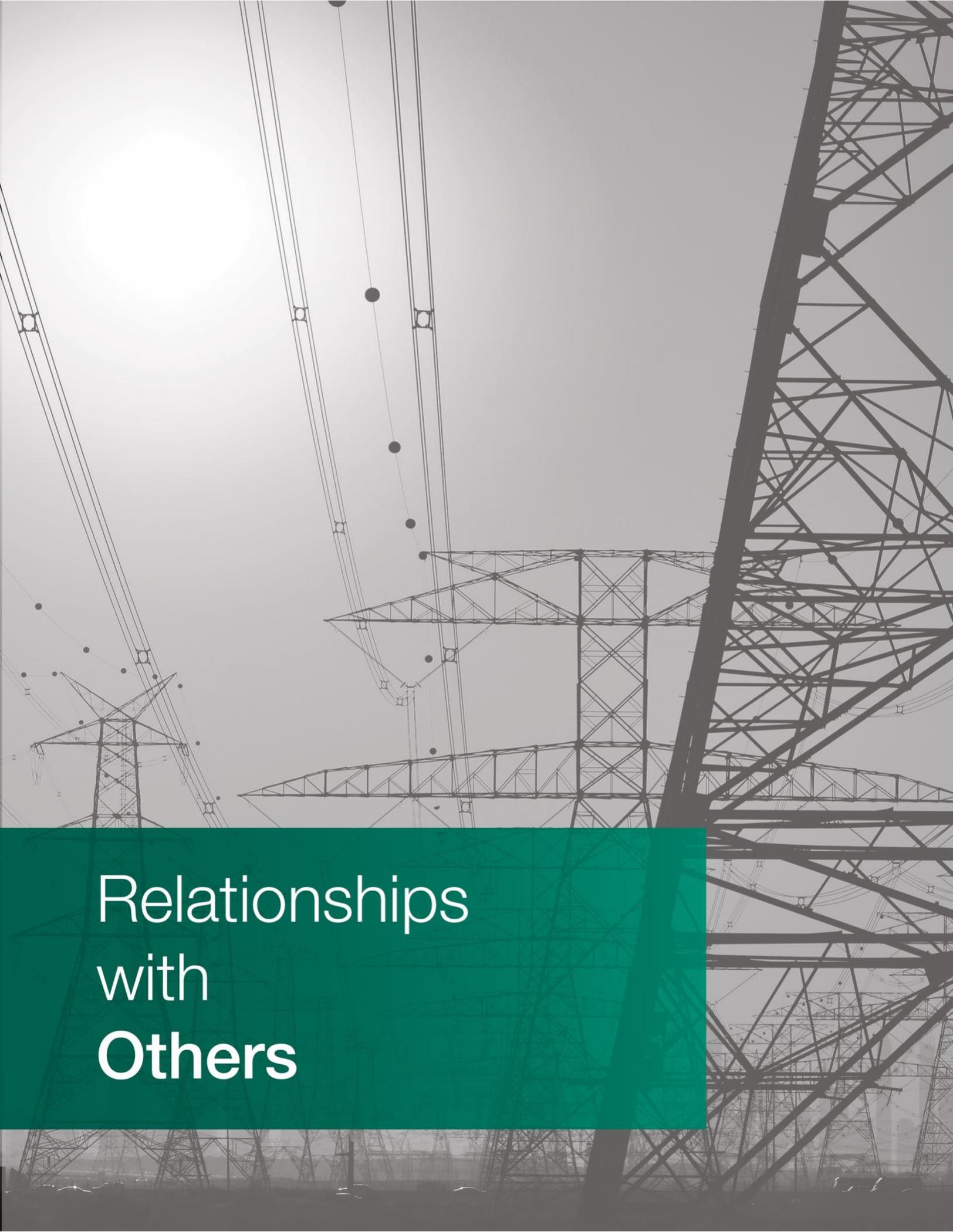
**Corporate Opportunities**

**Our Standard:** *We must not take for ourselves any business opportunity that rightfully belongs to MacLean-Fogg.*

We all have a duty to protect the Company's interests and to advance them whenever possible. Team members must never take personal advantage of a business opportunity if it is possible that MacLean-Fogg may also have an interest in the opportunity, unless the Company has already been made aware of, and declined, the opportunity.

You should not take personal advantage of a business opportunity that is discovered using MacLean-Fogg property or information, or through your position with the Company. Always refrain from using the Company's information, or your position within the Company, for personal gain. Intellectual property developed by an employee during working hours belongs to, and is an asset of, the Company, not the employee.





Relationships  
with  
**Others**

At MacLean-Fogg, we take pride in our reputation – not only our reputation for delivering innovative solutions to our customers, but also our commitment to dealing fairly and lawfully with our customers and everyone with whom we work. It’s a reputation we are committed to keeping, which is why we place such a high value on ethical conduct, particularly when interacting with people or organizations outside of MacLean-Fogg.

Given our size and global reach, team members have the opportunity to work with a wide range of customers, vendors, and even government officials around the world. We prohibit any interactions that could risk MacLean-Fogg’s reputation, and we ask that employees, as representatives of MacLean-Fogg, commit to maintaining the highest levels of integrity and ethical standards.

These policies serve as a guide. It is the responsibility of every team member to make a commitment to MacLean-Fogg, one another, and to work with honesty, integrity, fairness, and safety.

## Anti-Bribery and Anti-Corruption

### Prohibition on Bribery

**Our Standard:** *We are committed to conducting business in accordance with the highest ethical standards and prohibit all forms of bribery and corruption.*

Bribes are illegal in virtually every country, and because MacLean-Fogg conducts business around the world, we are subject to numerous laws that prohibit receiving, offering, providing or authorizing the payment of bribes of any kind to anyone. These laws include the U.S. Foreign Corrupt Practices Act (“FCPA”), and the Canadian Corruption of Foreign Officials Act which apply to our operations around the world. For more information, please see MacLean-Fogg’s **Anti-Corruption Policy** on the **HR Portal**.

At MacLean-Fogg, we do not bribe or use any other means to improperly influence the decisions of others, including customers, potential customers, or government officials. No MacLean-Fogg team member may authorize, provide or offer anything of value (or do so through a third party), to a government official, company, or individual for the purpose of obtaining or retaining business, gaining influence, or seeking any other advantage for the Company.

It is also illegal for MacLean-Fogg employees to accept bribes or request anything of value from suppliers or other third parties.

***Our Anti-Corruption Policy applies to any transaction worldwide and in all aspects of our business, including commercial transactions between private parties and all transactions with government and public officials.***

Our policy applies even if these payments may be widely accepted – and even expected – in the country involved.

Bribes can take many forms other than cash payments. Any of the following could constitute as bribes under certain circumstances:

- *Trips or entertainment*
- *Kickbacks (payment of part of the money received from a contract to the person who awarded the contract)*
- *Gifts, particularly lavish, frequent, or regular gifts*
- *Charitable donations*
- *Offers of employment (e.g., to family of the person who awarded the contract)*
- *Loans*

There is no minimum financial value that constitutes a bribe. If you have any questions, consult with the Company’s Chief Compliance Officer.

***No team member will ever be disciplined for refusing to pay a bribe, regardless of its impact on sales, profitability, project completion, or other aspects of our business.***

The ultimate cost and long-term detrimental effects of bribery and corruption far outweigh any short-term benefits.

Failure to comply with any anti-bribery law will result in disciplinary action, up to and including termination of employment (or termination of your business relationship with MacLean-Fogg). Additionally, any violations of anti-bribery laws, including the FCPA, may result in criminal and civil penalties for both MacLean-Fogg and the individual involved. These penalties can include significant fines and jail terms.

## Facilitating Payments

**Our Standard:** *Our prohibition on bribery applies to all improper payments regardless of size or purpose, including “facilitating” (or expediting) payments.*

Facilitating payments are small payments given to government officials whose duties are essentially ministerial or clerical in nature; the purpose of which is to expedite or secure the performance of routine government action that the official has a duty to perform. Common examples include registering vehicles, securing visas, providing police protection, providing utility services, or loading or unloading cargo. While some laws may permit these types of payments in limited situations, the laws of other countries where we operate prohibit them.

MacLean-Fogg team members may not make facilitating payments of any amounts, except for very limited circumstances where **prior written approval** is obtained from the Company’s Chief Compliance Officer, **or where an individual’s personal safety is an issue**. If you are asked or feel pressured to make facilitating payments, contact your supervisor and the Chief Compliance Officer immediately.

## International Business Relationships

**Our Standard:** *We exercise care and due diligence in selecting international distributors, agents, joint venture partners, and other service providers.*

MacLean-Fogg frequently enters into business relationships with individuals and companies outside the U.S. These international business relationships include international commercial agents, sales agents, customs brokers, freight forwarders, distributors, and suppliers. The risk to MacLean-Fogg from each type of international business relationship is different and therefore the appropriate amount of due diligence and the necessary prior management approvals are different for each type of relationship. Before entering into any new international business relationship, you must first contact the Company’s Chief Compliance Officer to make the final determination on the true nature of the proposed relationship and coordinate the appropriate due diligence to be required.

Anti-corruption laws prohibit companies from making corrupt payments. When a payment is made by a third party on behalf of a company, it is treated as if the company made the payment itself. Further, companies can be held responsible not only when they knew that such activity was occurring, but also under circumstances when they should have known that such payments would be made.

All team members must exercise care in selecting our distributors, agents, joint venture partners, and other service providers. We must also use care in reviewing the reasonableness and transparency of fees and expenses charged by our agents, distributors, and others acting on our behalf to make sure they are not making bribes in our name or on our behalf. We must be alert to red flags including any excessive commissions, lavish travel or entertainment, unusual or disguised allowances or expenses, or political or charitable contributions.

If a local government official recommends or suggests entering into a business relationship with an agent, vendor, subcontractor, or joint venture partner, MacLean-Fogg will ensure that due diligence is performed before that individual or entity can be retained. We do not seek such recommendations from any government officials.

Team members who work with any international business relationship are responsible for ensuring that our business partners act legally and ethically on behalf of the Company at all times. If you suspect that a third party agent is violating any anti-corruption laws or this Code, contact the Company’s Chief Compliance Officer or the ComplianceLine helpline immediately.

### Question

I recently met with an agent who can assist us in obtaining business in a country where it has been particularly difficult for us to become established and obtain necessary government permits. May I engage this agent on behalf of MacLean-Fogg?

### Answer

Before you engage this agent, you must consult the Chief Compliance Officer to ensure the agent is reputable and that its business methods are aligned with both local and U.S. laws. Due diligence on this agent’s reputation is critical because the Company could be legally liable for acts of the agent on our behalf.

## Gifts, Entertainment and Hospitality

### Gifts Generally

**Our Standard:** *We must avoid all gifts or benefits that might compromise or appear to compromise the recipient's objectivity.*

While reasonable gifts, entertainment and hospitality can be appropriate means of promoting general business goodwill among customers, suppliers and other business partners, they must never compromise the integrity of our business relationships. **The giving or receiving of gifts, entertainment, hospitality, or other benefits that creates a feeling of obligation on the part of the recipient is prohibited under this Code and the laws of most countries.** You should never offer or accept anything that could be viewed as compromising the integrity of our business relationships.

In general, gifts, entertainment, and hospitality should **NOT:**

- *Be solicited.*
- *Be offered or accepted during any bidding process (sales or procurement).*
- *Be in the form of cash or cash equivalents (including gift certificates).*
- *Be offered to or accepted by the same recipient with unreasonable frequency.*
- *Be inconsistent with accepted and customary country business practices.*
- *Be offered to influence or reward a particular business decision or action.*
- *Be offered to any government official without prior approval from the Chief Compliance Officer*
- *Violate any applicable laws and Company policies.*
- *Be of a nature that would embarrass the Company if publicly disclosed.*

### Gifts and Government Officials

**Our Standard:** *Providing anything of value to a government official requires the prior approval of the Chief Compliance Officer.*

Because of strict anti-bribery laws in the U.S. and abroad, there are special considerations when providing gifts, entertainment, or hospitality with foreign government officials.

Therefore, all team members and third parties working on behalf of MacLean-Fogg must always seek the prior written approval of the Company's Chief Compliance Officer before providing any gifts, entertainment or hospitality to a government official.

The term "government official" is interpreted broadly and includes not only typical government employees, but also candidates for political office, party officials, members of the royal family, the close relatives of government officials, and even all employees of government-owned or controlled business (e.g. national utilities). Also included are officials and employees of public international organizations such as the World Trade Organization and World Bank.

It is crucial that we avoid even the appearance of improper interaction with government officials. It may not be clear whether an entity is in fact state-owned or controlled, and it is important to keep in mind that persons who are not classified as "officials" under local law may still be considered government officials under applicable anti-corruption laws. Contact the Company's Chief Compliance Officer with any questions.

#### Question

Several employees from a national utility company approached a local MacLean-Fogg sales team to jointly form golf teams to participate in a local golf tournament. They suggested that MacLean-Fogg sponsor two teams, each consisting of two players from their company and two players from MacLean-Fogg. Can MacLean-Fogg sponsor these teams?

#### Answer

Maybe. Before agreeing to play in the golf tournament, however, the sales team must contact the Chief Compliance Officer to seek approval. This is a sensitive situation because the national utility employees may be considered government officials. Paying for them to play in a golf tournament could be considered bribery under certain circumstances.

### Receiving Gifts from Vendors

**Our Standard:** *We use common sense and do not accept gifts that could appear to influence or interfere with our objectivity.*

MacLean-Fogg discourages our team members from accepting any gifts, entertainment, or hospitality from clients and vendors, as doing so could unintentionally influence your business decisions. However, we

recognize that in certain circumstances, exchanging gifts, entertainment, or hospitality with non-government clients and vendors is an acceptable business practice.

#### Question

It is the holiday season, and I'd like to send a Harry & David-type gift basket to each of my distributors. Is that permitted?

#### Answer

Generally, yes. Assuming that (i) the basket is of nominal value (e.g., generally not more than \$100 in the U.S.), (ii) the distributor is not a government official, and (iii) this gift is consistent with accepted business practices in the country of the distributor, this would be permitted. Where possible, gifts such as these should be MacLean-Fogg branded (e.g. a gift basket could utilize a MacLean-Fogg branded bow and/or include branded apparel).

You may receive appropriate business gifts, entertainment or hospitality in connection with your work with commercial partners and other non-governmental parties, provided that all such gifts are nominal in value. Employees must never solicit gifts, entertainment or hospitality from clients and vendors, particularly in return for business or other favorable treatment. **Any gift that may be perceived as having strings attached should not be accepted.**

Gifts of cash or gift cards of any kind, regardless of dollar value, are more likely to create the appearance of impropriety and are prohibited.

Team members should not receive any gifts or entertainment from vendors if you are a member of the team evaluating open tenders for which the vendor is competing.

#### Question

The supplier with which I work has offered me tickets to an NFL game in their suite. Can I go?

#### Answer

Maybe. So long as (i) you're not currently evaluating an open tender for which this vendor is competing and (ii) members of the supplier will be in attendance, attending the game in their suite would be an acceptable business practice. Remember to use good judgment and only accept invitations that are business-related, freely offered and with reasonable frequency. You should never accept an invitation or invitations that would create an appearance of impropriety (singularly or in total).

## Fair Competition

### Antitrust and Anti-Competitive Activities

**Our Standard:** *We are committed to competing fairly and winning business ethically and legally by delivering superior innovative products.*

MacLean-Fogg's businesses are all regulated by various global competition laws (generally called "antitrust laws" in the U.S.) that promote fair competition by prohibiting practices or activities that unfairly restrict trade. Although the spirit of these laws is straightforward, they can be quite complex and violations can lead to significant civil penalties as well as fines and jail sentences. MacLean-Fogg is committed to obeying both the letter and the spirit of these laws.

We must never engage in prohibited anti-competitive behavior, including formal or informal agreements or understandings to:

- *Fix prices, strategies or terms of sale.*
- *Facilitate collusive bidding or bid rigging.*
- *Boycott certain customers or suppliers.*
- *Share information with competitors about prices, profits or profit margins.*
- *Divide or allocate markets, territories or customers.*
- *Exchange or share unpublished competitive information with a competitor.*
- *Strike reciprocal deals with partners or suppliers.*

It is important to avoid creating even the perception that we are colluding with our competitors. To avoid the inadvertent violations of antitrust and anti-competition laws, contact the Chief Compliance Officer before any contact with a competitor or entering into any agreement with a competitor and avoid discussions about any of the topics listed above. If a competitor engages you in conversations that concern you, end the discussion immediately, and report the incident to the Chief Compliance Officer.

Agreements that illegally limit or restrain competition are unlawful even when the parties involved do not sign a written contract. If competitors make a conscious commitment to a common course of anti-competitive action, they may be violating antitrust and anti-competition laws. The best policy is to avoid any form of anti-competitive communication or activities and, where possible, to avoid any communications with competitors.

Good judgment should always be used when participating in industry and trade groups such as Industrial Fasteners Institute (IFI), Manufacturer's Alliance for Productivity and Innovation (MAPI), and IEEE.

MacLean-Fogg team members are expected to report any activities by co-workers or competitors that appear contrary to antitrust and anti-competition laws to the Chief Compliance Officer.

## Relationships with Customers, Suppliers, and Competitors

**Our Standard:** *We deal fairly with our customers, suppliers and competitors.*

MacLean-Fogg competes solely on the quality and pricing of our products and on our reputation. To this end, understanding the competitive landscape is vitally important for our continued success. Within certain guidelines, it is appropriate for us to gather information about our competitors' products, services and market activity. We may review publicly available information to learn about competitors, but we must refrain from collecting intelligence using illegal, deceptive or improper means.

When we gather information, we must always respect competitors' intellectual property and never use inappropriate means to obtain their confidential information. This includes, but is not limited to:

- *Proposals*
- *Price sheets*
- *Engineering drawings and specifications*
- *Business plans*
- *Process documents*
- *Communications*

Never seek confidential information from a competitor's employees or customers, or use confidential or proprietary information you obtained in a previous job. If you come across material that you reasonably believe to be confidential, stop reading it immediately and consult the Chief Compliance Officer.

If you have any questions about whether certain activities comply with this Code, immediately consult your supervisor or the Chief Compliance Officer.

### Question

Can I have a drink with a competitor at a trade show and discuss the possibility of MacLean-Fogg partnering with his company to bid jointly on a contract tender? Working together would increase the likelihood of us winning the deal.

### Answer

Be extremely cautious in any conversations with competitors. You may be violating competition laws if you share information on competitively sensitive topics, including prices, costs, fees, profit margins or credit and billing practices. While competitors can work together as partners in certain instances, competition laws prohibit agreements between competitors to fix prices or allocate customers, territories, products or services. Consult the Chief Compliance Officer before you make plans to speak with a competitor.

## International Trade

### Export, Import, and Customs Compliance

**Our Standard:** *We will comply with all applicable laws with respect to the import and export of goods.*

As a global company, MacLean-Fogg frequently moves products, supplies and equipment between many countries. Consequently, we must comply with the laws of those countries with respect to the import and export of those items.

We need to consider many factors in determining whether a product can be exported and any restrictions that may apply including the nature of the product, the country of destination, and the end-user. Prior to any export transaction, it is the duty of each MacLean-Fogg team member responsible for the export to ensure that the exportation is permissible under applicable export control laws.

As a U.S. company, MacLean-Fogg is prohibited from shipping goods to or conducting business with certain countries, governments, entities, and individuals (e.g., because of trade sanctions set forth by the U.S. Office of Foreign Asset Control ("OFAC")). It is the duty of all MacLean-Fogg team members to ensure that the party with which MacLean-Fogg is dealing is not subject to international trade sanctions.

The Company's Chief Compliance Officer maintains a list of sanctioned parties which changes from time-to-time.

All team members must take reasonable steps to prevent sales to, or transactions with, these sanctioned parties, including checking with the Chief Compliance Officer prior to conducting business with a foreign party.

We are required to maintain complete and accurate records of our international transactions in order to demonstrate compliance in all of our operations. Further, the exporting of products or technology without the appropriate government approvals can result in the loss of export privileges as well as civil and criminal penalties.

Similarly, we must comply with all laws and regulations that govern our importing practices. The international movement of MacLean-Fogg products requires the appropriate classification, customs documentation, country of origin markings and proper valuation declarations.

All team members involved in the importing process must be aware of our customs compliance policies and be sure to properly document any transactions with which we are involved.

## Boycotts

**Our Standard:** *We will comply with all laws prohibiting MacLean-Fogg from participating in or cooperating with illegal economic boycotts that may be supported by other nations such as the Arab League.*

As a U.S. company, we are subject to U.S. law, which prohibits cooperation with boycotts imposed by the laws of other countries, but in which the U.S. is not participating (e.g., agreements to refuse to do business with Israel). U.S. law also prohibits our providing information for a boycott-related purpose concerning the identity and nationality of our employees, directors, shareholders, subcontractors or suppliers, or information about whether or not MacLean-Fogg has business dealings in certain countries subject to a boycott.

**We are required by law to report requests we receive to support prohibited boycotts even though we do not comply with those requests.** Sometimes requests to support a prohibited boycott are hard to detect.

All team members and third parties working on our behalf who are likely to come in contact with such requests must be fully aware of these restrictions and make all required reports in a timely manner.

Any team member who receives such a request or has a question about whether or not a particular item is a prohibited or reportable boycott request should contact the Company's Chief Compliance Officer.

## Advertising, Communications and Social Media

### Advertising and Communication

**Our Standard:** *We are honest and straightforward in all advertising and communications.*

Our reputation requires that we always be truthful and fair in our advertising and other communications with the public. Our marketing and advertising should never infringe on the trademarks or slogans of third parties or attempt to trade on the goodwill of others' products.

To ensure that our communications are always accurate and consistent, a limited number of individuals within MacLean-Fogg are responsible for communicating on our behalf. Only those individuals with authority to speak publicly on the Company's behalf may do so. If you do not have this authority and are approached by a member of the public or media, please refer them to your supervisor or senior management as promptly as possible.

### The Internet and Social Media

**Our Standard:** *We are careful that our use of the internet and social media is respectful and always in compliance with this Code and any applicable Company policies.*

Team members are expected to use the internet responsibly at all times regardless of whether it is for personal or business use. Our team members and business partners should never disclose any confidential information, such as customer information or trade secrets. Disclosure of any confidential or proprietary information may result in disciplinary actions, up to and including termination of employment.

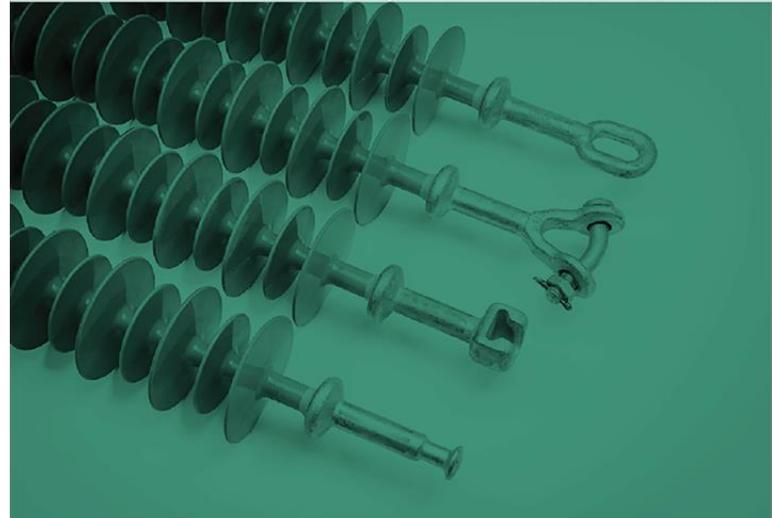
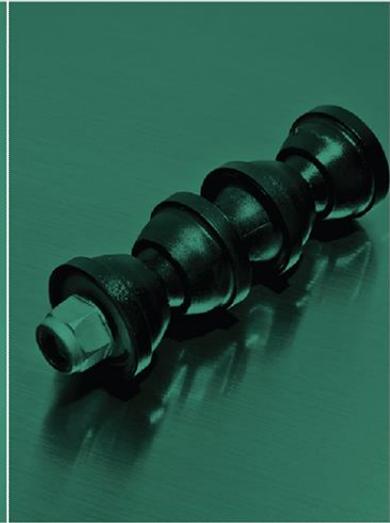
If you use MacLean-Fogg's information systems for limited personal use, avoid visiting inappropriate websites. Keep in mind that the Company has the right to monitor communications that take place over our information systems to the extent permitted by law.

We should always exercise careful judgment when posting comments on social media. Please note that your communications over social media can have significant public implications for the Company.

Always make it clear that you are expressing your own opinions and not communicating on behalf of the Company. Your comments should never include profane, demeaning or embarrassing content, and you should never post or publish pictures or names of your co-workers (or "tag" them on social media) without their expressed permission.

Similarly, you should never publish any Company confidential or proprietary information. You should never "tag" a Company location or division without senior management's express permission.

If you plan to use social media for any business-related purpose, you must first obtain authorization from Human Resources, senior management or the Chief Compliance Officer. For more information, please see MacLean-Fogg's **Technology Use Policy** on the **HR Portal**.





MacLean-Fogg's  
**Compliance &  
Ethics Resources**

If you have a concern or question about possible violations of the law or the Code of Business Conduct, MacLean-Fogg encourages you to seek guidance from the Company resources listed below. While we encourage you to give your name in order to facilitate our investigation, you may remain anonymous. MacLean-Fogg prohibits retaliation against individuals who raise a concern in good faith.

### MacLean-Fogg Compliance Team Members

Your manager

Any senior member of your direct reporting chain

Any member of the Senior Management Team

EHS (Local or Corporate)

[EHS@macleanfogg.com](mailto:EHS@macleanfogg.com)

Human Resources (Local or Corporate)

(847) 837-3732 – (Corporate)

(847) 970-4639 – (Corporate)

Chief Compliance Officer

(847) 837-3522

[CorporateCompliance@macleanfogg.com](mailto:CorporateCompliance@macleanfogg.com)

Internal Audit

(847) 970-4605

[InternalAudit@macleanfogg.com](mailto:InternalAudit@macleanfogg.com)

### MacLean-Fogg ComplianceLine Helpline

If you are uncomfortable using other MacLean-Fogg resources, you may raise your concerns via the MacLean-Fogg ComplianceLine compliance helpline at [app.mycompliancereport.com/report?cid=MF](https://app.mycompliancereport.com/report?cid=MF), or using the toll-free numbers found on the ComplianceLine website. ComplianceLine is available 24 hours a day, 7 days a week.

*Calls and reports to the ComplianceLine helpline are received by an outside company not affiliated with MacLean-Fogg. Users receive a report number so they can check the status of their report or provide additional information.*

*All matters received through the ComplianceLine helpline are forwarded to the Chief Compliance Officer for appropriate handling. All inquiries will be answered promptly.*

### ComplianceLine Phone Numbers:

Brazil	0800-200-3534
Canada	1-800-243-0140
China	400-120-0593
Germany	0-800-1860238
India	000-800-320-1517
Japan	0120-974-845
Thailand	1800014554
U.S.	1-800-243-0140

*At any English prompts, dial: 1-800-243-0140*

Our policies are accessible to employees via the [HR Portal](#) located on the desktop.



 **MACLEAN-FOGG**