



VENDOR CODE OF BUSINESS CONDUCT

Industrial Oils Unlimited, LLC ("IOU") was founded in 1970 and is a manufacturer of high performance oils and lubricants for the industrial, manufacturing, heavy equipment, and energy industries. At IOU, we strive to live and operate by our core values of Integrity, Relationships and Life Balance ("Core Values"). Additionally, we understand that to fulfill our Core Values and meet the needs of all stakeholders, our supply network must also embrace the Core Values and be equally committed to the principles of honesty, respect, fairness, quality, safe and healthy working conditions, and environmental responsibility.

IOU and its affiliates and subsidiaries have created this Vendor Code of Business Conduct ("Code") to communicate our expectations to our vendors, suppliers, and contractors (collectively "Vendors"). This Code does not replace or diminish any specific requirements in an any agreement with our Vendors. Rather, this Code is intended to supplement such requirements. If a contractual term imposes a stricter obligation than this Code, Vendors must comply with such stricter obligation. A Vendor's commitment to, and demonstrated compliance with, this Code will be an important factor in IOU's decision to award or continue business with such Vendor. IOU reserves the right to update this Code as necessary in its discretion.

In consideration of the opportunity to transact business with IOU, each Vendor is expected to:

- Create and maintain a culture that treats its employees with respect and dignity. Vendors must comply with all applicable legal obligations regarding employment, benefits, wage, and labor rights.
- Provide equal opportunities for its employees and maintain a work environment free of all forms of discrimination and harassment. Vendors must ensure that their employment practices do not discriminate based on race, color, religion, sex, national origin, age, disability, genetic information and other characteristics or activities protected by applicable law.
- Protect and promote the human rights of its employees. Vendors' business dealings and operations must not involve, permit, or be complicit with any form of human rights abuse, including human trafficking, forced labor, and child labor.
- Promote employee health, safety, and well-being.
- Provide a safe working environment by implementing effective health and safety management practices; developing incident reporting and tracking; and providing appropriate personal protective equipment to minimize the risk of accident and injury to its employees.
- Provide necessary occupational health and safety training and implement processes to prevent and/or mitigate catastrophic events.
- Conduct risk assessment, contingency planning, disaster preparation, and hazardous materials training.
- Respect and not interfere with its employees' rights under applicable law to collectively bargain, as well as the right of its employees to refrain from doing so.

- Compete fairly in the marketplace, conduct business ethically, operate in compliance with all pertinent antitrust and competition laws, and abstain from price fixing, market allocation, bid rigging and similar activities intended to obtain an improper advantage.
- Prohibit and refrain from offering or receiving any bribes, kickbacks or other forms of illegal activity. Vendors shall not (directly or indirectly) engage in or tolerate any form of corruption, including attempts to improperly influence a government official or any governmental action.
- Avoid interactions and dealings with IOU employees that cause, or create an appearance of, a conflict between the IOU employee's personal interests and the business interests of IOU. Vendors must notify IOU if they become aware that an IOU employee has a personal interest in, or relationship with, Vendor and such interest is in competition with IOU or may interfere with the employee's objectivity when making decisions for IOU.
- Refrain from making payments, giving elaborate or unreasonable gifts, or offering favors or other incentives to IOU employees. Vendor shall take no other actions which are or may be seen as an attempt to influence business decisions by IOU employees. When offering nominal gifts or sensible entertainment to IOU employees, Vendors must follow all corresponding IOU policies. Gifts of cash and cash equivalents such as gift cards, prepaid credit cards, etc., are strictly prohibited. Business entertainment is allowed only to the extent it is reasonable and appropriate for the occasion and has a legitimate business purpose.
- Respect and protect the intellectual property rights of IOU and others. Vendors shall not use or disclose the confidential information of IOU for Vendor's own gain, in violation of applicable law, or in breach of contractual obligations.
- Refrain from procuring or using conflict minerals, and avoid the use of all raw materials which directly or indirectly finance organizations that violate human rights. Vendors must disclose their use and sourcing of any conflict minerals in products supplied to IOU.
- Submit complete and correct invoices to IOU that accurately identify goods delivered or services performed with applicable charges. Vendors must keep complete and accurate business records sufficient to verify billing to IOU and Vendor's compliance with this Code, as well as any applicable contractual requirements if any, and shall allow IOU to audit Vendor's records upon request.
- Make commercially reasonable efforts to minimize its impact on the environment, including that of its supply chain. Vendors are expected to comply with all applicable environmental laws and regulations and to implement appropriate environmental management policies that seek to reduce the environmental impacts of their operations and promote sustainability throughout their value chains.
- Ensure that all aspects of its business, including the products supplied to IOU, comply with all applicable laws and regulations. Products also must comply with relevant quality requirements and safety standards.
- Correct any violation of this Code, and immediately inform IOU if the violation involves any goods or services provided to IOU. Non-compliance, including a failure to promptly remedy or report a violation will jeopardize the Vendor's business relationship with IOU. If an audit is necessary to confirm a Vendor's compliance with this Code, IOU expects full and timely cooperation.
- Share this Code within its organization, especially with those employees who support Vendor's relationship with IOU, have contact with IOU employees, make deliveries to or perform services at IOU facilities, and those responsible for Vendor's relevant policies and work practices.
- Contact us by sending an email to ioupurchasing@ioullc.com, should you have any questions or concerns related to the Code.