

TROJAN BATTERY COMPANY SUPPLIER CODE OF CONDUCT

PURPOSE.

Trojan Battery Company, LLC, is committed to providing quality products and high standards for business integrity in all dealings with its customers, suppliers, business associates and employees. Trojan wants to ensure that working conditions in the value chain are safe, that working rights are protected and workers are treated respecting the cultural and legal differences found throughout the world and that manufacturing processes are environmentally and socially responsible. To these ends, Trojan (1) is committed to a work environment that prohibits human trafficking, illegal or harmful child labor, compulsory, prison, forced or slave labor and physical abuse of workers; and (2) expects its suppliers to comply, at a minimum, with the applicable labor and environmental laws and regulations of the country where the materials and products are produced. Materials and products includes all raw materials, or goods or components purchased by Trojan and services normally included with such materials or products.

Trojan's Supplier Code of Conduct recognizes standards of the International Labor Organization Conventions, the United Nations' Universal Declaration of Human Rights, the United Nations' Convention on the Elimination of All Forms of Discrimination against Women, the United Nations' Conventions on Children's Rights, the United Nations' Global Compact, the Ethical Trading Initiative, the Organization of Economic Cooperation, the Development Guidelines for Multinational Enterprises, the Foreign Corrupt Practices Act, the UK Bribery Act, any applicable anti-corruptions laws, or any other relevant law which may apply to the specific services provided by the Supplier to Trojan.

This Supplier Code of Conduct applies to all Suppliers who provide materials and products to Trojan. Supplier's acceptance of a purchase order or supply of goods and or services constitutes Supplier's acceptance to the terms set forth in this Supplier Code of Conduct. Supplier must ensure that Trojan's Supplier Code of Conduct also is observed by others in the supply chain, including but not limited to Suppliers' subcontractors, business associates or employees. Trojan will seek to identify and utilize Suppliers who share its commitment and reserves the right to cease doing business with any Supplier who does not share Trojan's commitment.

CHILD LABOR.

All workers shall be at least eighteen (18) years old unless the applicable local law allows otherwise. Suppliers must maintain official and verifiable documentation of each worker's date of birth, or lacking this documentation, have some legitimate means of confirming each worker's age. Harmful Child Labor is prohibited. "Harmful Child Labor" means the employment of children that is economically exploitive, or is likely to be hazardous to, or interfere with, the child's education, or to be harmful to the child's health, or physical, mental, spiritual, moral or social development.

HUMAN TRAFFICKING, COMPULSORY PRISON OR SLAVE LABOR & PHYSICAL ABUSE.

Suppliers shall not use workers, (employees or contractors) obtained through Human Trafficking, prison, Forced Labor or slave labor, or inflict any physical abuse or corporal punishment. "Human Trafficking" and "Slavery" means the recruitment, transportation, transfer, harboring or receipt of persons, by means of the threat or use of force or other forms of coercion, of abduction, of fraud, of deception, of the abuse of power or of a position of vulnerability of or the giving or receiving of payments or benefits to achieve the consent of a person having control over another person for the purpose of exploitation. Further, Suppliers must comply with all national and local, provincial or other applicable laws regarding Slavery and Human Trafficking in the country or countries in which they do business.

LABOR AND EMPLOYMENT STANDARDS.

Suppliers shall comply with all national and local, provincial or other applicable labor and employment laws and regulations of the country where the materials and products are produced, including those laws that prohibit Human Trafficking, Forced Labor or bonded labor and indentured servitude, regulate wage and hour rules, allow employees to associate freely, regulate the use of foreign contract or migrant workers and prohibit discrimination in hiring and employment practices based on race, color, religion, gender, sexual orientation, age, physical ability, national origin, political opinion, union membership or marital status. "Forced Labor" means all work or service, not voluntarily performed, that is obtained from an individual under the threat of force or penalty.

HEALTH, SAFETY AND HOUSING STANDARDS.

Suppliers shall comply with all national and local, provincial or applicable laws and regulations of the country where the materials and products are produced that are related to the health and safety of workers including such areas as sanitation, preventing accidents, injury and the spread of communicable diseases, first aid and emergency care, fire safety and safe and healthy residential facilities as well as machine safeguarding.

ENVIRONMENTAL STANDARDS.

Suppliers and Facilities shall comply with all national and local, provincial or other applicable environmental laws and regulations of the country where the materials and products are produced that are applicable to their business practices including such as waste management, handling and disposal of chemicals and others dangerous materials, prohibition or restriction of specific substances in products, labels, packaging.

RESPONSIBLE SOURCING OF MINERALS

Suppliers shall have a policy in support of the goal of the Dodd-Frank Act to reasonably assure that the tantalum, tin, tungsten and gold in the products they manufacture does not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country including Angola, Burundi, Central African Republic, Congo Republic, Rwanda, Sudan, Tanzania, Uganda and Zambia. Suppliers shall exercise due diligence on the source and chain of custody of these minerals and make their due diligence measures available to Trojan upon Trojan's request. Additionally, Trojan encourages its suppliers to reasonably source conflict minerals and derivative metals from the DRC and neighboring countries from mines and smelters that do not fund armed groups engaged in conflict and human rights abuses (conflict free mines and smelters) to prevent an embargo and associated worsening of economic conditions and human suffering.

FCPA COMPLIANCE

Supplier's performance of its services is subject to the United States Foreign Corrupt Practices Act ("FCPA") as well as other applicable anti-bribery laws, including without limitation, the U.K. Bribery Act. Neither Supplier nor any one acting on its behalf will violate the FCPA or any other anti-bribery law for the benefit of or on behalf of Trojan or Supplier.

ANTI BRIBERY

Supplier represents and warrants to Trojan that:

- Supplier is licensed, registered, or qualified under local law, regulations, policies, and administrative requirements to do business and has obtained licenses or completed such registrations as are required by law to provide the goods or services subject to the order;
- Supplier has not and will not directly or indirectly give, offer to give, or authorize to give money or anything of value to a foreign government official, foreign political party, a party official, a candidate for foreign political office in order to influence official acts or decisions of that person or entity, to obtain or retain business, or to secure any improper advantage. "Foreign Government Official" or "FGO" is broadly interpreted and means an officer or employee of a government or any department, agency, or instrumentality thereof, or of certain international agencies, such as the World Bank or the United Nations, or any person acting in an official capacity on behalf of one of those entities. Officials of government-owned corporations are considered to be foreign officials;
- If Supplier is itself a Foreign Government Official or is closely related to one, it has not accepted, and will not accept in the future, such a gift;
- All information provided by Supplier during Trojan's pre-contractual due diligence is complete, truthful, and accurate; and
- Supplier will not provide, offer, promise or grant any Trojan employee or contractor any gift, gratuity, service, favor, or anything else of value to influence or reward such person. By the way of example, tickets, and gifts other than those of a customary business nature such as business meals or items a reasonable person would consider of *de minimus* value are prohibited.

SOCIO-ECONOMIC PROVISIONS

As applicable: Supplier shall abide by the requirements of 41 CFR §§ 60-300.5(a) and 60-741.5(a). These regulations prohibit discrimination against qualified individuals on the basis of protected veteran status or disability, and require affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified protected veterans and individuals with disabilities. In addition, Supplier shall abide by the requirements of 41 CFR § 60-1.4(a).

REPORTING CODE OF CONDUCT VIOLATIONS

Violations of Trojan's Supplier Code of Conduct can be reported confidentially and anonymously. If you have knowledge that any of these standards are being violated, you are encouraged to report the issue. Contact methods are listed below:

- **Toll-Free Telephone:**
 - English speaking USA and Canada: **(844) 990-0004** (not available from Mexico)
 - Spanish speaking North America: **(800) 216-1288** (from Mexico user must dial 001-800-216-1288)
 - Employees outside of North America: **(800) 603-2869** (must dial country access code first)

- **Website:** <http://www.lighthouse-services.com/trojanbattery>

- **E-mail:** reports@lighthouse-services.com (must include Trojan's name with report)

- **Fax:** (215) 689-3885 (must include Trojan's name with report)

This Supplier Code of Conduct supplements and does not supersede or replace the Trojan Brands Code of Business Conduct and Ethics or any other written Trojan policy or procedure. This Supplier Code of Conduct may be amended by Trojan; its enforcement and/or interpretation rests solely with Trojan; and it does not confer or create any rights in favor of any party other than Trojan.