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**Global Code of Conduct**

1 Purpose

This policy establishes Laserage's commitment to conducting its business, on a global basis, in compliance with all known and applicable laws and regulations and in accordance with the highest standards of integrity and business ethics. It is the purpose of this policy to enumerate some of these standards and to set forth certain principles as guidelines for business decisions and actions.

2 Application

All Laserage employees and all Laserage departments shall adhere to this policy. Laserage expects both its employees and its Business Partners to be in compliance with this Global Code of Conduct, regardless of local business practice or social customs. Laserage management takes compliance very seriously. It is the responsibility of the Laserage officers and managers (of Business Units or support groups) to ensure internal departmental adherence to this policy, as well as the adherence of any Laserage Business Partners that they may engage or control, and to report any violations concerning which they have knowledge.

3 Definitions

- 3.1 Business Partner – any Laserage agent, consultant, engaged professional, subcontractor or supplier who has entered into a formal contractual relationship with Laserage
- 3.2 Business Unit – a Laserage product group profit center under the direction of a Business Unit Manager reporting to the Vice President of Operations
- 3.3 CBP – the US Customs and Border Protection agency
- 3.4 Compliance Officer – the Laserage-designated officer (currently the Chief Financial Officer) responsible for receiving, reviewing, investigating (as appropriate) and reporting to Executive Management any allegations of misconduct with respect to this policy
- 3.5 Conflict Minerals– a reference to gold, tin, tantalum and tungsten metals sourced from the conflict zones in the Zaire / Democratic Republic of Congo (DRC) or an adjoining country[1] (collectively known as the "Covered Countries").
  - [1] A country that shares an internationally recognized border with the DRC, which presently includes Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.
- 3.6 C-TPAT – Customs-Trade Partnership Against Terrorism, a voluntary, joint private industry-CBP initiative focused on improving the security of private companies' supply chains with respect to terrorism, which outlines a minimum set of advisable transportation security requirements
- 3.7 EAR – the Export Administration Regulations of the US Government
- 3.8 FCPA – the Foreign Corrupt Practices Act of the US Government prohibiting bribes, kickbacks or any other forms of corruption on the part of US companies with respect to officials of foreign governments.
- 3.9 Insider Trading – the illegal practice (as determined by the SEC, with respect to US law) of trading on the stock exchange to one's own advantage through having access to non-public confidential information
- 3.10 ITAR – the International Traffic in Arms Regulations of the US Government

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- 3.11 Kickback – refers to any money, fee, commission, credit, gift, gratuity, item of material value or compensation of any other kind, which is provided, directly or indirectly, for the purpose of improperly obtaining or rewarding favorable treatment in connection with a contract or relationship with or from Laserage
  - 3.12 SEC – the Securities and Exchange Commission, an independent agency of the Executive branch of the US Government charged with the regulation of publically-traded companies and the protection of their investors, including enforcement actions related to Insider Trading
- 4 Associated Documents and Equipment
- 4.1 Export Control, Anti-Boycott and Embargo Compliance Policy (CM.09)
  - 4.2 Laserage Employee Handbook (see Business Ethics / Conflicts of Interest)
  - 4.3 Standard Sales Representative Agreement (section 2.8, Compliance with Law; section 6.2, Compliance with Export Control and Economic Sanction Laws; and section 6.3, Compliance with Anti-Corruption and Anti-Terrorism Laws)
- 5 Policy
- 5.1 General Business Philosophy: Laserage’s general philosophy governing transactions and relationships with Business Partners can be summarized as follows:
    - 5.1.1 Strict compliance with applicable law and regulations;
    - 5.1.2 Respect for open, even-handed competition; and
    - 5.1.3 Full disclosure of all actual or potential conflicts of interest.
  - 5.2 Standards for Conduct with and by Business Partners:
    - 5.2.1 **Family Members:** A Laserage employee may not engage in transactions on behalf of the company with Business Partners who are family members or with Business Partners in which the employee has a substantial beneficial interest or where they serve as trustee or in any fiduciary capacity without first fully disclosing to executive management the details of that relationship and the resulting potential conflict in interest that it may represent.
    - 5.2.2 **No Kickbacks:** Laserage intends to evaluate any competing, interested and qualified Business Partner fairly and openly on its ability to meet business needs. We require a fair, transparent negotiation and bidding processes, conducted in the utmost professional manner, when current or prospective Business Partners are working with our procurement and sourcing representatives. Under no circumstances are Business Partners permitted to offer kickbacks or rebates to try to entice a Laserage employee to choose a supplier nor should any employee of Laserage request or accept such inducements from a current or prospective Business Partner in order to maintain or gain our business.
    - 5.2.3 **Business Gifts and Entertainment:** Business Partners should be aware:
      - 5.2.3.1 Laserage employees are required to adhere to the policies stated in their Employee Handbook (see Business Ethics/Conflicts of Interest) relating to the receipt of gifts and entertainment from Business Partners. In summary, such gifts or entertainment must be: of nominal value; customary to the trade; not lavish, excessive or lacking in propriety; and

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extended only for the purpose of relationship building, rather than in the expectation of a reciprocal commercial transaction. All gifts given to employees are, depending on their presumed value, subject to being fully disclosed by the employee to a Company executive and, under some circumstances, may be directed to be placed in a common pool for the benefit of all employees.

5.2.3.2 Laserage employees or agents may give gifts to and entertain customers only in a manner that is legal, reasonable and in accordance with local customs and the prevailing practices of the applicable industry, and in no circumstance, gifts or entertainment that could be construed as being excessive, lavish or lacking in propriety. Laserage employees or agents are never to offer to or actually give gifts or provide entertainment that they know to be in contravention to a particular customer's policies.

**5.2.4 International Anti-Corruption Laws and Regulations:**

5.2.4.1 Laserage employees and agents engaged in international commerce are required to understand and abide by the requirements of the US FCPA. Failure to do so will subject the employee or agent to disciplinary action, up to and including termination.

5.2.4.2 Laserage expects all its Business Partners, as well, to abide by the US FCPA, as well as any other applicable local anti-corruption law or regulations. Any confirmed noncompliance in this regard may result in sanctions, up to and including immediate termination of the business relationship.

5.2.5 **Supply Chain Security:** Laserage is committed to assessing, managing, and improving its supply chain's security. Business Partners are likewise required to be committed to improving supply chain security practices and are expected to be compliant with C-TPAT's minimum security requirements. Further information and updates to these requirements can be found at [US Customs C-TPAT Program](#).

5.2.6 **Trade Compliance:** Laserage is committed to full compliance with all applicable import, export, customs and trade control regulations and licensing requirements, to include the requirements of EAR and ITAR, and applicable international trade laws. Suppliers are required to adhere to all applicable governmental trade compliance laws and regulations involving Laserage's shipments.

5.2.7 **Insider Trading:** Laserage is committed to full compliance with US Insider Trading laws and the regulations and interpretations of those laws through SEC enforcement actions. Laserage employees and agents frequently have, and certain of our Business Partners occasionally have, access to Laserage's customers' confidential information. To the extent that those Laserage customers are publically traded companies, that confidential information (for the time that it is not publically known) is subject to Insider Trading restrictions. In addition to maintaining contractual obligations of confidence, Laserage employees and Business Partners shall refrain from engaging in any Insider Trading or from assisting any other party in engaging in Insider Trading based on non-public knowledge that the employee and/or Business Partners have acquired through their Laserage association.

5.2.8 **Human Rights and Conflict Minerals:** Laserage expects its Business Partners to conduct their worldwide operations in a manner that does not result in human

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rights violations. Additionally, Laserage is committed, for both its own use, as well as for use in components for its customers, not to source gold, tin, tantalum or tungsten from the conflict zones in the Zaire/Democratic Republic of Congo (DRC) or an adjoining country[1] (collectively known as the "Covered Countries").

[1] A country that shares an internationally recognized border with the DRC, which presently includes Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.

Laserage requires its suppliers of such metals to provide, on their certificates of conformance accompanying those materials, an affirmation in the following form (or words generally to that effect) that the supplied materials do not contain Conflict Minerals:

“Seller certifies that product or products do not contain Conflict Minerals, identified as gold, tin, tantalum or tungsten, derived from ores mined in the Democratic Republic of Congo (DRC) or an adjoining country[1] (collectively known as the "Covered Countries").”

Or “Seller certifies that product or products are Conflict Mineral Free.”

### 5.3 Reporting an Ethics Concern to Laserage

5.3.1 To report a questionable behavior or possible violation of this Global Code of Conduct, Laserage has a variety of resources available to assist either Business Partners or employees.

5.3.1.1 Business Partners are first encouraged to work with their primary Laserage contacts to resolve a business practice or compliance concern, if practical.

5.3.1.2 Employees are first encouraged to take such concerns up through their management chain of command, if practical.

5.3.1.3 However, Laserage recognizes that there may be times when these first courses of actions are impractical, particularly in the circumstance when the potential or alleged violation may involve individuals in that identified reporting chain.

5.3.2 Alternative reporting of questionable behavior or possible violations:

5.3.2.1 Business Partners may report by email to Laserage's Compliance Officer at the following alias, [compliance@laserage.com](mailto:compliance@laserage.com); or, by letter to the Compliance Officer, at Laserage Technology Corporation, 3021 N. Delany Road, Waukegan, IL 60087-1826, USA; or by calling 1-800-830-3070 and asking to speak to the Laserage Compliance Officer (if asked for your name, if it is your preference, you may state, “It’s a Compliance Matter and I do not choose to give it at this time”). When reporting a concern, a Business Partner should:

5.3.2.1.1 Be prepared to report on behalf of Laserage, rather than acting in any official capacity of their organization.

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5.3.2.1.2 Be prepared to provide specific information concerning which Laserage site, organization, employee or representative and which specific act(s) is (are) associated with the concern.

5.3.2.1.3 Be assured that the allegation or concern will be held in complete confidence, and that the reporting individual can remain entirely anonymous, if or he or she chooses. All allegations will be investigated. However, providing contact information will enable Laserage to investigate a concern or allegation more thoroughly.

5.3.2.2 Laserage employees may report concerns or allegations outside of their chain of command directly to the Director of Human Resources or to the Compliance Officer.

5.3.3 After fully investigating the matter, Laserage management will communicate the results of the investigation to the Business Partner or Laserage employee first raising the concern through the same channel(s) that the individual chose to initiate the matter.

5.3.4 Laserage will not engage in or tolerate retribution or retaliation against individuals who have, in good faith, sought out advice, or who have reported questionable behavior, or who have made any allegations of possible violations of this policy.

5.4 In the event a Business Partner is determined to have violated any provision of this policy, in addition to commercial sanctions, up to and including termination of the commercial relationship with Laserage, Laserage may pursue any other remedy available to it in law or equity and, if applicable, shall cooperate fully with any relevant legal or regulatory authority for investigating and/or prosecuting the offense.

6 Records

6.1 Allegations and Investigations: Written records will be created of any material inquiry or allegation, including the most relevant documents pertaining to Laserage's investigation, Laserage's determination, a sufficient summary of the investigation to support the determination and Laserage's communication to the complaining Business Partner or employee about the investigation's outcome. These records will be maintained by the Compliance Officer and retained in accordance with the Records Retention policy (CM.15).

6.2 Substantiated Allegations and Disciplinary Action: If disciplinary action is taken, a written record of the detailed allegation, Laserage's determination, a sufficient summary of the investigation to support Laserage's determination (all to be obtained from the Compliance Officer) and a record of the disciplinary action taken will be filed by the Human Resources Director in the personnel file of the offending employee, in the case of an employee, or, in the case of a Business Partner, by the impacted manager with the relevant records pertaining to that business relationship, along with records of any legal action taken, and retained in accordance with the Records Retention Policy (CM.15).

7 Attachments  
None

8 Flow Chart  
None