

Supplier Code of Conduct

OUR MISSION

To be the industry leader in innovative, high performance products manufactured with efficient, clean, and sustainable processes. We advance progress by investing in our people, our customers, and our communities with the future in mind.



OUR VALUES – WHO WE ARE



Safeguarding People and Environment

We value safety and our environment above all else.



Leading at All Levels

We value decision-making within our individual scope of responsibility while being empowered to communicate creative ideas and potential solutions for continuous improvement.



Engaging to Make a Difference

We value our employees being engaged difference-makers who lead through knowledge, respect, collaboration, openness and integrity. Our passion is to exceed the expectations of our customers.



Ambitiously Improving

We value continuous improvement and deliver this by investing in and developing our people, processes and systems. We are an innovative and learning organization that listens to our stakeholders and challenges the status quo. We are driven to excellence.

In support of these values, Foremark Performance Chemicals has created a Supplier Code of Conduct (the “Code”) that outlines the expectations Foremark has of its suppliers. To become or remain a valued partner of Foremark, suppliers are expected to comply with the principles of this Code. Suppliers are expected to use good judgment to ensure appropriate conduct relative to the topics below.



Ethics and Social Responsibility



Labor and Employment Rights



Environment, Sustainability and Health & Safety



Product Quality and Continuous Improvement



Global Trade



Ethics and Social Responsibility

In conducting business, Foremark acts with integrity and honesty and always maintains the highest standards for business responsibility in accordance with laws and ethical principles. Foremark expects its suppliers to adhere to the same laws and principles and provide employees with training as necessary to ensure compliance.

Antitrust and Competition Laws

Suppliers shall comply fully with the antitrust and competition laws in the countries in which they operate. These laws are designed to encourage and protect free and fair competition. By way of example, these laws may restrict or prohibit price fixing, bid rigging, market allocation and other unfair trade practices.

Business Integrity – Anti-Corruption

Suppliers must comply with all applicable anti-corruption laws and regulations including the U.S. Foreign Corrupt Practices Act. Suppliers are prohibited from making, offering or promising anything of value to any person – including any foreign official – for the purpose of corruptly influencing any act or failure to act on the part of that official to obtain or retain business for Foremark or any other person. Any violation of applicable anti-corruption laws is strictly prohibited and will result in immediate termination of contract.

Conflicts of Interest

Suppliers must do business in a way that is open, transparent and with the highest integrity. A potential conflict of interest exists if a Supplier's employee or his or her family member has a close relationship with a Foremark employee who can make decisions which impact the Supplier's business. Suppliers must disclose any conflicts of interest to Foremark prior to commencing business or whenever they arise. Suppliers must acknowledge that no business entertainment, gift nor hospitality is a requirement for any company to do conduct business. Any business entertaining, gift or hospitality offered by suppliers to is at supplier's sole discretion, must be kept reasonable in nature and value and must be provided entirely for the purpose of maintaining good business relations.

Data Privacy

Suppliers shall have an established information security system and adequate protections relative to Foremark's information, and the information of its customers, employees and third parties, consistent with applicable law. Any confidential information and/or licensed intellectual property shall be used only for the intended and designated purpose and in accordance with applicable laws and the Supplier agreement.

Financial Integrity

Suppliers must accurately, reliably, and transparently, report and record information regarding their business activities, company structure, financial situation, and business performance in accordance with prevailing industry practices and applicable laws and regulations.

Intellectual Property

Suppliers must respect intellectual property rights and must maintain controls to safeguard Foremark's name, logo, trademarks, confidential information, and other intellectual property against unauthorized use, modification, and damage.

Operating License

Suppliers shall have appropriate licenses, registrations, and certifications required to conduct business in the locations in which they operate.

Security

Suppliers must maintain a security program in accordance with industry standards, applicable laws, and the Supplier agreement. Suppliers must report any potential incident that involves Foremark data (whether internally or through a partner or supplier) as soon as possible.

Social Responsibility

Suppliers are expected to take into account the environment when making business decisions. Suppliers are encouraged to develop or adapt existing business practices to improve their work environment, community, and society in general.

Supplier Diversity

Foremark is committed to supporting economic development efforts with diverse suppliers to the extent that jobs may be provided, entrepreneurship may be advanced and useful goods and services may be produced at competitive prices. We expect our suppliers to adhere to similar principles and support and develop Supplier Diversity programs within their organizations. As required, suppliers must provide data to Foremark detailing spend with diverse suppliers.



Labor and Employee Rights

Foremark believes in treating all people with dignity and respect and is committed to protecting human rights. Foremark is committed to maintaining safe and professional work environments where employees are free from violence, harassment, and discrimination. We expect our suppliers to do the same.

Freedom of Association

Employees have the right to form and / or join or not join, unions and bargain collectively. Suppliers shall not retaliate or discriminate against any employees choosing to exercise their right to do so.

Child Labor

Suppliers shall not use, engage in, or support child labor practices. All employees must meet the minimum age required by law and shall not be less than 15 years of age provided that the child has received adequate training and wages, and that the health and safety of the child is fully protected.

Involuntary Labor and Human Trafficking

Suppliers must not engage in or support forced or compulsory labor as defined by ILO Convention No. 29 including prison, bonded, indentured, slavery, and human trafficking practices. All work performed must be voluntary, and employees have the right to terminate employment with reasonable notice. Suppliers shall proactively identify the absence of forced labor within their supply chain.

Wages and Benefits

Suppliers must provide employees with wages and benefits that meet the minimum required amount by applicable laws / regulations. In countries where no minimum wage law applies, employees must be paid at a rate comparable to the prevailing industry average. Suppliers are expected to pay personnel in legal tender, on a regular basis, and in a timely manner.

Hours of Labor

Suppliers must comply with all applicable laws and industry standards on the number of hours an employee can work in a successive shift, day, week, or specific period. Employees must be compensated with standard pay and mandated premium rate, determined by national law or industry average, for overtime hours worked. Suppliers must also comply with national laws on public holidays and sick leave provisions.

Anti-Harassment

Suppliers are expected to create a work environment free from unwelcome conduct, whether verbal, nonverbal or physical, based on a person's age, disability, gender, gender identity, genetic characteristic, national origin, race, color, religion, sexual orientation, veteran status, union membership or other protected group status. Harassment includes unwelcome sexual advances, requests for sexual favors, and other unwelcome verbal or physical conduct of a sexual nature. We do not tolerate harassment of our employees by anyone with whom our employees come into contact while conducting business.

Anti-Discrimination

Suppliers shall not discriminate against employees based on race, color, national origin, religion, gender, gender identity, age, disability, marital or partnership status, sexual orientation, veteran's status, union membership, political opinions or any other personal characteristic protected by law in each locality. Any exclusions or preferences in the work environment made on these bases, which results in impaired equality, are prohibited. Suppliers are expected to hire employees based only on their job-related competence and, if requested, must be able to provide their company's written policy statement on the prevention of discrimination in the workplace.

Diversity

Foremark believes in the value of diversity and is committed to actively creating an environment where each team member feels empowered to learn, grow and maximize his or her personal contribution. Celebrating the similarities and difference that shape each of us will continue to encourage innovative thinking and drive the kind of sustainable, competitive advantage that will help us grow and prosper for decades to come. We expect our suppliers to be inclusive and ensure that their employees and other stakeholders are always treated with dignity and respect.

Sourcing of Materials from Areas of Conflict

Many U.S. companies are required to track the use of certain minerals known as “conflict minerals”. Conflict minerals are Tin, Tungsten, Tantalum and Gold that are mined in conditions of armed conflict and human rights abuses in the Democratic Republic of Congo (DRC) and its adjacent countries. We will actively work with suppliers and strive to ensure that any minerals incorporated into our products and/or process come from conflict-free sources. Suppliers will source Conflict Minerals from smelters that have been validated as conformant with the Responsible Minerals Assurance Process standards of the Responsible Minerals Initiative or an equivalent cross-recognized assessment. Suppliers are required to supply information about their use of these minerals in products sold to Foremark upon commencement of business or as requested.

Protect Livelihood of Persons

Suppliers will respect ownership of lands, forests, and waters and prohibit unlawful development or other use to protect the livelihood of persons.



Environment, Sustainability and Health & Safety

Environmental Compliance

Suppliers must comply with all Environmental Laws and Regulations. Suppliers must have applicable environmental permits and registrations for the business sector in which the supplier operates in. Permits and registrations must be maintained and kept current. Suppliers are encouraged to have environmental policies and environmental management systems containing goals with targets that are focused on the continuous improvement of overall environmental performance.

Sustainability

Suppliers should strive to reduce the environmental impacts of their operations, including natural resource consumption, material sourcing, waste handling, storage and disposal, wastewater discharges and air emissions. Suppliers shall not produce, use, or dispose of mercury or chemicals with Persistent Organic Pollutants (POPs) in violation of the provisions of the Minamata and Stockholm Conventions. Suppliers shall adopt practices protect or promote natural habitats and biodiversity. No deforestation or illegal logging is tolerated. Suppliers shall set sustainability goals in their operations and value chain. Upon request, suppliers will share environmental data, such as carbon, nature, water, or energy metrics, to support Foremark in tracking and reaching its targets. This includes conducting an annual greenhouse gas inventory across scope 1, 2 and 3 , as well as calculating key metrics like product carbon footprints, water use, and renewable energy uptake.

Health and Safety of Employees

Suppliers are expected to maintain the workplace and any living quarters used to house employees in a clean, orderly and safe manner with all applicable national laws and / or industry standards. Suppliers shall implement programs to prevent or control employee exposures to workplace hazards, including chemical, biological and physical hazards. Suppliers shall implement programs to manage processes safely and prevent catastrophic events. Suppliers shall identify and encourage programs that promote access to health programs that positively impact the health of employees. Suppliers shall provide occupational health and safety training to all relevant employees. Workers shall not be disciplined for raising safety concerns, and have the right to refuse unsafe working conditions, without fear of reprisal, until management adequately addresses their concerns.

Emergency Prevention and Response

Suppliers shall identify potential emergency situations, implement preventative measures and be prepared to execute emergency response plans. Suppliers shall have or establish emergency plans and response procedures to anticipate, identify, and respond to emergency situations and events.



Product Quality and Continuous Improvement

Product Quality

Suppliers are expected to provide high quality products that meet the requirements and specifications set forth by Foremark. Suppliers must create and maintain a Quality Management System (QMS) that is approved by a reputable third party and must be able to provide documentation of quality certificates.

Continuous Improvement

Suppliers are expected to remain competitive in the industry and should focus on continuous improvement efforts to enhance their business efficiency. Efforts should include increasing customer satisfaction through reduced cost, faster response times, and improved product quality.



Global Trade

There are many laws that govern the conduct of our international trade. Foremark complies with all applicable laws and regulations, including those related to embargoes and sanctions and does not, directly or indirectly, conduct transactions with individuals, entities, or countries that are the subject of restricted party or embargoed country lists (also known as interdiction lists).

Anti-boycott

U.S. anti-boycott laws prohibit Foremark and our foreign affiliates from participating in or cooperating with foreign boycotts not sanctioned by the United States.

Export Controls

Suppliers shall not directly or indirectly provide to Foremark any material or service from a country, person or entity that is subject to U.S. and other regional, unilateral, and multilateral regulations that restrict transactions with specific foreign entities, persons or countries (often referred to as denied, debarred, and/or restricted parties). Examples of countries are Syria, Cuba, Iran, Sudan and North Korea; examples of entities and persons include, but are not limited to, terrorists, organizations that fund terrorists and/or parties guilty of trade violations.

Countries that maintain consolidated lists of financial sanctions targets include the United States, the European Union, Canada, the United Kingdom, and Japan. In the United States, government organizations responsible for enforcing trade sanctions and embargoes include the US Department of the Treasury Office of Foreign Assets Control (OFAC), US Customs and Border Protection, the US Commerce Department Bureau of Industry and Security (BIS) and the US Department of State.

Suppliers should implement due diligence compliance practices to screen their employees, customers, suppliers, vendors, agents and other business associates, including all parties in each transaction such as banks, insurance companies, shipping lines, and freight forwarders, to ensure compliance with applicable laws and regulations concerning embargoes and sanctions.

Trade Regulations

Suppliers shall comply with the trade regulation laws of the country or legal subdivision in which they operate.

Frequently Asked Questions

1. What is Foremark's Supplier Code of Conduct?

Foremark's Supplier Code outlines the expectations Foremark has of its suppliers with respect to Ethics and Social Responsibility, Labor and Employment Rights, Environment, Sustainability and Health & Safety, Product Quality and Continuous Improvement, and Global Trade.

2. Why does Foremark need a Supplier Code of Conduct?

Foremark created a supplier code to ensure that suppliers operate responsibly and conduct business in a manner that aligns with our company's principles and values.

3. How does Foremark monitor and enforce the Supplier Code?

Suppliers are responsible for establishing a management system that supports the content of this code and monitors / records regulatory compliance. Additionally, Foremark may conduct on-site audits to ensure compliance to this code.

4. What happens if a Supplier fails to comply with Foremark's Code of Conduct?

If a supplier fails to meet the standards set forth by Foremark, the supplier will be informed of the area(s) that need to be improved upon. The supplier will then be required to submit to Foremark an acceptable corrective action plan. If the plan is approved, the supplier will be given a set period of time to resolve the areas of concern. If no resolution is met, corrective action will be taken which could result in termination of the business relationship.

5. When does Foremark's Supplier Code become effective?

This Supplier Code of Conduct is effective immediately.

6. Who should I contact if I have additional question?

Should you have additional questions about this Supplier Code of Conduct please contact your Foremark Sourcing contact.



Compliance Statement

You must comply with this code and all applicable laws when conducting business with Foremark Performance Chemicals.

You are responsible for establishing processes to monitor and record regulatory compliance. Should your adherence to Foremark's Supplier Code of Conduct be questioned, you will be expected to provide evidence of conformity to this Supplier Code of Conduct. Foremark reserves the right to investigate any occurrence of non-conformity to this Supplier Code of Conduct, and in failure to resolve the problem; Foremark has the right to terminate the business relationship and any existing contracts.

You must also understand and agree to comply with the following:

- A. Anti-corruption laws and regulations of countries in which Supplier is registered to do business and all countries within which Supplier conducts business;
- B. Trade restrictions including but not limited to sanctions and embargoes of the United States of America, the European Union and the United Nations that may be applicable to and restrict the export, re-export or importation of Foremark's goods and services; and
- C. Foremark's Standards of Business Conduct.

Please select one of the following statements:

- ☐ _____ has received the Foremark Supplier Code of Conduct and affirm that _____ commits to compliance with the Supplier Code of Conduct and the principles stated within. _____ affirms that it will follow all applicable laws, treat people with dignity and respect, avoid conflicts of interest, protect the environment, provide safe and healthy working conditions, and protect Foremark's information.
- ☐ _____ is in compliance with the Foremark Supplier Code of Conduct by virtue of the implementation of and adherence to its own Code of Conduct, which includes standards that are consistent with Foremark's Supplier Code of Conduct and the principles stated within. (Please attach an electronic copy to this response form.)
- ☐ _____ has concerns about its ability to comply with the Foremark Supplier Code of Conduct. (Please identify which areas you have concerns with and provide detail about those concerns.)
- ☐ _____ does not comply with the requirements of the Foremark Supplier Code of Conduct and has no plans to do so.

NAME OF SUPPLIER: _____

NAME OF SUPPLIER REPRESENTATIVE: _____

SIGNATURE: _____

TITLE: _____

DATE: _____

EMAIL ADDRESS: _____