



Samuel, Son & Co., Limited

Code of Conduct

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A MESSAGE FROM PRESIDENT & CEO, COLIN OSBORNE

Since 1855, Samuel has been recognized as a business built on the principles of trust, integrity and strict compliance with the law, as well as fairness in our relationships with our employees, suppliers and customers alike. Although this has changed since this company was created 166 years ago, many other things have.

Samuel has grown into a company that has acquired 15 different businesses, all with different skill sets that contribute to the growth of our loyal customer base. With that being said, we have developed a new Mission, Vision and Values statement, that, along with many other things, should be at the top of our employees' priority list. Our mission, is to leverage our skill sets that are available all across the company to deliver a market-leading experience to our customers. Although our mission relates to our customers, our vision is all about our employees. Our vision is to be a world-class industrial products company and to be an exceptional place to work. To do this, we are focusing on investing heavily in our people and developing their skill sets that will help them grow within the company. We are also going to focus on investing in our agile culture which is essential to success.

Our values fall into five different categories:

1. Integrity
2. Respect
3. Courage
4. Ownership
5. Agility

Our Samuel Code of Conduct certainly reflects our core values and apply to everyone at Samuel. This code is a roadmap that will help guide us all in our day to day actions and decisions and will help maintain our values. Together, if we make the effort to follow The Code, we can protect our reputation and create a workplace we can all enjoy and be proud of.

This code may not provide specific guidance for every situation you may encounter in the workplace. If one of these situations arises, or you have questions or concerns about The Code of Conduct, we encourage you to talk to your manager or your HR representative. You may also contact the Samuel Ethics Alert Hotline anonymously online or via the toll-free number as listed on [page 16](#).

Let's continue to work together in building a business we can all be proud of.

Thank you,



Colin Osborne

YOUR PERSONAL COMMITMENT

Samuel was built over generations on a strong foundation of ethics and integrity. Each year, employees will be asked to acknowledge and reaffirm their awareness that every Samuel employee and representative is expected to follow The Code and raise concerns about possible violations of law or policy with managers or other Samuel leaders.

By following the high standards of ethics set forth in The Code, employees play an important part in creating a safe and engaging workplace as well as safeguarding our reputation for trust and integrity. Throughout The Code, there are references to important Samuel policies. These policies are available from your supervisor/manager, your Human Resources representative and can also be found on The Torch.

WHO MUST FOLLOW THE CODE?

Samuel directors, officers and employees—All directors, officers and employees of Samuel worldwide must comply with The Code.

Subsidiaries and operating divisions—All of Samuel's operating divisions and subsidiaries worldwide must adopt and follow The Code.

Third parties representing Samuel—Samuel employees working with third parties such as consultants, agents, sales representatives, distributors, independent contractors and subcontractors, must:

- Require these parties to agree to comply with the relevant aspects of The Code.
- Provide these parties with training and information about The Code and applicable policies.
- Take action, up to and including terminating a contract, if a third party has failed to follow the principles set out in The Code as well as other applicable Samuel policies when acting on Samuel's behalf.



WHAT IS EXPECTED FROM EVERYONE

Employees and management, who must also abide by The Code, contribute to Samuel's culture of compliance by understanding Samuel's policies and speaking up to enforce compliance and avoid violations of The Code.

Understand and comply with The Code and the law

- Read and understand The Code. All employees are responsible for complying with the law.
- They are also responsible for complying with The Code and all Samuel policies applicable to the workplace.
- Learn the details of Samuel's policies relevant to your work. Check with your manager, Human Resources representative or The Torch for complete and up-to-date policies.
- Use good judgment. Think about how actions could be perceived and how they might impact you as an individual, your colleagues or the company.

Ask for guidance

- Ask the advice of your supervisor/managers, Human Resources representatives, the Legal and Compliance Department, the General Counsel or other Samuel leaders for questions about The Code or Samuel policies. In most cases, your supervisor/manager will be the first and best resource.

Speak up!

- It is the responsibility of every employee to speak up and promptly raise any concerns about potential violations of The Code, any Samuel policy or the law.
- Understand the different channels for raising integrity concerns.
- If a concern is not resolved, pursue the issue— raise it through other Samuel channels.
- Co-operate in Samuel investigations related to integrity concerns.

WHAT IS EXPECTED FROM OUR LEADERS

Leaders must create a culture of compliance in which employees understand their responsibilities and feel comfortable raising concerns without fear of retaliation. They should act as a role model in encouraging ethical conduct and compliance with the law by personally leading compliance efforts and ensuring that employees understand that business results are never more important than ethical conduct and compliance with The Code and Samuel policies.

Prevent compliance issues

- Identify compliance risks with their teams, managers, and other compliance leaders in Samuel.
- Ensure their teams receive training and information relating to The Code and Samuel policies.

Detect compliance issues

- Be alert to any situations that may violate The Code, any Samuel policy or may damage Samuel's reputation.
- Monitor compliance and reinforce the importance of ethics and compliance with The Code and Samuel policies.

Respond to compliance issues

- Take immediate corrective action to address violations or potential violations of The Code.
- Take appropriate disciplinary action.
- Consult with Samuel's Legal and Compliance Department or General Counsel in dealings with regulators and law enforcement authorities.

YOUR OBLIGATION TO RAISE INTEGRITY CONCERNS

Speaking up and raising any integrity concerns protects our colleagues, our customers and our company. If there are concerns about compliance with The Code, any Samuel policy or the law, employees have a responsibility to raise that concern.

Raise concerns promptly

- The longer one waits to address a concern, the worse it may become.
- Speak to your supervisor/manager, your Human Resources representative or other Samuel Compliance leaders if there are any concerns.
- You may remain anonymous.
- However, if you identify yourself, we are better able to follow up and provide feedback and it may provide for a more comprehensive and complete investigation

Confidentiality is respected

- Your identity and the information you provide will be shared only on a “need-to-know” basis with those responsible for resolving the concern.

We will respond

- All reports will be investigated promptly. We will determine whether The Code or the law has been violated and take appropriate corrective action.

No retaliation

- No one who suspects a violation and reports it in good faith will be subject to retaliation for making such a report. “Good faith” means you’ve provided all the information you have and you believe the information to be true.
- Samuel’s Whistleblower Policy sets out the actions Samuel takes to make sure those who report violations or participate in investigations are treated fairly and with respect.

Please see Samuel’s Human Resources Policies on The Torch for more information.

PENALTIES FOR VIOLATIONS

Anyone who violate The Code is subject to disciplinary action, up to and including termination of employment.

Penalties may occur when

- Failing to complete a required Samuel certification process.
- Directing or permitting others (including sales agents and brokers) to violate the law, The Code or Samuel policies.
- Failing to promptly report any known or suspected violation of The Code.
- Failing to cooperate with investigations or audits relating to The Code.
- Retaliating against another employee or third party for reporting a suspected violation of The Code or for cooperating with an investigation.
- Failure to demonstrate leadership and diligence to ensure compliance with The Code and the law.

No retaliation

- Samuel will protect any employee who raises an honest concern. We strongly encourage you to speak to your Human Resources representative, your supervisor/manager or the other leaders listed in The Code if you have any questions or concerns.



OUR COMMITMENT TO EMPLOYEES

Treating each other with respect

We expect everyone (including non-employees with whom we work) to be treated fairly and with respect.

Samuel is committed to the principles of non-harassment, non-discrimination, non-violence, non-bullying and equal opportunity for all employees and applicants for employment.

If an employee feels that they or someone they know has experienced harassment or bullying, they are asked to report the situation immediately to their manager or their Human Resources representative.

If the incident involves an employee's supervisor/manager or the employee is uncomfortable reporting the matter directly to a manager, the employee should immediately report any act of workplace violence, discrimination, harassment or bullying to their business unit's Human Resources representative, their union representative (if applicable), another level of management within Samuel or to the Samuel Ethics Alert Hotline.

All allegations, including threats of workplace violence, discrimination, harassment or bullying will be investigated as promptly and confidentially as possible.

Appropriate and effective corrective action, as warranted, will be taken promptly upon the conclusion of the investigation.

Any employee found to have engaged in [including threats of] workplace violence, discrimination, harassment or bullying are in violation of The Code and Samuel policies, and will be subject to appropriate disciplinary action, up to and including termination of employment.

Please speak to your supervisor/manager or Human Resources representative for more information.

Equal Employment Opportunity:

Samuel is committed to providing equal opportunity to its employees and applicants, framed in practices that are blind to and non-discriminatory with regard to any and all protected classes, including but not necessarily limited to gender and gender identity, race, religion, color, citizenship, national origin, disability, veteran status, sexual orientation, HIV-positive status, marital status or socio-economic strata.

The Company's employment and internal career advancement processes will be grounded in objectivity, competitive fairness and equity, where the most qualified individuals will be selected to represent us. See your Human Resources representative with any questions.

A safe place to work

Samuel is committed to providing a safe workplace. We do not compromise on the health and safety of our employees or that of our business partners. We will comply with all local laws, regulations and codes regarding health and safety.

Employees are NOT to carry or possess any weapons of any kind while in a Samuel facility. Weapons include but are not limited to guns, knives or blades over three inches in length. A chemical used for the purpose of harming another employee is also considered a weapon. Please note that this restriction applies regardless of whether an employee holds a concealed weapon permit or is allowed by law to carry a weapon.

We each have a responsibility to follow all Samuel safety procedures, as well as applicable laws and regulations. If any employee becomes aware of unsafe working conditions, they are urged to speak up and report what they see. They should not walk by in the hopes that someone else will report it.

Supervisors/managers are responsible for the direction and supervision of all employees to ensure compliance with Samuel's safety program. Samuel's Safety Policies are available from your supervisor/manager and can also be found on The Torch.

Environmental safety

Samuel is committed to leading a sustainable business. We will meet all applicable environmental laws and regulations.

We expect all Samuel employees to monitor and report any incident or practice which may adversely affect the environment. Concerns regarding environmental incidents must be reported to Samuel's Environmental, Health and Safety representatives.

PROTECTING SAMUEL'S ASSETS

Penalties may occur when

We expect every Samuel employee with access to company money, information or property to manage these assets with the highest level of integrity. Misuse of Samuel property for individual profit or any unlawful or unauthorized personal or unethical purpose is prohibited.

The Company's property and resources may be used for business purposes only. Fraud, theft, embezzlement or other illegal or unethical means of diverting corporate funds or resources will not be tolerated.

Business and financial records

All Samuel records must be accurate, honest and complete. Records include not only financial accounts, but other records such as invoices, expense reports, time reports and quality reports.

Employees and leaders must:

- Always record and classify transactions in the proper accounting period and in the appropriate account.
- Never falsify any document.
- Never conceal any payment—e.g. passing it through the books or accounts of third parties, such as agents or consultants.
- Never distort or misrepresent the true nature of any transaction.

Employees submitting expense reports must:

- Comply with Samuel's Gifts and Entertainment Policy.
- Ensure expense reports and supporting documentation are complete and accurate.
- Please see your supervisor/ manager or Human Resources representative for more information on the Gifts and Entertainment Policy. This Policy is also available on The Torch.

Employees and leaders must also ensure that:

- No secret or unrecorded funds, books of accounts, or other assets are to be established or maintained.
- No action shall be taken to fraudulently influence, coerce, manipulate or mislead anyone engaged in the performance of an audit of the company's financial statements.

Protection of confidential information

During the course of their employment, employees may learn information that is considered confidential by Samuel, including but not necessarily limited to: pricing and commercial terms with customers and suppliers; marketing or strategic plans; customer lists; employee personal information, employee records and Samuel policies and procedures. This information represents some of Samuel's most valuable assets. Care must be taken to ensure this information is protected and not disclosed to unauthorized persons.

At the same time, it is important that we respect the confidential information of others. Unauthorized use of others' confidential information undermines our reputation for integrity and may expose Samuel to civil lawsuits and damages.

What to do

- Do not discuss or disclose confidential information to persons outside Samuel, including family members.
- Share such information only with others within Samuel who have a "need to know" requirement, in order to complete their work or have been granted authorization.
- Safeguard Samuel documents and information to which you have direct or indirect access – this includes not sharing passwords and not leaving documents in the open.
- Report any concerns you have about any unauthorized use of Samuel confidential information or confidential information belonging to a third party to your supervisor/ manager, your Human Resources representative, Internal Audit or the Legal and Compliance Department.

Remember—your obligation to safeguard Samuel's confidential information continues even after you leave Samuel.

What to watch out for

- Accepting proprietary information belonging to an outsider without first consulting the Legal and Compliance Department.
- Discussing Samuel's proprietary information with customers or suppliers.
- Employing a new person, especially someone who previously worked for a competitor, without putting in place safeguards to prevent the person from inadvertently disclosing or using the proprietary information of the previous employer.
- Unauthorized access to personnel data.
- Unauthorized entry to a Samuel facility or unauthorized access to email or electronic files.

Protecting our intellectual property

- Like many of our customers and suppliers, we invest heavily to develop intellectual property (IP), including, among other things, patents, designs, copyrights, trademarks, trade secrets and know-how, whether registered or not.
- We also know how much damage can be done when IP is stolen, misused or mishandled. Allowing that to happen would clearly contradict our core values of honesty and integrity.
- We hold ourselves and each other accountable for ensuring the proper use of all IP.

What to do

- Only disclose IP to coworkers with a need to know for their job, or when we have the proper agreements in place.
- Protect third party's IP by respecting the terms of all agreements we have with them.
- Do not misappropriate any third party trade secrets.
- We expect our employees to report a breach of IP-related guidelines in the same way that we report any breach of this Code. We also expect Samuel employees to promptly report a third party's unauthorized use of our IP to the Samuel Legal and Compliance Department.

Protecting privacy and personal data

- At Samuel, protecting the personal data of our employees, and other business partners is critical, especially given the development of communication and information technologies.
- Samuel is committed to protecting personal data and to processing it only within the boundaries of applicable law.
- "Personal data" means any information that can directly or indirectly associate individuals with an identification number or with one or more factors specific to their physical, physiological, mental, economic, cultural or social identity [e.g. name, date of birth, social security number, physical characteristics, email address, computer ID, and health-related or genetic information].

At Samuel, we must:

- Comply with applicable laws and regulations of the Jurisdictions in which we collect, store and use personal information.
- Collect, use, disclose or store the minimum amount of personal data necessary to achieve a legitimate purpose.
- Only retain data for as long as is necessary for their processing purpose, in compliance with local legislation.
- Protect personal data while we collect, process, use, disclose and store it.
- Report data privacy incidents to your supervisor/manager your Human Resources Representative, Internal Audit or to the Legal and Compliance Department.

SAMUEL'S INFORMATION TECHNOLOGY SYSTEMS

Samuel's information technology systems, including computers, intranet and Internet access, communication devices, voice mail, and e-mail are the property of the company and are to be used primarily for business purposes. The company's information technology systems may be used for minor or incidental reasonable personal messages provided that such use is kept to a minimum and is in compliance with Samuel's IT Security and Usage Policies.

We expect Samuel employees to comply with established internal control procedures and processes and take precautions in ensuring against the theft or misuse of Samuel's information technology assets.

What to do

- Do not share passwords or security codes.
- Secure equipment (e.g. laptops, mobile devices) against theft.
- Do not write, send or post offensive, harassing, threatening or obscene messages or images or chain letters through Samuel's IT system or through social media.

Please see Samuel's IT Security and Usage Policies on The Torch for more information.

CONFLICT OF INTEREST

We expect all Samuel employees to act in the best interests of the company. We also expect Samuel employees to commit, during working hours, their full time, attention and ability to their Samuel duties and responsibilities.

What to watch out for

- Avoid actions or situations in which personal interests conflict or might conflict with your duties to Samuel. Even the appearance of a conflict can damage Samuel's reputation.
- Remember – this also applies to employees' immediate family – spouses, parents and siblings of our employees should take care and avoid acquiring any interests or participating in any activities that would impact or appear to impact an employee's judgment or ability to act solely in Samuel's best interest.
- Being offered or accepting gifts other than those of nominal value from suppliers, customers or competitors, particularly if you're making decisions on Samuel's behalf.
- Hiring, promoting, directly supervising or having within a leader's chain of command a family member or close friend.

What to do

- We expect our leaders to ensure that actions taken, and decisions made within their team are free from the influence of any interests that may conflict with those of Samuel.
- You should disclose all personal conflicts or potential personal conflicts of interest, in writing, to your manager. Many real or potential conflicts of interest can be resolved.
- Use good judgment in all personal and business dealings. Ask yourself "how would this look to an outside observer?"
- Do not use or misuse Samuel resources for personal gain.

Gifts and entertainment

We expect Samuel employees and third parties working on behalf of Samuel to not solicit, give or accept gifts that may influence business decisions. All employees and third parties working on behalf of Samuel are required to comply with the Gifts and Entertainment Policy.

Prohibited gifts

We cannot offer or accept gifts that are:

- Cash or cash equivalents;
- Items of significant value or may appear to others to have significant value;
- Gifts that could be interpreted as a bribe; or
- Gifts that violate local laws or policies applicable to the person offering the gift.

Prohibited entertainment

We cannot offer or accept entertainment that is:

- Not related to a legitimate business purpose;
- Includes travel for friends or family; or
- Inappropriate or could reflect negatively on Samuel's reputation.

Please note that in some jurisdictions, gifts and entertainment (regardless of their value) are considered taxable benefits and must be reported to your supervisor/manager to ensure that these gifts and entertainment are recorded with the applicable tax authority. Please consult with your Human Resources representative for more information.

Please note that there are special rules in place regarding gifts and entertainment of government officials. In some countries, government officials are prohibited from accepting gifts and entertainment. Please contact the Legal and Compliance Department or the General Counsel for further guidance on dealings with governments and public officials.

Please also see "Working with Governments" in The Code.

WORKING WITH OUR STAKEHOLDERS

Fair Dealings

We must always deal fairly with all stakeholders in any enterprise, meaning customers, partners (*including agents, consultants and others acting on our behalf*) and suppliers. This principle also applies to actual and potential clients, sales representatives, customs brokers, contractors, distributors, advisers, government officials and agencies, as well as members of the communities we serve and in which we work.

What to do

- Be respectful, transparent and fair in your dealings with all stakeholders.
- Never engage in unfair, deceptive or misleading practices. We expect our employees not to take unfair advantage of anyone through manipulation, concealment, abuse of competitors or confidential information.
- Provide only honest and truthful information when dealing with customers, partners and suppliers, or with any person or community you may have a relationship with within the scope of your duties at Samuel.



COMPLYING WITH COMPETITION LAWS

We will compete fairly, respecting both the letter and spirit of competition and anti-trust laws. We will comply with all applicable competition and anti-trust laws.

These laws ensure a level playing field between competitors and also protect against unfair business practices such as price-fixing and bid-rigging. Failure to comply with these laws can result in significant penalties to Samuel and/or the individuals involved, including fines and imprisonment.

What to do

- Comply with all applicable competition laws and regulations.
- Never discuss or make agreements with competitors regarding bids, prices or business plans. Remember: an agreement does not have to be in writing—it can be verbal.
- Avoid contacts of any kind with competitors that could create the appearance of improper agreements or understanding.

What to watch out for

- Contacts or activities at trade shows such as attempts by competitors, customers or other industry professionals seeking to gather and leverage Samuel intelligence or proprietary information via seemingly casual contacts or activities at trade shows.
- Do not participate in any kind of collusion (concealed or secretive meetings) with competitors – if a competitor wants to talk about bids, prices or business plans, stop the conversation and walk away. Report the incident to the Legal and Compliance Department of the General Counsel.
- Participating in supplier arrangements or marketing practices that are deceptive or misleading.

WORKING WITH GOVERNMENTS

Samuel conducts business with national governments and government-owned enterprises. In the course of our work, we frequently interact with government agencies, officials and international public agencies.

In every instance, Samuel employees must apply the highest ethical standards and comply with applicable laws and regulations, including certain special requirements associated with government transactions.

What to do

- Be truthful and accurate when dealing with government officials and agencies.
- Understand the special requirements associated with government contracts and transactions.
- Consult with the Legal and Compliance Department or the General Counsel if you have any questions or issues.

What to watch out for

- Incorrect or unauthorized cost-charging on government contracts.
- Non-compliance with contract requirements.
- Submitting inaccurate or incomplete cost or pricing data when this information is required by the government.

BRIBERY AND CORRUPTION

Bribery and corruption are not tolerated in any form by Samuel. Samuel prohibits bribery, including improper payments, and corruption in all business dealings, in every country around the world, with both governments and the private sector.

Samuel must comply with the anti-corruption and anti-bribery laws of the countries in which it operates. These laws (including the Canada Corruption of Foreign Public Officials Act, the US Foreign Corrupt Practices Act and the UK Bribery Act) together with Samuel's Anti-Corruption Policy prohibit Samuel employees and any third parties acting on our behalf from making or offering bribes, payments or anything of value for the benefit of a foreign public official.

Improper payments should not be confused with reasonable and limited expenditures for gifts and business entertainment directly related to the promotion of products or services or the execution of a contract. These payments are governed by Samuel's Gifts and Entertainment Policy.

Violations of these laws undermine our reputation of integrity and can result in severe criminal and/or civil penalties for both Samuel and the individual involved. It is important that all Samuel employees and third parties acting on our behalf act in a manner which avoids even the appearance of a potential violation of these restrictions.

What to do

- Before giving a gift or engaging in customer entertainment, make sure you understand applicable legal requirements, the customer's own policies and Samuel's Gifts and Entertainment Policy.
- Ensure records of such expenditures are accurate.
- Never give a gratuity or other payment to government officials to expedite or secure routine administrative action without first consulting with the Legal and Compliance Department or the General Counsel. These "facilitation payments" are often illegal under local anti-bribery laws and Samuel generally prohibits such payments.

What to watch out for

- Remember—a bribe is the offer of any reward, advantage, or benefit (including entertainment), and is not limited to cash or cash equivalents (like gift cards). There is no monetary threshold—any amount can be a bribe.
- Background information about existing or potential third party representatives that indicate allegations of improper business practices or reputation for bribes.
- Any request to make a payment in a country or to a person or organization not related to the transaction.
- A commission that is disproportionate to the services provided.

PROTECTION OF EXPORT, CONTROLLED AND SENSITIVE TECHNICAL INFORMATION

In some business units, Samuel receives information from government customers and contractors that is export controlled for national security reasons or has special protections ("controlled" information). All employees dealing with export, controlled and sensitive information and/or export-controlled goods on behalf of Samuel must comply with all applicable laws and regulations. Consult with the Legal and Compliance Department or the General Counsel if there are any questions or issues.

CHILD LABOR AND FORCED LABOR

Samuel is committed to conducting all business lawfully and with integrity. Samuel's commitment to ensuring that our business and supply chain are maintained in a lawful and socially responsible way includes, among other things, an expectation that neither human trafficking nor slavery/forced labor is taking place in any part of our business, and that our suppliers not use forced labor in any of its forms, including human trafficking and slavery, to produce the products they provide to Samuel.

LOBBYING AND POLITICAL ACTIVITIES

There are laws, regulations, and guidelines relating to lobbying government officials in order to influence the outcome of government policies and regulations. Employees must obtain permission to lobby any government official. Such activity must be discussed with the Legal and Compliance Department or the General Counsel before undertaking any actions that could be viewed as lobbying.

No corporate funds, services or resources (e.g. telephones, computers, supplies, company paid employee time) may be used to further political activities. Regardless of political affiliation or the Company's commercial interests, no visible displays, exhibits or signage supporting or opposing any candidate for elected office shall be allowed on Company property, and no individual, in their capacity as a Samuel employee, will seek to advance or oppose the candidacy of any person(s) seeking elected offices. There are no restrictions on political activities or contributions made by Samuel employees outside of working hours and/or using their own personal resources and funds.

GOVERNMENT REQUESTS FOR INFORMATION

We expect all Samuel employees to cooperate with government officials seeking information from Samuel. Employees are required to consult with the Legal and Compliance Department, your business unit's Human Resources representative, your business unit's Environmental, Health & Safety representative for environmental, health or safety matters before providing such information.

ANTI-MONEY LAUNDERING

Anti-money laundering is a term typically used to describe the legal controls placed on cash generated by illegal means, which is then transferred or converted into other assets in order to hide its origin.

We must comply with all applicable laws and cooperate with our financial institutions to ensure we are not involved in the use and destination of funds that could involve money laundering.

What to do

- Follow applicable anti-money laundering laws.
- Collect and understand documentation about potential customers, agents and business partners to ensure that they are involved in legitimate business activities and their funds come from legitimate sources.
- Consult with your business unit's Vice President, Head of Finance or Controller if you have any questions or issues.

If you encounter warning signs about a potential transaction, promptly report your concerns to your business unit's Vice President, Head of Finance and the Vice President, Treasurer. These concerns must be resolved before proceeding with the transaction.

What to watch out for

- A customer, agent or potential business partner who is reluctant to provide complete information, provides insufficient or suspicious information or is anxious to avoid reporting or record-keeping requirements.
- Payments that appear to have no link to the customer (i.e., to third party bank accounts or intermediaries).
- Transactions involving foreign or offshore banks.
- Unusual transactions that are not consistent with the customer's past practices or business.

INTERNATIONAL TRADE CONTROLS

International trade control (ITC) laws affect the transmission of goods and services across national borders.

What to do

- Follow relevant ITC laws and regulations.
- Report all relevant information to Samuel's Customs Department to ensure accurate and complete import declarations.
- Check the export classification of products or technology prior to export to determine whether special authorization is required.
- Consult with Samuel's Customs Department, the Legal and Compliance Department or the General Counsel if you have any questions or issues.

What to watch out for

- Evasive or unclear answers by a customer relating to end use, end user, delivery dates or delivery locations.
- Transactions involving an embargoed country, a citizen of an embargoed country or an individual or entity subject to government sanction.
- Designation of Samuel as the importer of record— these require clearance through Samuel's Customs Department.

WHERE TO GO FOR HELP

All Samuel employees are responsible for taking action when aware of potential violations of The Code.

When concerns or questions come up, communicating at the local level, either peer-to-peer or with your manager, is often the best place to start.

When it is not possible to raise or resolve an issue with your immediate manager, Samuel provides a number of other channels through which you can raise concerns.

Next level of management

- Your business unit's Human Resources representative
- Your business unit's President or General Manager
- Your business unit's Vice President, Head of Finance or Controller

Compliance team

- General Counsel
- Internal Audit
- Legal and Compliance Department

The Compliance team can be reached at compliance@samuel.com.

Samuel Board of Directors

You may also report concerns to the Chairman of the Board at chairman@samuel.com

Concerns regarding Samuel's accounting, internal accounting controls or auditing matters, as well as other compliance concerns may be directed to the Corporate Governance and Audit Committees of the Board of Directors. Email your concerns to audit@samuel.com.

Ethics alert hotline

The Ethics Alert Hotline is available 24 hours a day, from anywhere in the world. Service is available in English, French and Spanish. Callers can remain anonymous, except where anonymous reporting is prohibited by local law.

Web: <https://secure.ethicspoint.com/domain/media/en/gui/49000/index.html>

Phone: 1-800-448-1680 (*English and French*)
001-855-387-0237 (*Spanish*)

Mail: NAVEX Global - World Headquarters, 5500 Meadows Road, Suite 500, Lake Oswego, OR 97035, United States



Samuel, Son & Co., Limited

I acknowledge that I have been informed of my rights and duties under Sec. 306 (f.1)(1)(i) and that I understand them to the extent they are explained above.

Team Member's Printed Name

Team Member's Signature

Date