

VisionSafe, LLC Vendor & Supplier Code of Business Conduct & Ethics Policy

VisionSafe, LLC Statement of Policy

As part of our "Excellence in Safety and Service" mission we comply with all applicable regulatory requirements, laws, and procedures for our industry and implement programs and processes to go beyond regulatory requirements. We do not allow the pursuit of growth and profits to compromise the focus on our safety, quality, and ethics mission for our employees, customers, vendors and suppliers.

Equally important is our commitment to integrity and ethical behavior. We manage our business in strict compliance with all applicable laws and regulations of the countries, states and localities in which we operate. We also manage our business in accordance with our Company's high standards of business conduct and society's expectations for ethical behavior.

To ensure that these high standards are met, all VisionSafe, LLC employees, customers, vendors and suppliers are required to comply with all applicable regulatory requirements, laws and VisionSafe, LLC Vendor & Supplier Code of Business Conduct and Ethics including this document.

Conflicts of Interest

To conduct business affairs with uncompromising integrity, it is important to avoid both the appearance of a conflict of interest as well all actual conflicts of interest.

A conflict of interest exists when the private interest of an individual interferes or has the potential to interfere with the interests of the Company. A conflict of interest may arise in any situation that compromises or appears to compromise the ability to make fair and objective business decisions. The appearance of a conflict of interest may be as damaging to the Company as an actual conflict of interest.

VisionSafe, LLC employees are obligated when dealing with current or prospective vendors and suppliers, to reveal any actual or potential conflicts of interest in writing to the Ethics Office. We expect the same from our vendors and suppliers.

Confidential Information

Part of the high standards we expect from our vendors and suppliers is proper handling of information about our business and customers. VisionSafe, LLC is committed to comply with all applicable laws, regulations and contractual agreements concerning proprietary, confidential and personal information. We expect our vendors and suppliers to also comply with all applicable laws, regulations and contractual agreement to protect VisionSafe, LLC's and our customer's proprietary, confidential and personal information.

Ethics

Suppliers are expected to establish internal controls to achieve compliance with applicable laws, directives and regulations, as well as meet the expectations expressed in this policy. Suppliers are to maintain effective compliance programs that teach their employees and suppliers to make ethical and value driven choices in their business conduct.

Improper Payments and Cash Gifts

Improper payments and cash gifts such as kickbacks and bribes are illegal and subject to criminal penalties in many countries, including the United States. Kickbacks, cash gifts, bribes or similar payments to government officials, VisionSafe, LLC employees or agents acting on VisionSafe, LLC's behalf are strictly prohibited. This also applies even where such activity may not violate local laws.

Gifts and Gratuities

VisionSafe, LLC and its employees are not permitted to accept any gifts from current or potential vendors or suppliers. This includes gifts of nominal value. Although giving gifts is acceptable in some cultures we request that all our vendors and suppliers respect our policy of not allowing our employees to accept any gifts. This includes gifts provided in person as well as those sent to the office, the employee's home, or any other location.

Acceptance of customary and occasional social amenities such as lunches, dinners and entertainment of moderate value connected with legitimate business activities or the fostering of vendor/supplier relationships are permissible. What is "customary" or "moderate" and "occasional" should be judged in the context of the parties, their relationship, and the circumstances. When in doubt contact the VSC Ethics Representative or Human Resources.

Discrimination

VisionSafe, LLC supports diversity and equal opportunity in employment. Unlawful discrimination in the workplace is prohibited. VisionSafe, LLC vendors and suppliers are expected to comply with all applicable local and federal laws concerning discrimination in hiring and employment practices.

Workplace Harassment

VisionSafe, LLC is committed to maintaining a working environment that is free from unlawful harassment and/or discrimination. Employees at all levels of the Company shall devote their full attention and best efforts to their jobs. Harassment has no place in the work environment. Accordingly, VisionSafe, LLC will not tolerate conduct or unlawful harassment by any employee, vendor, supplier, or other persons.

Examples of harassment include, but are not limited to, making inappropriate or offensive jokes or remarks relating to sex, race, color, religion, national origin, age or disability; using e-mail, voice mail, or other methods of communication to disseminate such jokes or remarks; accessing such offensive material using Company equipment or distributing such jokes or remarks received from others outside the Company.

Retaliation

Retaliation in any form against someone who exercises his or her right to make a complaint under this Policy or any provision of the VSC Employee Handbook or against any individual who provides information related to any such complaints is strictly prohibited and will constitute cause for appropriate disciplinary action or discontinuance of the business relationship with a vendor or supplier. In many cases retaliation can also be a violation of local or federal law.

Health and Safety

VisionSafe, LLC is committed to the safety and health of our employees and conducts its operations in compliance with applicable laws and regulations and goes beyond regulatory compliance to ensure the health and safety of our employees. We expect our vendors and suppliers to conduct their operations in a way that provides a safe environment that supports accident prevention and to comply with all applicable safety and health laws and regulations in the countries in which they operate.

Human Rights

VisionSafe, LLC expects our suppliers to ensure they do not use child labor in the performance of any of their work requirements. Supplier shall not engage in the use of forced labor, slavery or trafficking of persons.

Quality

VisionSafe, LLC expects our suppliers to ensure that their products and services comply with applicable quality standards. Suppliers shall put in place quality assurance controls to promptly identify defects, prevent falsification of inspection data, implement corrective actions, report any quality escapes, and facilitate the delivery of products and services whose quality meet or exceed contractual obligations to VSC.

Conflict Minerals

VisionSafe, LLC expects our suppliers to take appropriate steps to detect if their products contain cassiterite, columbite-tantalite, gold and wolframite, as well as their derivatives and other materials including, without limitation, tin, tantalum, tungsten and gold, and implement supply chain controls to determine the sources of such minerals, which may finance or benefit armed groups in the Democratic Republic of Congo or the countries adjoining thereto.

Counterfeit Parts

VisionSafe, LLC expects our suppliers to plan, implement and control processes for the prevention of counterfeit or suspect counterfeit part use and the inclusion in products delivered to VSC. Effective mechanisms should be developed, implemented and continually enhanced by suppliers to: train in the awareness and prevention of counterfeit parts, assure traceability of parts and components to their original or authorized manufactures, quarantine and report suspect or detected counterfeit parts.

Acceptance of this Code of Business Conduct & Ethics

Supplier acknowledges and agrees that any goods or services it or its suppliers provide to VisionSafe, LLC will be provided in accordance with the Vendor & Supplier Code of Business Conducts & Ethics document. Supplier further agrees to perform any purchase order or other agreement entered with VisionSafe, LLC with these principles and VSC's Terms and Conditions.

Responsibilities and Where to Go for Help

If you suspect non-compliance with the VSC Vendor & Supplier Code of Business Conduct and Ethics or have a question about the proper course of action in a particular situation, please contact the VSC Ethics Representative at one of the numbers or emails listed below. You may remain anonymous if you choose.

Failure to comply with this code may result in discontinuance of business relationships with a vendor or supplier and disciplinary action of any VisionSafe, LLC employee found to be in violation of the code.

The following resources are available for reporting:

Jason Akau

VisionSafe, LLC Ethics Compliance Representative
800-441-9230, extension 3631
J.akau@visionsafe.com

MaryAnn Omerod

VisionSafe, LLC HR/Labor & Employee Relations
800-441-9230, extension 4676
nomerod@visionsafe.com

Copies of the VisionSafe, LLC Vendor & Supplier Code of Business Conduct and Ethics Policy are available in pdf format at:

<http://www.visionsafe.com>