

ROBROY CODE OF ETHICS AND LEGAL COMPLIANCE

A Guide for Robroy's Customers and Suppliers

Introduction

Robroy Industries (Robroy) and its subsidiaries are committed to providing the highest quality products and services to our customers in full compliance with all federal, state and local laws and regulations. Robroy is committed to high standards of business and personal ethics for itself and its personnel. The Robroy Code of Ethics and Legal Compliance sets forth the standards that Robroy expects of all of its employees. The Code is not intended to be a comprehensive legal encyclopedia of all laws and regulations governing Robroy's business dealings, but rather a vehicle for stating our company's ethical principles. Through performance in accordance with these standards, Robroy and all its employees will earn and enjoy the respect of the public, the business community, customers, and regulatory authorities.

The following pages provide a summary of basic ethics compliance policies adopted by Robroy to meet this commitment. It is a series of general principles which govern the conduct of every Robroy employee. The information contained in this guide is a subset of items provided to Robroy employees. The focus of this guide is on business conduct issues most likely to affect Robroy's relationships with its business partners. Please note that the Robroy Code of Ethics and Legal Compliance is for the sole benefit of Robroy and does not constitute a basis for claims by third parties.

Robroy operates **[1.800.399-2761]** which is available to anyone wishing to request information or express a concern about ethics and business conduct pertaining to Robroy's business or employee actions. A link to the **[1.800.399-2761]** appears on Robroy's website.

Legal Responsibilities

Robroy is committed to conducting business in a legal and ethical manner. All employees of Robroy are expected to meet high moral and ethical standards and comply with all applicable laws, rules and regulations. This applies to every director, officer and employee of Robroy and, as applicable, their family members and associates.

Robroy will comply with all federal, state and local laws and regulations that apply to our business. The Company will only pursue business opportunities that are legal and are consistent with the standards set forth in this guide. It is the policy of Robroy to prevent the occurrence of unethical or unlawful behavior. The Company will halt any unethical or unlawful behavior as soon as possible after its discovery, and discipline those who knowingly engage in such behavior. This policy includes our commitment to exercise proper supervision and to detect and deter violations.

Violations of laws, rules or regulations can have severe consequences for both the individuals involved and Robroy. Individuals may be subject to prosecution, imprisonment and/or fines. Robroy may also be held accountable for the improper conduct of its employees through fines. As such, violations of law, regulations, or Company rules will

subject employees to disciplinary action up to and including, termination of employment with Robroy. Accordingly, violations of law, regulations or company policies may subject employees to discipline under Robroy's Corrective Policy and may give rise to personal financial liability.

Ethical Responsibilities

Every Employee's Responsibility: Teamwork

All Robroy employees have an obligation to be honest in all their dealings with Robroy, coworkers, customers and suppliers. Employees should be familiar with, and adhere to, all Company policies and procedures. If an employee is aware of any ethical or legal violations, he or she has an obligation to inform his or her supervisor.

Robroy Managers' Responsibility: Ethical Leadership

Each Robroy manager or supervisor will be held accountable for making sure that his or her employees understand and apply the ethical standards set out in the Code, providing adequate training and supervision, listening to employees' questions and acting on their concerns, and setting a personal example of high ethical standards.

Responsibilities to Robroy Employees

Basic Employment Ethics

Robroy is committed to fair and lawful human resources policies and practices in recruiting, hiring, evaluations, training, discipline, career development, compensation, promotion, and termination. Unlawful or unethical discrimination of any sort will not be tolerated. Equal opportunity must be provided regardless of race, color, religion, sex, marital status, national origin, age, disability or veteran status. Unlawful harassment or any other form of physical or verbal abuse is inappropriate in the Robroy workplace and will not be tolerated.

Health and Safety

Robroy is committed to providing a healthy and safe workplace for its employees. Actions that put Robroy employees at risk will not be tolerated. No level of injury to our employees is acceptable! All Robroy employees are expected to comply with applicable federal, state and local health and safety laws and standards. Each employee is expected to be aware of, and to abide by, all Robroy health and safety standards and policies.

Substance Abuse

Robroy is committed to an alcohol and drug-free work environment. All Robroy employees are expected to report to work free of the influence of alcohol or illegal drugs.

Responsibilities to the Public

Environmental Compliance

It is Robroy's policy to comply with all environmental laws and regulations as they relate to our business. All employees are expected to handle materials in accordance with established control, storage, and disposal procedures. All spills or accidents involving hazardous materials must be reported promptly to a supervisor or any senior manager.

Political Activities

Except as expressly permitted by law, Robroy funds, equipment, facilities, or assets may not be used to support a political party, candidate or holder of any government office. Employees may choose to make personal political contributions or participate in the election process on their own time and at their own expense, but not during your normal working hours or on Company property. Robroy also encourages employees to be active participants in their community through service in voluntary organizations, local boards, and activities.

Investments and Inside Information

Employees may never use information about Robroy obtained as a part of the job for personal gain. Employees may not use inside or confidential information about Robroy to buy or sell stock or other securities. Employees may not disclose such information to outsiders.

Responsibility to the Marketplace

Product Quality

Robroy's vision statement reflects the Company's commitment to providing high quality products. Robroy strives to assure that all of its products meet or exceed all applicable industry standards. To that end, Robroy tests its products and accurately reports and represents those test results. All Robroy employees are expected to contribute to this effort.

Antitrust and Competition

Robroy will compete aggressively, but fairly, in the marketplace. It is unlawful to agree, or attempt to agree, to divide territories or customer lists with our competitors, or make any other agreement with a competitor that artificially raises the price of our services to our clients, or improperly reduces competition. For example, Robroy may not agree with a competitor about:

- prices to charge customers
- which customers to make sales calls on, or
- what services to offer customers.

Never, under any circumstances, may employees discuss pricing with one of Robroy's competitors.

Immigration

Robroy Industries, Inc. is committed to complying with the provisions of the Immigration and Nationality Act and, more specifically, the Immigration Reform Control Act of 1986 regarding the authorization of existing/potential employees to work in the United States. In that regard, and in addition to complying with all other applicable provisions, Robroy will not knowingly hire any person who is not legally permitted to work in the United States. Robroy will also require each and every applicant for employment to complete Form I-9 and, in so doing, produce documentary evidence establishing his/her authorization to work in this country. Robroy will also regularly review employee files to confirm that the documentation produced for purposes of Form I-9 remains current and valid and, therefore, that the employee continues to be eligible to work in the United States.

Customer Gifts and Entertainment

Robroy discourages the giving of gifts or entertainment to customers. Where modest gift giving or entertainment may be appropriate, good judgment should be followed.

- All gifts or entertainment must fall within the boundaries of reason and moderation.
- Certain expenditures must be approved in advance by a supervisor or manager.

Suppliers: Accepting Gifts and Entertainment

Employees may not accept gifts, personal loans, entertainment or other special considerations from an individual or business organization doing business with Robroy. Robroy will treat all suppliers fairly and professionally and will respect the privacy of any confidential or proprietary information that they may share with us. Robroy will evaluate all bids and proposals objectively on the merits of price and performance and will avoid relationships with suppliers that may give the appearance of favoritism. Robroy will avoid any influence that would conflict with the best interests of Robroy or prejudice the Robroy's reputation.

Any employee who is offered or receives a gift of more than nominal value should refuse it or return it to the giver in a tactful and dignified manner, advising the giver of Robroy's policy against the acceptance of gifts.

Conflicts of Interest

Robroy employees are expected to be loyal to the Company and avoid situations or circumstances that could put them in conflict with the interests of the Company. This includes activities, business relationships, or financial investments that could improperly influence or even appear to influence their judgment or performance at Robroy. If a close personal or business associate works for a customer, competitor, or supplier, this should be disclose to the local Human Resources Department.

Confidentiality and Information Security

Proprietary business information

Employees may not give confidential or proprietary Company information to unauthorized persons such as competitors, suppliers, or outside contractors. This includes financial information, customer lists, discounts, special prices, computer data and computer programs, as well as descriptions of Company processes or operations. This restriction continues to apply after an employee leaves Robroy.

Invoicing

Robroy employees are expected to understand and comply with all invoicing related policies and procedures established by the Company. All adjustments or write-offs of customer balances must be properly justified and documented. Billing errors or discrepancies should be thoroughly researched and refunds, if required, promptly made.