

Supplier Code of Conduct



OUR STANDARDS

Since DESTACO's founding in 1915, our teams throughout the world have been steadfast in performing with integrity, safeguarding and enhancing our reputation for quality, and delivering outstanding products and services to our customers. This is an essential part of our efforts to position DESTACO as a leader in every market we serve. All of us at DESTACO are proud that we have conducted our business over the years with honesty and integrity in everything we do.

DESTACO values its reputation for conducting business in a legally compliant and ethical manner. Consistent with this commitment, DESTACO does business with those who share in its culture, values, and ethical business practices. DESTACO has developed this Supplier Code of Conduct to guide its suppliers as to how to engage in ethical, responsible, and legal business practices in their operations around the world.

The requirements set forth in this Supplier Code mirror the standards DESTACO sets for its own employees, officers, and directors, as described in the DESTACO Code of Business Conduct and Ethics.

DESTACO requires its suppliers to:

- Act with honesty and integrity, and ethically
- Understand and comply with the laws and regulations that apply to your business in the countries where you do business
- Read, understand, and follow this Supplier Code
- Ensure compliance with this Supplier Code by each of your officers, directors, employees, other workers, representatives, agents, contractors, subcontractors, and sub-tier sources who are involved in the procurement and production process related to products and services provided to DESTACO
- Cooperate with inspections, audits, and investigations



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Prior to engaging in business and/or during an existing business relationship, DESTACO conducts diligence on its suppliers and their owners and key personnel to address DESTACO’s business needs and assess compliance with applicable laws, regulations, and this Supplier Code. This diligence may involve checking watch lists and sanction lists, conducting background checks, and checking other publicly available information about companies and individuals. Any use by us of your personal information will be carried out in accordance with our privacy notice available at www.DESTACOcorporation.com. The records collected will be maintained in accordance with DESTACO policy and may be viewed upon request.

INTRODUCTION

A. PURPOSE AND APPLICABILITY

This Supplier Code of Conduct complements the DESTACO Code of Business Conduct and Ethics by setting forth requirements for conducting business with DESTACO. DESTACO requires its suppliers to comply with this Supplier Code of Conduct, as provided in terms and conditions of our supplier contracts, and to communicate its requirements to its employees and business partners assisting with DESTACO business. DESTACO expects its suppliers to use this Supplier Code as a guide for ethical, responsible, and legal business practices in their operations. DESTACO may periodically request suppliers to attend trainings on topics discussed in this Supplier Code.

This Supplier Code does not create contractual rights for suppliers. DESTACO will update this Supplier Code periodically and expects suppliers to stay current.

“DESTACO” means DESTACO Corporation, including its segments, platforms, operating companies, and subsidiaries.

“Supplier Code” means this Supplier Code of Conduct. “Suppliers” or “you” means any company, corporation, other entity, or person that sells, or seeks to sell, goods or services to DESTACO (such as, without limitation, suppliers, distributors, consultants, agents, and other third party providers), including the supplier’s employees, other workers, representatives, agents, contractors, subcontractors, and other sub-tier sources.



COMPLY WITH APPLICABLE LAWS, RULES, AND REGULATIONS

Each supplier must comply with all laws and regulations applicable to its business in the countries where it does business. While laws, regulations, business practices, and customs can vary greatly from one country to the next, this Supplier Code sets forth the minimum requirements that all of DESTACO’s suppliers must meet.

A. ANTI-BRIBERY AND ANTI-CORRUPTION

Offering or paying bribes, other improper payments, or things of value to win business or obtain an unfair advantage is unacceptable, even if business is lost or difficulties are encountered as a result (for example, delays in obtaining permits or licenses). Offering,

paying, accepting, or soliciting bribes and other corrupt payments may violate multiple anti-corruption laws and expose individuals, DESTACO’s suppliers, and DESTACO to civil and criminal liability and severe penalties. Violations could also result in the loss of future government contracts. DESTACO’s suppliers are prohibited from engaging in corruption, extortion, or embezzlement in any form with any third party, public or private, whether offered, paid, accepted, or solicited directly by a supplier’s employees or indirectly through third parties.



Examples of Red Flags

- Offers of extravagant or multiple gifts or entertainment
- Third parties who do not clearly account for their expenditures or whose commissions seem in excess of the services provided
- Customers or officials who hint or suggest that certain payments be made to obtain business or information
- Requests that a third party make a payment to an official to expedite the handling of a matter such as customs clearance
- Requests to employ a family member
- Requests for political or charitable contributions

B. GIFTS, ENTERTAINMENT, AND HOSPITALITIES

DESTACO’s suppliers are required to understand and comply with this Supplier Code and applicable laws and regulations when offering or accepting any gifts, favors, meals, entertainment, or hospitalities to or from DESTACO employees, customers, or other

business partners or their family members. Any such gift, entertainment, or hospitality must be consistent with customary regional business practices and the recipient’s policies—and it must not adversely affect the reputation of DESTACO or the supplier if publicly disclosed. In addition, DESTACO’s suppliers must not create or give the appearance of a conflict of interest when engaging in these practices.



Examples of Red Flags

- Gifts or entertainment involving a government official
- Gifts or entertainment of more than nominal value
- Gifts or entertainment of any value offered to a DESTACO employee in a position to make a decision about the gift giver
- Inappropriate gifts such as cash
- Gifts or entertainment offered during a tender process

C. GLOBAL TRADE COMPLIANCE

DESTACO’s suppliers are required to comply with all applicable international trade laws and regulations, including import, export, and re-export control regulations, as well as applicable embargoes, sanctions, and anti-boycott laws.



Examples of Red Flags

- Suppliers who attempt to provide lower value invoice totals with imports to lower duties owed on imported goods or who misclassify goods on invoices to avoid antidumping duties
- Suppliers who transship products to hide actual country of origin or content that would be subject to importing country restrictions or sanctions
- Suppliers who do business in sanctioned countries and/or support prohibited economic boycotts

D. FAIR DEALING AND COMPETITION LAWS

DESTACO succeeds by competing fairly and dealing truthfully with customers and business partners, without manipulation, concealment, abuse of confidential information, misrepresentation of material facts, or any other unfair dealing practice. DESTACO’s suppliers are required to uphold fair business standards in advertising, sales, and competition.

DESTACO’s suppliers are required to comply with applicable antitrust and competition laws where they do business. These laws prohibit agreements between competitors that affect prices, costs, terms or conditions of sale, the markets in which they will compete, or customers or suppliers with whom they will do business. These laws may also regulate distribution agreements, rebates, discounts, or territorial restrictions on resellers.



Examples of Red Flags

- Any competitor who attempts to discuss competitive information such as pricing, bids, sales, territories, or third parties with whom they will do business
- Discussions at trade associations, meetings, or events where competitors are in attendance which relate to prices, markets, profits, or other topics that could be of interest to competitors
- Obtaining competitive information using unlawful or ethical means such as misrepresentation, deception, theft, spying, or bribery

E. CONFLICTS OF INTEREST

DESTACO’s suppliers must avoid, where possible, involvement in actual or apparent conflicts of interest between the supplier’s interests and the interests of DESTACO. This Supplier Code requires disclosure of any such conflict of interest and the ethical handling of conflicts that cannot be avoided.



Examples of Red Flags

- A supplier employee has a second job at a current or potential competitor of DESTACO
- A supplier has a substantial ownership interest in a current or potential competitor of DESTACO (other than nominal investments in public companies)
- A supplier employee is a family member of or has a close personal relationship with a key contact/ decision maker at DESTACO (or vice versa)

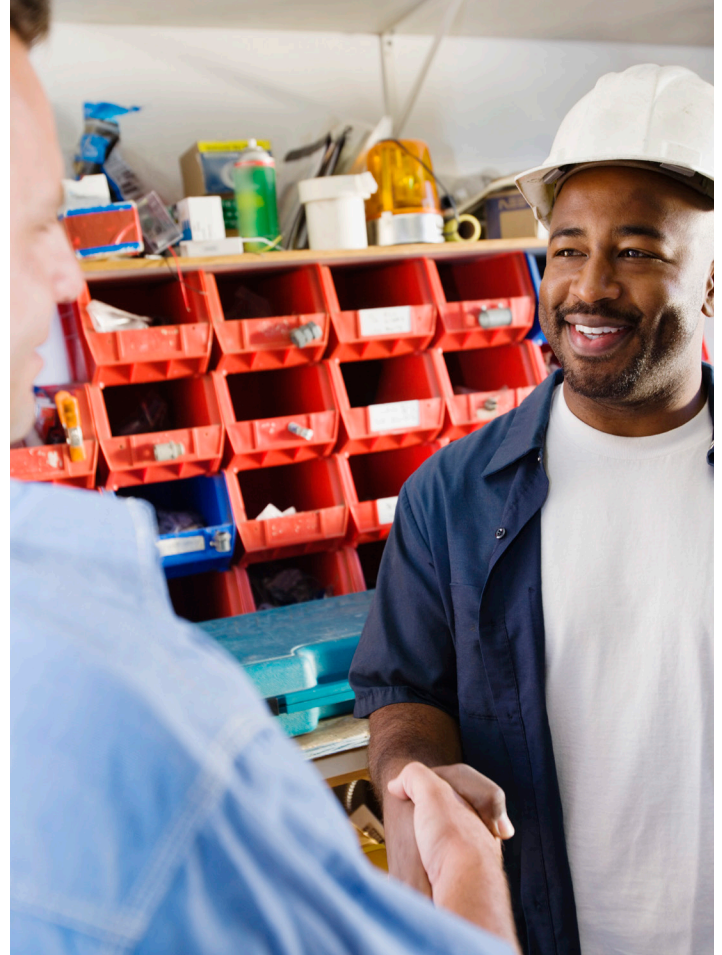
F. ANTI-MONEY LAUNDERING

DESTACO conducts business only with reputable suppliers involved in legitimate business activities using funds from legitimate sources. DESTACO’s suppliers are required to comply with applicable laws relating to money laundering.



Examples of Red Flags

- Any proposed or actual payments in cash from a customer or partner
- Customers who overpay for goods or services, and then request a refund
- Any customer, supplier, agent, or partner who provides incomplete or suspicious information
- Funds paid to/from a third party not involved in the contract or to/from countries not normally associated with the customer
- Payments made in currencies other than those specified in the invoice



G. CONFLICT MINERALS

DESTACO's suppliers must cooperate in due diligence requests made by DESTACO with respect to the origin of intermediaries associated with the purchases of materials or products containing Conflict Minerals,

whether or not those materials or products may have been mined or produced in the Covered Countries or obtained from recycled sources, in compliance with DESTACO's reporting requirements under the US Dodd-Frank Act, Section 1502. Where specified in a purchase order or supply agreement, suppliers will comply with any DESTACO requirement to provide products, components, parts, and materials which are free of Conflict Minerals mined or produced in the Covered Countries in support of armed conflict in the region. See DESTACO's Conflict Minerals Policy for more information.

"Conflict Minerals" are tin (Cassiterite), tungsten (Wolframite), tantalum (Columbite-tantalite or coltan), and gold, and the derivative metals from these minerals. The "Covered Countries" are the Democratic Republic of the Congo, Angola, Burundi, Central African Republic, The Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.

H. HUMAN RIGHTS

To enable DESTACO to conduct business in a way that respects and upholds fundamental human rights, suppliers are required to comply with applicable laws and regulations that relate to human rights topics such as equal employment opportunities, discrimination and harassment, freedom of association, child and forced labor, slavery, human trafficking, and health and safety. See "Maintain a Fair and Safe Workplace" for more information.



I. ENVIRONMENT

DESTACO is committed to creating economic value for shareholders and customers through sustainable practices that protect the long-term well-being of the environment, DESTACO's employees, and the communities in which it operates. DESTACO's suppliers are required to comply with all applicable environmental laws, regulations, and standards and minimize any adverse impact on the environment. DESTACO's suppliers must also endeavor to conserve natural resources, including water and energy, and reduce or eliminate waste, packaging, and the use of hazardous substances. DESTACO expects suppliers to support its environmental reporting by promptly responding to DESTACO's information requests regarding sustainability commitments and progress.

J. INSIDE INFORMATION

You must not buy or sell the securities of DESTACO or any other company if you possess "inside information," which is material information that is not available to the public. Material information is any information that a reasonable investor would likely consider important in deciding whether to buy, sell, or hold a security (for example, information about winning or losing a major contract). You also cannot give inside information to others who might use it to buy or sell securities.

K. PRODUCT COMPLIANCE

DESTACO is committed to standards of product compliance across jurisdictions in which DESTACO and DESTACO's customers work. Suppliers must ensure that materials from the Supplier fulfill all applicable product compliance, chemicals and materials laws, regulations and standards, DESTACO expects Suppliers to provide full and accurate information on composition of materials on request and to comply with all standards and requirements notified to Suppliers by DESTACO.

PROTECT DESTACO'S ASSETS, INFORMATION, AND REPUTATION

DESTACO's suppliers are required to preserve, protect, and responsibly use DESTACO property that they have access to, and protect it from theft, damage, loss, and misuse. This includes physical and intangible assets such as ideas, innovations, technology, brands, and confidential information and data.

A. INTELLECTUAL PROPERTY

Suppliers are required to respect intellectual property rights, both during their contract with DESTACO and thereafter. Patents, copyrights, and trademarks belonging to others may not be used without express permission from the owner. Any transfer or sharing of technology or know-how must be done on a need-to-know basis and in a manner that protects intellectual property rights and is in compliance with local law.

B. CONFIDENTIAL INFORMATION, DATA SECURITY, AND PRIVACY

Suppliers are required to safeguard DESTACO's proprietary and confidential information, which includes all nonpublic information, whether written or oral, that DESTACO has a legitimate business interest in protecting. This includes technical, design, or process data, improvements, new products, products in development, inventions, models, manuals, know-how, financial data, pricing information, business development or acquisition plans, marketing plans, project practices, and customer and supplier lists.

Suppliers are required to follow all applicable privacy, information security and data protection laws that govern the handling, use, and retention of information and data provided by DESTACO, which may include private and sensitive personal information.



Examples of Red Flags

- Discussing confidential information with third parties without a confidentiality agreement
- International data transfers involving personal data from the European Union
- Inadvertent disclosure of confidential information in external meetings
- Unattended or unprotected computers or mobile devices that contain DESTACO proprietary and confidential information
- Requests for data from questionable sources
- Non-transparent subcontracting by suppliers of data processing and cloud computing
- Using DESTACO's proprietary or confidential information beyond the scope of the engagement or for the supplier's or other's benefit

C. ACCURATE BOOKS AND RECORDS, RECORDS MANAGEMENT, AND COOPERATION WITH INSPECTIONS, AUDITS, AND INVESTIGATIONS

Suppliers must retain documents and records in accordance with applicable law, including accurate, timely, and complete accounts, quality reports, time records, expense reports, and submissions to DESTACO, regulatory authorities, or others. This also includes documentation necessary to demonstrate compliance with law and this Supplier Code or relevant to any pending litigation, audit, or investigation. Suppliers must cooperate with requests for inspections, audits, and investigations by DESTACO or any of its authorized agents relating to compliance with this Supplier Code. Suppliers are also expected to cooperate with reasonable requests from DESTACO or its third-party advisors in connection with evaluating the supplier's compliance with this Supplier Code, including as to financial books and records, quality, safety, and environmental compliance.



MAINTAIN A FAIR AND SAFE WORKPLACE

A. SAFETY

DESTACO's suppliers have a responsibility to promote a safe, clean, and secure workplace and conduct operations in compliance with applicable health and safety laws and regulations. Standards, including but not limited to fire alarms, fire drills, clearly marked emergency exits, and fire extinguishers, shall be in place as precautionary measures to help prevent emergencies. DESTACO also requires its suppliers to know, understand, and comply with all applicable laws governing product safety and quality.

Examples of Red Flags

- Failure to follow applicable safety regulations or policies
- Failure to report accidents and injuries
- Unsafe workplace conditions or practices such as exposed hazards, blocked emergency exits, or failure to use safety equipment
- Workers using, possessing, or being under the influence of alcohol, illegal drugs, or any substance that could interfere with safely performing their work
- Violence in the workplace
- Providing worker accommodations that are not clean or safe, or meet basic needs
- Failing to adhere to product safety and quality requirements

B. ETHICAL EMPLOYMENT PRACTICES, HARASSMENT, AND NON-DISCRIMINATION POLICY

DESTACO recognizes the value of diverse skills, ideas, and backgrounds, and requires its suppliers' workplaces to be professional and free from discrimination, harassment, and abuse. Suppliers are required to protect and respect the human rights of employees and others in their business operations. Each supplier must, in relation to employees, other workers, and applicants for employment, as applicable:

- Treat each person with dignity, fairness, and respect, and afford them equal opportunity to the fullest extent provided by law
- Make employment decisions based on merit
- Not discriminate against anyone with regard to race, color, religion, disability, national origin, gender, sexual orientation, gender identity and expression, marital status, age, or other characteristic protected by local law
- Not create or allow an unprofessional, offensive, or hostile work environment
- Respect the right to freely associate or not associate with any group in compliance with local laws
- Comply with all applicable wage and hour laws, and we encourage paying wages that meet basic needs and affords some discretionary income
- Comply with all applicable local laws with respect to child labor, and keep a record of its employees' ages
- Not use forced, bonded, involuntary, prison, or indentured labor



- Not threaten or subject employees to physical punishment, mental or physical coercion, or sexual abuse
- Ensure that employees work on a voluntary basis
- Not intentionally source materials from supply chains associated with human trafficking and take reasonable efforts to assure that its own suppliers comply with this requirement



Examples of Red Flags

- Failing to comply with laws relating to minimum and maximum wages, overtime, and/or legally mandated benefits
- Hiring for employment or work a child who is below the age of 15 or below the age for completing compulsory education in the country of work
- Hiring a child to perform work which may harm the child’s health or safety
- Requiring a medical test that could be used in a discriminatory way, except where required by applicable law or where prudent for workplace safety
- Harassing behavior such as unwelcome sexual advances or physical conduct, slurs, insulting jokes, or offensive comments or material
- Sourcing materials from supply chains associated with human trafficking or slavery
- Employing a worker whose employer is withholding wages until a recruitment fee and related interest debt is repaid and/ or is retaining the employee’s immigration documents to bind them to employment

HOW TO REPORT CONCERNS

DESTACO takes violations of this Supplier Code seriously and investigates reports of actual or suspected misconduct, as appropriate. If a supplier violates any of the requirements contained in this Supplier Code, DESTACO may terminate the relationship. In appropriate cases, DESTACO may also refer misconduct to the proper authorities. Suppliers should report known or suspected violations of this Supplier Code; the DESTACO hotline may be used.

REPORTING CONCERNS

DESTACO’s Global Hotline at 1-888-DESTACO (337-8226) (for calls from the U.S.) Web-based report through <https://stabilus.whistleblownetwork.net/setup>

Mail to DESTACO, 15 Corporate Drive, Auburn Hills, MI 48326 USA, Attention: Compliance Department

You may report anonymously where local law permits. Please keep in mind that the more information you provide, the easier it will be for DESTACO to investigate and appropriately respond to your report. Unless otherwise required by local law, DESTACO will treat reports of violations confidentially.

Suppliers must not retaliate against their employees for reporting concerns in good faith.





