

## Supplier Code of Conduct

### Conflict of Interest

Suppliers are naturally involved in business relationships with other companies, including competitors of Towne. These relationships must never compromise, or reasonably appear to compromise your business responsibilities or ability to make sound, impartial, and objective business decisions in connection with your engagement with Towne.

### Gifts and Gratuities

#### **To avoid the appearance of a conflict of interest:**

- Suppliers should not offer gifts, entertainment, or travel to a Towne employee, nor is acceptance of these permitted beyond a nominal value (retail value \$50 or less). Items such as these should never be on a regular or multiple basis.
- Promotional Items with advertising such as pens, pencils, calendars, etc. given in the normal course of business are acceptable if reasonable in nature.
- Supplier must not offer bribes, kickbacks, payoffs or other unusual or improper payments to Towne employees.
- Vendor-paid travel, accommodations, or expenses are not allowed unless approved in advance by the Chief Executive Officer (CEO).
- Vendor-paid wages, salaries, consulting fees, referral fees, commissions, etc., paid directly to an employee are prohibited.
- Cash awards or prizes to staff members who are winners of a supplier-sponsored contest (except when such cash award or prize becomes the property of the Company) are prohibited.
- Obtaining discounted prices for personal items from vendors if they are not routinely provided to other Company employees is prohibited.

- Lunches or gifts of food for entire departments or teams may be accepted.
- Vendor should disclose any offers or requests for gifts or favors or other questionable behavior by our employees to Senior Management.

### **Human Rights**

Suppliers acknowledge and respect the principles contained in the Universal Declaration of Human Rights. Suppliers agree to conduct business in a manner consistent with these principles and to protect human rights within the company's sphere of influence. Supplier must commit to incorporate responsible workplace practices, and endeavor to conduct business operations in a manner that is free from complicity in human rights abuses.

***Ethical Business Conduct*** All company suppliers are required to obey the law and comply with specific standards relating to legal obligations, ethics, and business conduct. The Company has clear accountability mechanisms in place to monitor and report on compliance with these directives.

***Protection of the Rights of Children*** Towne AllPoints condemns all forms of exploitation of children. Suppliers must not recruit child labor, and support the elimination of exploitative child labor. Suppliers must support laws duly enacted to prevent and punish the crime of sexual exploitation of children. Towne AllPoints works to raise awareness concerning such exploitation, and will cooperate with law enforcement authorities to address any such instances of exploitation of which the Company becomes aware.

***Protection of the Rights of Associates*** Suppliers must support and uphold the elimination of discriminatory practices with respect to employment and occupation, and promote and embraces diversity in all aspects of its business operations. Suppliers must further support the elimination of all forms of forced, bonded or compulsory labor and the freedom of association.