

Roxell Pocket Guide

to ethics and business conduct for business partners

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1. Integrity in all things

Integrity is one of the core values of Roxell.

All third parties doing business with Roxell are expected to conduct themselves in accordance with the highest legal, moral and ethical standards. These standards require laws that apply to Roxell's business, as well as abiding by all Roxell policies and procedures.

This pocket guide serves as a brief reference guide to policies addressed more thoroughly in CTB's Business Conduct Policy, which is applicable to Roxell as a subsidiary of CTB. This guide does not replace the policy, and individuals are responsible for being familiar with the policy and promoting Roxell values, standards of conduct, the policies and guidelines.

Copies of the Business Conduct Policy may be obtained on our [website](#), through an Area Sales Manager or any member of the Roxell Management.

Any individual with information about illegal or unethical behavior has a responsibility to promptly report such information.

2. What is FCPA?

The Foreign Corrupt Practices Act (FCPA) makes it illegal for companies and their supervisors to influence anyone with any personal payments or rewards.

This is being accomplished in two ways:

1. Through anti-bribery provisions.
2. Through accounting and record-keeping provisions.

The act applies to:

- / Any citizen or resident of the USA and to any company - and its subsidiaries - that is organized under the laws of the USA.
- / Any person who has a certain degree of connection to the United States and engages in foreign corrupt practices, whether or not they are physically present in the USA.
- / The acts of US businesses and nationals in supporting of unlawful payments anywhere in the world — even payments that take place wholly outside the USA.

This means that the FCPA is also applicable to companies like Roxell and its business partners.

3. What is expected of you as a business partner of Roxell?

All business partners should behave at all times in a manner that reflects the spirit and intent of Roxell's policies and values.

This means that the following conduct is prohibited:

- / Theft, fraud, embezzlement, misappropriation and/or conversion of Roxell property.
- / Bribery.
- / Falsification of documents.
- / Destruction of documents (except where authorized by Roxell policy).
- / Disclosure of confidential information (except where legally authorized).
- / Misuse, disclosure or distribution of proprietary information of Roxell or others.
- / Failure to use safety procedures and equipment.
- / Harassment and/or violence.
- / Discrimination.
- / Conflicts of interest.
- / Noncompliance with antitrust, competition and/or securities laws.
- / Dishonesty, abuse of privileged information, misrepresentation of facts or any other unfair practices.

4. Examples of illegal or unethical behavior

- / A company provides someone with money (or some other benefit) in order to gain an unfair business advantage.
- / A company sells a Roxell product in a country that is in violation of US or EU embargo laws.
- / A company participates in a business transaction on behalf of Roxell, where the companies' relationships and/or activities outside of Roxell create an appearance of impropriety.
- / A company provides incorrect information about its organization.

5. How to report illegal or unethical conduct?

Please contact your Area Sales Manager or any member of the Roxell management.

Roxell values: Integrity, Trust, Respect, Team Spirit, Drive, Open Mind

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