

Spherotech Ethics, Business Conduct and Labor Management Policy

Spherotech conducts business and manages our employees in a professional manner with a high level of integrity in order to achieve commercial success. We will fulfill our customer commitments, interact with suppliers, manage human resources, and communicate our capabilities in a manner that is accountable, honest, fair, responsible and respectful. This conduct shall promote compliance with applicable governmental laws, rules, and regulations. Spherotech is committed to continuous improvements related our ethics and labor policies and overall business conduct.

Supporting Guidelines

Spherotech will maintain a safe and appropriate workplace for voluntary employment that is free from violence, harassment, and discrimination. Spherotech's labor practices will be in compliance with applicable regulatory agencies, local and federal laws.

Spherotech's business practices, management practices and hiring shall not discriminate on the grounds of race, gender, religion or cultural differences.

Our employees and co-workers will be treated with dignity and respect.

Our organization respects diversity and embraces the opportunity to apply individual differences to create customer value.

Spherotech's marketing practices will represent our product portfolio in a clear way in selling, advertising and other forms of communication; this includes the avoidance of false, misleading and deceptive promotion. Offer products of value that do what we claim in our communications.

Spherotech's employees shall not engage in coercion, collusion or corruption. With this in mind, Spherotech employees and management are strictly prohibited from accepting bribes, commissions or other unlawful payments for the purpose of receiving favorable treatment, contracts, or sales from others.

Employee's shall not accept gifts from suppliers or customers that are excessive in cost or frequency that might conflict with this.

Opportunities for continuous improvements shall be documented utilizing our Corrective and Preventive Action process.

Conflict of Interest Guidelines

It is Spherotech's policy that employees and others acting on Spherotech's behalf must be free from conflicts of interest or potential conflicts that could adversely influence their judgment, objectivity or loyalty to the company in conducting Spherotech business activities and assignments.

This policy establishes only the framework within which Spherotech ownership wishes the business to operate. The purpose of these guidelines is to provide general direction so that employees can seek further clarification on issues related to the subject of acceptable standards of operation.

A conflict of interest occurs when there is an actual or perceived benefit to an individual as a result of his or her actions or decisions. A conflict also occurs when an employee or manager is in a position to influence a decision that may result in personal gain for that employee, relative, or acquaintance as a result of Spherotech business.

For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

Transactions with outside firms must be conducted within a framework established and controlled by Spherotech management team. Business dealings with outside firms should not result in unusual gains for those firms.

The following list some conflicts of interest:

- Having an ownership interest in a vendor's business with which Spherotech conducts business.
- Using the organization's resources for other than business specific activities.
- Making use of confidential information that benefits an individual Board Member, employee, or relative.
- Receiving product bonuses, gifts, special fringe benefits, unusual price breaks, remuneration, and other windfalls designed to ultimately benefit the employer, the employee, or both.

The company recognizes that employees may take part in legitimate financial, business, charitable and other activities outside their Spherotech roles, but any potential conflict of interest raised by those activities must be disclosed promptly to management.