



Supplier Code of Business Conduct and Ethics

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Purpose

This policy is intended to govern the conduct of Seemann Composites, LLC. and all of its subsidiaries' Suppliers when doing business with or on behalf of Seemann Composites, LLC.

For the purpose of this policy, reference to the "Company" shall mean Seemann Composites, LLC. and/ or any of its subsidiaries; "Suppliers" shall mean any commercial company that may provide goods and/ or services or engage in business affairs for any other commercial purpose, and receive payments, for any aspect of the Company's business including, but not limited to, exploration, development, construction, operations and reclamation and excluded from this definition of "Suppliers" are all transactions involving land purchases or leases, government agencies, utilities, financial institutions, charitable organizations, and any entity or joint venture partner of the Company; "Code" means this Code of Business Conduct and Ethics for Suppliers, as amended from time to time.

Policy Statement

The Company is committed to ensuring that all working conditions in its business operations are safe, that workers are treated with respect and dignity, and that all work activities are performed in an environmentally responsible manner and in accordance with the Company's environmental, health,

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safety and social responsibility compliance standards. By upholding its core values, the Company earns the trust of its stakeholders and creates shared value. Suppliers are expected, in all of their activities, to maintain high ethical standards, acting with integrity, trust, respect, honesty and teamwork and to operate in full compliance with applicable laws, rules and regulations of the countries in which they operate. This Code goes further, drawing upon internationally recognized standards in order to advance social and environmental responsibility. Suppliers are required to review the Company's Code of Business Conduct and Ethics for Directors, Officers and Employees.

While this Code deals with major areas of concern, it cannot cover every situation which may arise. Suppliers are expected to exercise their own best judgment and discretion within the parameters of this Code, keeping in mind the high standards to which the Company is committed.

Workplace Standards and Practices and Compliance with the Law

Suppliers of products or services produced in or provided from the United States shall comply with all applicable federal, state and/or local laws and regulations in every jurisdiction in which the Supplier conducts business with, or on behalf of, the Company. Suppliers of products or services produced or provided from outside the United States shall comply with applicable laws and regulations of relevant countries. However, regardless of applicable laws and regulations, Suppliers must uphold the human rights of all workers by treating them with dignity and respect. Local laws may in some instances be less restrictive than the guidelines set forth in this Code. Suppliers are expected to comply with this Code, even if the conduct would otherwise be legal under applicable local laws. If local laws are more restrictive than this Code, Suppliers are expected to, at a minimum, comply with applicable local laws.

Suppliers retained by the Company and their agents and permitted subcontractors, are fully responsible for the quality, performance, behavior, supervision and protection of their personnel. The Company retains the right in its absolute discretion to require the removal of any personnel of a contractor or subcontractor from a job site in appropriate circumstances, for example: (a) if there is reasonable cause to believe a person is under the influence of alcohol, drugs or other substances that adversely affect that person's work or create a safety risk, (b) for commission of an illegal act, (c) for threatening or harassing the public or a Company employee, or otherwise engaging in abusive or disruptive conduct, (d) for violation of a Company policy, or (e) for performing an unsafe act.

Non-Discrimination

Suppliers are expected to judge their employees and subcontractors based upon their ability to do their jobs and not upon their physical and/or personal characteristics or beliefs, affirming the principle of no unlawful discrimination based on race, color, gender, religion national origin or sexual orientation.

No Harassment

Suppliers shall treat every employee with respect and dignity and shall not subject any employee to physical, sexual, psychological or verbal harassment or abuse.



Wages and Benefits

Suppliers are expected to compensate their employees fairly and competitively relative to their industry in full compliance with applicable local and national wage and hour laws.

Health, Safety and Environmental Practices

Safety is always the Company's first consideration. Suppliers must apply safe work practices (including regulatory and contract specific requirements) and hold high regard for the quality of the environment in its conduct of all activities and exercise good judgment in work decisions. Suppliers performing work on our property or on our behalf must instill health, safety and environmental regard in every aspect of their work processes and in the attitude and behavior of all their employees.

Adverse effects on the community, environment, and natural resources are to be minimized while safeguarding the health and safety of the public. Suppliers are required to complete all requisite health and safety training, or the equivalent thereof, upon entry and prior to any visit or conducting any business on any mine site, as required by the Mine Safety and Health Act and Company policy. Suppliers must comply with all applicable health, safety and environmental laws and regulations when conducting business with the Company. By way of example and not limitation, Suppliers performing work on our property or on our behalf must:

1. Obtain and keep current all required environmental permits and registrations;
2. Reduce, control and/or eliminate wastewater, waste and pollution at the source;
3. Reduce, control and/or eliminate air emissions of volatile chemicals, corrosives, particulates, aerosols and combustion products;
4. Conform to applicable labeling and warning requirements;
5. Timely report unsafe working conditions;
6. Recycle as appropriate; and
7. Identify, manage, store, move and handle hazardous substances in accordance with law.

No Alcohol or Drug Use

All Suppliers are required to strictly comply with all Company Drug and Alcohol Policies. Suppliers must not report to work or engage in any work for or on behalf of the Company, or in any fashion represent, or make any representations on behalf of the Company, while under the influence of illegal drugs or alcohol. In addition, suppliers may not possess illegal drugs or controlled substances while on the Company's premises or while conducting business with or for the Company. This prohibition does not include legally obtained medications used as directed by a licensed medical practitioner that do not create a safety risk (e.g., impairment while operating machinery.)

Business Ethics

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Suppliers must be committed to the highest standards of ethical conduct when dealing with workers, suppliers, government and regulatory authorities and the Company. Any and all forms of illegal or inappropriate activity, including, but not limited to, corruption, misrepresentation, extortion, embezzlement or bribery, are strictly prohibited and may result in termination of any or all agreements with the Company and possible legal action. Records prepared for the Company, including records of work time and expenses, shall be accurate, truthful and complete, and shall meet applicable standards and requirements. Most countries around the world have laws that prohibit making payments or giving anything of value to improperly influence government officials. All Suppliers are expected to comply with all applicable anticorruption laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act of 1977, as amended, which prohibits offering, promising, paying or providing, or authorizing the payment or providing of anything of value, directly or indirectly, to a foreign government official to improperly influence the recipient to misuse his or her official position for the purpose of obtaining or retaining business for or with, or directing business to, any person, or obtaining any improper business advantage.

Each Supplier should endeavor to deal fairly with the Company and its employees, directors, officers and external advisers. None should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice and uphold fair business standards in advertising, sales and competition. Employees, subcontractors, agents or affiliates of Suppliers must act in a fair impartial manner and should avoid both real and perceived conflicts of interest in the business they conduct with or on behalf of the Company.

Suppliers must disclose information regarding their business activities, structure, financial situation, and performance in accordance with applicable law and prevailing industry practices.

Gratuities

Gifts, entertainment, travel, per diem reimbursements, or any other form of gratuity may not be given or received by Supplier as a reward, encouragement or improper influence for preferential treatment. Any Supplier that wishes to give or receive modest gifts and entertainment, to or from the Company or any of its employees, is subject to pre-approval by the Company's management, and any approval may only be given outside of any actual or anticipated bidding/tendering process.

Proper Use of Company Assets and Information

Suppliers shall protect and conserve any resources made available by the Company and shall use them only for purposes authorized by the Company. Company resources include tangible items, such as vehicles, equipment, facilities, consumables and computer and communication systems, as well as intangible items, such as the Company's good name and reputation, employee productivity and sensitive information.



Suppliers shall respect and not infringe the intellectual property ownership rights of the Company and others, including, but not limited to, proprietary information, copyrights, patents, trademarks and trade secrets.

Supplier acknowledges that Company information is a valuable asset. Suppliers shall protect the Company's confidential information and shall not divulge, dispose of inappropriately or copy any Company information that a prudent business person would consider sensitive or which is designated as sensitive, proprietary or confidential, whether delivered or granted access to in oral, written, electronic or visual form and whether or not marked as "confidential." Such information includes, but is not limited to, strategic, personal, financial or unpatented technology information. Suppliers shall not use or allow the use of such information for securities transactions or any improper benefit or gain. It may be appropriate in some cases for the Company and Suppliers to agree to additional specific nondisclosure provisions. Suppliers shall not purport to make any announcements or release any information on behalf of any member of the public, press, official body, business entity or other person, or claim or imply any endorsement by the Company or the Company's employees, without the express prior written consent of the Company.

Except as required by any applicable law, or otherwise permitted by prior written consent signed by an authorized person of the Company, Suppliers are not permitted to use the Company's name, logo or trademarks or to make any public announcements or disclosures in relation to the subject matter of their contract or their dealings with any personnel of the Company.

Supplier acknowledges that the Company is a public company, subject to Federal and State laws prohibiting the buying, selling or making other transfers of securities by any person who possesses, or has access to, material non-public information concerning the Company. Any Supplier who knows or has access to material non-public information regarding the Company shall not buy, sell, or transact in securities issued by the Company. Suppliers shall ensure that all of Supplier's employees, subcontractors, agents and any other third party that may know or gain access to any material non-public information concerning the Company, are made aware of the trade restriction and further ensure that no improper transactions are executed by the same. Without regard to any penalties imposed by others, including but not limited to, the Securities and Exchange Commission and the New York Stock Exchange, willful violation of this Code constitutes grounds for immediate termination of any business relationship with the Supplier and any affiliated agreement.

Accuracy of Business Records

Supplier shall make and keep books and records that accurately and fairly reflect the Supplier's transactions and dispositions with the Company, and to devise and maintain an adequate system of internal accounting controls. Supplier must comply with all record keeping and retention best practices and laws, including the Foreign Corrupt Practices Act. Supplier must record and report facts accurately, honestly and objectively. Supplier shall not hide, fail to record, or make false entries. All financial books and records must conform to generally accepted accounting principles.

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Subcontractors

Suppliers must not use subcontractors in the performance of work for the Company without prior approval from the Company, and only after the subcontractor has agreed to comply with this Code. Suppliers must ensure that any subcontractor used has ethical and business practices that are similar to the Company's standards and practices.

Audits and Inspections

Verification of compliance is subject to audits by the Company or a third party designated by or otherwise acceptable to the Company. Failure of Supplier to comply, or failure to work with the Company or a third party engaged by the Company, to correct non-complying situations is grounds for cancellation of open orders, discontinued services or termination of the business relationship.

Penalties for Non-Compliance

The Company reserves the right to terminate its business relationship with any Supplier who violates this Code or if any of Supplier's employees, agents or subcontractors violate this Code. The Company reserves the right to terminate its business relationship with Suppliers who fail to provide written confirmation to the Company, upon request by the Company, that they have a program in place to monitor their suppliers and subcontractors for compliance with this Code. The Company reserves the right to require Suppliers to certify and acknowledge receipt and understanding of this Code, as frequently as the Company may determine in its sole discretion.

Relationship Between the Company and Supplier

This Code does not confer, nor shall it be interpreted, construed or deemed to confer, any rights on the part of third-parties, including any third-party beneficiary rights. For example, no employees of any Supplier shall have any rights against the Company by virtue of this Code, nor shall such employees have any rights to cause the Company to enforce any provisions of this Code, the decision with respect to any such actions being reserved by the Company in its sole discretion.

Conclusion

We thank you for your compliance with this important Code and look forward to a mutually beneficial relationship with all of our Suppliers based on the highest levels of ethical behavior.