



Engineered to order. Built to last.

G&W Electric Company  
**Code of Conduct Policy**  
Issued: July 2013

As G&W Electric Company (“G&W”) continues to grow and expand into new markets, we are committed to ethical conduct and legal compliance in our operations in the United States and around the world. G&W is committed to doing business ethically, and with integrity.

G&W has developed this Code of Conduct (“Code”) to express our values, commitment to ethics and compliance with applicable laws. Your compliance with this Code and all of G&W’s other policies will help us to fulfill our pursuit of excellence and honesty.

## **1. Rights and Responsibilities**

This Code sets forth G&W’s commitment to, and guidelines for, doing business ethically and in accordance with applicable laws and regulations. This Code provides guidelines, but this Code cannot address every set of circumstances that might arise.

This Code applies to all employees, directors, officers, agents, representatives, and all other persons conducting business on behalf of G&W, including individuals in all of G&W’s subsidiaries and affiliates worldwide.

If you have any questions or concerns regarding this Code, you can contact your supervisor, the Human Resources Department or the Vice President-Finance.

## **2. Commitment to Employees and Representatives**

### **a. Safe and Healthy Work Environment**

G&W Electric holds in high regard the safety, welfare, and health of its employees. We believe that safety and health are shared responsibilities. Everyone must take ownership for his or her own safety and that of their co-workers, customers, contractors, and visitors. G&W provides a safe and healthy working environment for its employees, customers, contractors, and visitors by complying with all applicable federal, state and local laws and regulations. It is our primary goal to eliminate or control both known and potential safety and health hazards. This requires the interest, cooperation, and dedication of every employee.

As a condition of employment, each employee must consistently work in a safe manner, according to all local laws and company safety policies and procedures.

### **b. Personal Information**

In accordance with law, G&W collects and maintains employees’ personal information that relates to compensation, medical and benefits programs. Employees that may have access to personal information for any of G&W’s employees during their work will be trained in the handling of such information, and are expected to follow G&W policies and procedures in using and disclosing personal information at all times.

### **c. Free from Discrimination and Harassment**

G&W Electric does not tolerate any kind of verbal, physical or unlawful harassment, including sexual harassment. Harassment or discrimination based on race, color, religion, creed, sex, sexual orientation, national origin, disability, age, or any other legally prohibited basis, is prohibited. G&W Electric will take all reasonable steps to maintain a workplace free from such harassment and unlawful discrimination. Any incident of discrimination or harassment must be immediately reported to the Human Resources department which will promptly investigate the complaint and take appropriate action.

### **3. Commitment to Customers**

#### **a. Quality Product**

G&W is committed to maintaining and achieving standards of excellence for our products. The motto for our products is “Engineered to Order; Built to Last”. G&W is committed to provide defect-free products and services on time for our customers. G&W follows all contract specifications and adheres to client specifications. G&W requires the same quality commitment from our suppliers. We fully understand the requirements of our jobs and are committed to doing our jobs right the first time as a way of life. We comply with G&W’s procedures designed to promote the safe, defect-free manufacture of products for our customers.

#### **b. Industry Standards**

We are committed to design, develop, and manufacture our products to meet or exceed industry standards of quality and safety.

#### **c. Ethical Marketing**

In our commitment to fair and honest business practices, we truthfully market, promote and advertise all our products. We do not disparage or make false statements about our competitors’ products or services.

### **4. Commitment to the Marketplace**

#### **a. Expectations of Suppliers and Business Partners**

We are committed to a diverse workforce, respect for the environment, ethical business practices and labor rights. We seek suppliers and business partners that share our commitments.

#### **b. Competition laws**

More commonly known as antitrust laws, competition laws in general serve the main purposes of prohibiting use of market power to disadvantage competitors or making arrangements with competitors that restrain trade. Some of the prohibited conduct includes agreeing with competitors about price, bids, or boycotting certain customers or suppliers. G&W is committed to fair business practices and ethical competition, in accordance with all applicable business laws.

#### **c. Anti-bribery laws**

We are committed to doing business with integrity and ethical practices throughout the world. Anti-bribery and anti-corruption laws around the world prohibit us from giving anything of value to a government official or a commercial partner in order to influence that individual. For more information on anti-corruption compliance, please refer to G&W’s Anti-Corruption Policy, which is available on G&W’s intranet.

#### **d. Insider Trading**

Insider trading and tipping violate this Code and the laws of many countries. “Inside information” is non-public information that, if publicly known, would be viewed as important by an investor in deciding if that investor would buy, hold or sell the stock of that company or that could reasonably be expected to affect the price of that company’s stock. At times, G&W employees may have access to inside information about other companies and business partners with whom we do business. In general, if this information motivates you to buy or sell a stock, it is likely inside information, and you should not use or share that information, until it becomes public.

#### **e. Money Laundering**

Money laundering is the process by which individuals or entities try to conceal illicit funds, or otherwise enter into transactions to make these funds appear legitimate. G&W does not condone or support money laundering. For more information, please see G&W’s Anti-Corruption Policy.

#### f. Trade Controls

G&W Electric is an international company and must comply with all national and international laws and regulations regarding the transportation of our raw materials, components and products. To maintain compliance with these requirements, we must monitor our international transactions to make sure that we do not see any evidence of any prohibited end-destination, end-user, or end-use. For more information, please contact the Vice President-Finance.

### 5. Commitment to Company

#### a. Company Assets

We are committed to the responsible use of G&W funds, equipment, inventories, supplies and other physical and intangible assets. They are made available for business purposes only. We must not remove such assets from G&W's facilities, without permission.

#### b. Confidential and Proprietary Information; Intellectual Property

We must protect G&W's confidential and proprietary information. G&W's intellectual property (including patents, "know-how", trade secrets, ideas, trademarks, research, inventions, logos, and other proprietary information) is a valuable asset. Confidential and proprietary information includes information identified or treated by G&W as confidential, proprietary or as a trade secret. Such information is generally not known to the public and includes internal business information, such as business plans, strategies and processes. We are committed to the authorized use and protection of G&W's confidential and proprietary information, financial information, and intellectual property. Likewise, we respect the intellectual property rights of our customers and other third parties.

#### c. Communication

We have a responsibility to use computer, data, telecommunication resources, and communication systems in a safe, ethical, lawful, efficient and productive manner. To the extent permitted by law, all e-mail messages created, sent, received and stored in G&W's communication system are, and remain, property of G&W. The use of e-mail messages and communication systems in place at G&W should be limited to conducting G&W business.

To the extent permitted by law, G&W has the right to monitor use of G&W's telecommunication resources, e-mail, and communications systems to ensure compliance with G&W's policies and this Code.

Under no circumstances should you use G&W's computer, internet, intranet, e-mail, communication systems or network systems to communicate or view inappropriate, disruptive, sexually explicit or offensive statements or materials. In addition, you may not use these systems to access illegal material, send unauthorized solicitations or conduct business for another organization.

#### d. Gifts

Inexpensive gifts or meals and entertainment are part of normal business practice and are permissible. However, accepting gifts of significant value can create conflict of interest and can result in a violation of laws. All G&W personnel must immediately report to their supervisor the receipt of any gift made in the course of ordinary business.

Additionally, because giving gifts to government officials can be bribery in some situations, it is a sensitive subject. Even where local law allows must always exercise caution before giving a gift to a government official. Therefore, do not give a gift unless the gift meets all of the following: (i) is reasonable; (ii) is not cash, or a cash equivalent, such as a gift card or voucher; (iii) is permitted under local law and local custom; (iv) is permitted under the recipient employer's policy; (v) is presented with complete transparency; (vi) is provided as a token of courtesy or in return for hospitality; and (vii) is not extravagant.

e. Personal Relationships

G&W's policy is to hire employees on the basis of individual merit. However, to avoid any hint of favoritism or discrimination, employees will not be hired or transferred into a position where an immediate family member occupies a position of direct supervision over the employee.

f. Outside Employment

Outside employment should not interfere with the employee's responsibilities at G&W and any outside employment should be reported to the Human Resources Department or the Supervisor. Problems which arise due to other employment may lead to the loss of job at G&W.

g. Public Statements

G&W is careful about disclosing information about G&W, our operations, and our plans. Our employees will not disclose or use confidential and proprietary information of G&W or of its customers, suppliers, or business partners without prior authorization. Our employees must direct all media and press inquiries to our Human Resources Department.

**6. Commitment to Global Community**

a. Charitable Activities

G&W seeks to make a positive impact in the communities where we and our employees reside. We give back to these communities by partnering with select non-profit organizations, as well as our local schools and universities.

b. Protection of the Environment

We are committed to conducting our business processes in compliance with applicable environmental laws and regulations. We will continually strive to improve our activities, products and services to prevent pollution, reduce waste and protect our environment.

c. Energy Consciousness

G&W is committed to promoting environmentally sound practices in the construction, operation and maintenance of its facilities, its products, and its services.

**7. Conclusion**

More detailed information is available on G&W intranet with links to the G&W Employee Handbook and additional policies. Any questions regarding this Code and G&W policies should be directed to the Human Resources Department. Any violations to the Code should be immediately reported to the Human Resources Department.