



SUPPLIER CODE OF CONDUCT

Nortek Air Solutions and its subsidiaries are committed to doing business in a legal, ethical and socially responsible manner. Reflecting this commitment, all directors, officers and colleagues are expected to comply with the Nortek Air Solutions Code of Business Conduct in conducting their business relationships. To maintain these standards, Nortek Air Solutions desires to do business with those suppliers, vendors and contractors (collectively, “Suppliers”) whose practices are consistent with Nortek Air Solutions’ ethics and principles of business conduct. This Supplier Code of Conduct (as amended or modified from time to time, the “Code”) sets forth the types of standards and practices that Nortek Air Solutions expects of its Suppliers.

The Nortek Air Solutions Supplier Code of Conduct is modeled on and contains language from the Electronic Industry Code of Conduct. Recognized standards such as International Labour Organization Standards (ILO), Universal Declaration of Human Rights (UDHR), Social Accountability International (SAI), and the Ethical Trading Initiative (ETI) were used as reference in this Code and may be useful sources of additional information. A complete list of references is provided at the end of this document.

Compliance with Laws

Suppliers are expected to abide by all applicable laws and regulations including all federal, provincial and local laws regarding environmental matters, occupational health and safety, labor and employment practices, human rights, immigration, product safety, shipping and product labeling. Nortek Air Solutions also expects that their Suppliers will comply with applicable guidelines and best practices for their industry.

Ethics

To meet social responsibilities and to achieve success in the marketplace, Suppliers are to uphold the highest standards of ethics including:

1. No Bribery, Corruption, Extortion, or Embezzlement
The highest standards of integrity are to be expected in all business interactions. Any and all forms of bribery, corruption, extortion and embezzlement are strictly prohibited resulting in immediate termination and legal actions
2. Disclosure of Information
 - a. Required Disclosure
Suppliers must disclose information regarding its business activities, structure, financial situation, and performance in accordance with applicable laws and regulations and prevailing industry practices.



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b. Prohibited Disclosure

Suppliers must keep Nortek Air Solutions information confidential, including product specifications, pricing, manufacturing, product development, design and testing, as well as Sales and Marketing policies and strategies.

3. No Improper Advantage

Nortek Air Solutions has a Gift Policy that restricts Nortek Air Solutions employees from accepting gifts from suppliers or prospective suppliers. Gifts include cash, cash equivalents, goods, services, entertainment or hospitality. A gift is exempt from the Gift Policy only if it qualifies as being professional in nature and provides no personal benefit to the recipient. We ask our Suppliers not to place our employees in the difficult position of having to refuse gifts that would place them in conflict with the Nortek Air Solutions Gift Policy.

Environmental Commitment

Nortek Air Solutions expects its Suppliers to conduct their businesses in a manner that preserves and protects the environment. To minimize or eliminate negative impacts of their operations on the environment, Suppliers should endeavor to minimize waste, avoid excess packaging, use nontoxic, recycled and recyclable materials where possible and promote energy efficiency.

Suppliers that provide animal products should ensure that animals are treated in accordance with government and industry-accepted guidelines for humane treatment.

Labor and Human Rights

Suppliers shall not use workers under the applicable legal age of employment or forced or involuntary labour or engage any supplier, vendor, contractor or partner that uses such workers. Suppliers should only use workers who are legally entitled to work in the jurisdiction in question.

The procedures and policies of Suppliers should reflect the commitment of Nortek Air Solutions to fair and reasonable labor and employment practices. Suppliers are expected to comply with all local and applicable labor laws and employment standards, such as compensating workers in compliance with all

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applicable wage, benefit and employment standards laws and maintaining reasonable colleague work hours and a safe and healthy workplace.

Nortek Air Solutions expects that Suppliers shall not inflict, threaten to inflict or permit corporal punishment or any other forms of physical, sexual, psychological or verbal abuse or harassment on any colleagues.

References

The following standards were used in preparing this Code and may be a useful source of additional information.

Nortek Code of Business Conduct and Ethics, which can be found on the Investors tab under “Corporate Governance”, on the Nortek web site, www.nortek.com.

ILO International Labor Standards

www.ilo.org/public/english/standards/norm/whatare/fundam/index.htm

Universal Declaration of Human Rights

<http://www.un.org/en/documents/udhr/index.shtml>

SAI

<http://www.sa-intl.org/>

Ethical Trading Initiative

<http://www.ethicaltrade.org/>