

# WORLD PAC, INC.

## SUPPLIER CODE OF CONDUCT

I. Statement of Policy – WORLD PAC, Inc. requires suppliers, consultants and independent contractors (collectively herein “suppliers”) and their employees, agents and subcontractors (collectively herein “representatives”) to adhere to this Supplier Code of Conduct. In doing business with WORLD PAC, INC. and its subsidiaries (collectively “Company”), suppliers are expected to educate themselves and their representatives about and instruct them to comply with this Supplier Code of Conduct.

II. Supplier Obligations – A supplier and its representatives shall a) comply with their specific obligations under the Company agreement, b) conduct their business activities and employment practices in compliance with applicable laws, rules and regulations, and c) conduct themselves with integrity and in a professional manner. In addition, suppliers and representatives shall follow the provisions set forth below:

### A. Best Business Practices

1. Record and report business information honestly and accurately and comply with applicable laws concerning complete and accurate records.
2. Create, retain and dispose of business records in compliance with applicable legal and regulatory requirements.
3. Calculate, quote and submit the price(s) and/or fee(s) contained in any bid or proposal independently, without collusion, consultation, communication or agreement with any other competing supplier.
4. Protect and use responsibly Company property, supplies, equipment and other assets when authorized to use such assets.
5. Protect and use responsibly the WORLD PAC® and other Company trademarks, copyrights, trade secrets and other intellectual property when authorized to use such assets, including complying with licenses and terms of use. A supplier shall not use any trademark or any other intellectual property without the written approval of the Company.
6. Use any applicable Company provided information technology and systems, including email, only for authorized Company business-related purposes.
7. Comply with any applicable Company requirements to maintain confidential information, including passwords and security and privacy procedures as a condition of access to the internal Company network, systems and buildings.

8. Comply with all contractual obligations, including executing a non-disclosure agreement and not disclosing confidential information about the Company to its business competitors and not disclosing to the Company confidential information about the Company's business competitors. Confidential information includes, but is not limited to, financial information, marketing and business plans, customer information, price and cost information, and employee data.
9. Not use any insider information about the Company or another supplier obtained while providing goods and/or services to the Company.

**B. Conflicts of Interest**

1. Not, directly or indirectly, offer or provide unauthorized benefits to Company employees such as gifts, loans, services, payments, benefits, favors or other privileges.
2. Not provide to Company employees business entertainment, such as an invitation to lunch or dinner, unless it is incidental to or in the ordinary course of business and does not carry any special significance other than facilitating general business relationships, and as long as the value does not exceed Twenty-Five Dollars (\$25.00) per person, per occasion.
3. Not offer a bribe, kickback, or bartering arrangement for goods or services and/or any other incentive to a Company employee in order to obtain or retain Company business.
4. Avoid engaging in activities and/or relationships with Company employees that may conflict with the interests of the Company, such as dealing directly on a business matter with a Company employee whose parent, spouse, sibling, or spouse of a sibling holds a significant financial interest in the supplier, without the written approval of the Business Ethics Committee.
5. Not knowingly allowing a Company employee or his or her immediate family member to have a direct financial interest in the supplier, if the Company employee or the immediate family member deals directly or indirectly with the supplier in the course of his job, without the prior written approval of the Business Ethics Committee.
6. Avoid knowingly entering into transactions with a Company employee who owns, directly or indirectly, one percent (1%) or more of the equity securities of the supplier or otherwise has some material interest in the supplier without ensuring that the Company employee has disclosed the details to the officer in charge of the business group and to the Business Ethics Committee.
7. Avoid even the appearance of improprieties or conflicts of interest.

8. Submit questions about and requests for written waivers or exceptions to the Company's Business Ethics Committee.

C. Legal and Regulatory Compliance Practices

1. Conduct discussions with regulatory agency representatives and government officials in an honest, direct and truthful manner.
2. Conduct business in compliance with antitrust and fair competition laws.
3. Comply with applicable environmental laws and regulations regarding storage and release of hazardous materials, including the manufacture, transportation, storage, disposal and release to the environment of such materials.
4. Comply with applicable national, state and provincial anti-corruption laws, including the Foreign Corrupt Practices Act, and avoid offering or making any bribes or illegal payments or promises of bribes or payments to government officials, domestic or foreign, for the purpose of obtaining or retaining business or receiving a competitive advantage.
5. Comply with local, national, state and provincial laws, including customs and drug enforcement agencies to guard against illegal shipments of drugs.

D. Employment Practices

1. Avoid conduct by supplier's employees or representatives that is abusive, harassing or offensive to Company employees, including avoiding unwelcome sexual advances, sexual harassment, requests for sexual favors, threats or acts of violence or physical intimidation.
2. Treat its own workers with dignity and respect and cooperate with the Company's commitment to a workforce free of harassment, sexual or otherwise, and avoid unlawful discrimination in employment practices. Recognize and respect cultural differences.
3. Provide a safe and healthy working environment and comply with applicable safety and health laws, regulations and practices. Comply with Company rules and regulations while on Company owned property.
4. Prohibit the use possession, distribution and sale of illegal drugs and substances or possession of pistols, guns and other weapons while on Company property.
5. Use only voluntary labor in providing goods and/or services to the Company. Avoid the use of forced or compelled labor – indentured, bonded, prison,

slave or otherwise – or workers subject to human or sex trafficking, which is prohibited.

6. Comply with applicable minimum working age laws and requirements. Avoid the use of child labor that violates applicable child labor laws.
7. Not engage in physical or psychology discipline or abuse.
8. Comply with applicable minimum wage laws.
9. Maintain employee records in accordance with applicable laws, rules and regulations.
10. Recognize and respect rights of employees to exercise their lawful rights of free association.

F. Reporting Violations – Suppliers and their representatives are expected to report any violations or possible violations of applicable laws, rules and regulations and this Supplier Code of Conduct. The Company will not permit any retribution or retaliation against any individual who, in good faith, seeks advice or reports such a violation or a possible violation. Violations, possible violations or questionable behavior should be reported to the General Counsel by: a) fax at 919-573-3551, b) mail at PO Box 26006, Raleigh, NC 27611 or c) toll-free hotline at 1-800-685-1312. Reports must contain sufficient factual information and/or documents so that a meaningful investigation can be conducted and the information can be properly assessed. Such reports may be made anonymously.