



Modine Manufacturing Company (“Modine”) is a global company specializing in thermal management systems and components with a long history of and a strong commitment to operating with the highest ethical standards. Modine’s Code of Conduct (accessible at <http://www.modine.com>) (the “Code”) sets forth our guiding ethical principles and reflects our shared commitment to honesty, integrity, transparency and accountability. The Code applies to all directors, employees and anyone else associated with or doing business on behalf of Modine, including Modine’s subsidiaries and affiliates. Modine also maintains a Global Policy regarding maintaining a Positive Work Environment, which expressly references the need for all of Modine to prevent human trafficking in its business.

In 2010, the State of California passed the California Transparency in Supply Chains Act of 2010 (SB 657) (the “Act”), which went into effect on January 1, 2012. The stated purpose of the Act is to ensure that larger companies doing business in California disclose the efforts they are making to eliminate the use of slavery and human trafficking in their product supply chains.

In compliance with the Act, Modine states the following:

- **Verification.** Prior to doing business with Modine, all suppliers and other third parties are submitted to a third-party verification service known as Red Flag. Red Flag conducts varying degrees of diligence depending on the risks associated with a specific third party. In the event this diligence reveals concerns regarding practices of a potential supplier that are not in line with Modine’s value or legally acceptable standards, Modine will not engage such supplier.

In addition, as a condition to allowing a supplier to continue doing business with Modine, Modine requires all its suppliers to acknowledge and adhere to the Modine Global Supplier Manual (the “Manual”). The Manual references the Code and specifically calls out human rights violations (forced labor or child labor) as practices that are not in line with Modine’s values or legally acceptable standards. Utilizing a Global policy on Reporting and Investigation, Modine encourages employees and third parties alike to report any activities that potentially fail to meet Modine’s ethical standards through an anonymous reporting system, and Modine maintains a Business Ethics Committee (“BEC”) that is charged with investigating any reports that are made. This reporting and investigation process, coupled with every Modine employee’s obligation to abide by the Code, allows Modine the opportunity to identify and address risks of human trafficking and slavery. This process is conducted by Modine and not by a third party.

- **Audit.** Modine does not currently conduct audits of its suppliers to ensure their continuing compliance with our policies against human trafficking and slavery.
- **Certification.** While Modine does not have a formal certification process in place with respect to human trafficking and slavery, each shipment from a supplier constitutes an acceptance by that supplier of the Manual and the Code. Therefore, through the maintenance of the supplier-Modine relationship, our suppliers are certifying their compliance with our ethical standards. At a minimum, these standards require our suppliers to act in accordance with local law, including those respecting human trafficking and slavery.

- **Internal accountability.** In accordance with the Code, directors and employees of Modine should report any concerns about ethics or compliance to the BEC, including, but not limited to, activities that they believe may be a violation of any applicable law or regulation or the Code. Employees who violate the spirit or the letter of the Code or any of Modine’s policies are subject to appropriate disciplinary action, up to and including dismissal. In addition, Modine expects third parties with whom it conducts business to uphold the same standards as Modine itself, and a failure to do so could result in Modine severing the third-party relationship.

- **Training.** Modine partners with a third-party provider to develop and provide Web-based training to its directors and salaried employees on issues of ethics and compliance. While we have not conducted a training session specific to human trafficking and slavery, we do conduct annual training on the Code.

The policies of Modine include a commitment to corporate citizenship, which obligates Modine and its agents to adhere to strong business ethics, to act responsibly toward the environment and our neighbors, and to support the communities in which we do business. In connection with this commitment, the Code states that compliance with legal requirements in each country in which we operate is our minimum requirement. The Code also states: “Our Company will only employ individuals who apply to work for us willingly and voluntarily, and are legally of age to perform such work. As such, we require our work environments to be free from exploitation of any kind and work to protect those victimized by such practices.” To that end, Modine will continue its efforts to identify high-risk suppliers and take such actions as may be necessary to maintain a supply chain that is free from human trafficking and slavery.

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