

The Coleman Company, Inc.

VENDOR CODE OF CONDUCT

Revised: February 23, 2004

Capitalized terms used but not defined herein have the meaning ascribed to them in the applicable agreements between Supplier and Coleman.

1) General Terms

- a) This Code of Conduct applies to:
 - i) All Suppliers of The Coleman Company, Inc. and its parents, subsidiaries and affiliates (collectively, “Coleman”). The term “Supplier” means the entity, which directly or indirectly provides Products to Coleman and includes such entity’s parents, affiliates, subsidiaries, agents, representatives, and other businesses, names and trade names used by the Supplier in connection with the sale of Products to Coleman.
 - ii) All factories used by Supplier to produce Products and its raw materials (“Factories”).
 - iii) All Products and its raw materials manufactured and/or produced in any country (“Manufacturing Countries”) regardless of whether Coleman is the importer of record.
 - iv) All Products shipped to all Coleman destination countries, the countries in which Coleman sells Product.
- b) The purpose of this Code of Conduct is to establish the minimum requirements for the conduct of Suppliers and Factories who desire to do business with Coleman. Coleman requires that its Suppliers and Factories at least do the following:
 - i) Comply with all applicable laws and regulations in the applicable Manufacturing Countries.
 - ii) Abide by fair and human employment practices.
 - iii) Provide safe and healthy working conditions.
 - iv) Protect the environment in the applicable Manufacturing Countries.
 - v) In all cases, the demonstrated actions should meet or exceed that required by the laws and regulations of the applicable Manufacturing Countries.
- c) Inspections
 - i) At any time, with or without advance notice, Coleman reserves the right to inspect and/or authorize a third party to inspect and audit, without any restrictions, any or all Suppliers and Factories. If Coleman determines that any Supplier or Factory is in violation of these principles, Coleman reserves the right, at its sole discretion, to:
 - (1) Terminate the business relationship with the Supplier or Factory, including the cancellation of any outstanding Purchase Orders, or
 - (2) Require corrective actions within an acceptable time period in order for the business relationship to continue or resume.
 - ii) Supplier will also permit Coleman’s customers to inspect and audit to the extent required by such customer as a condition of it doing business with Coleman.
- d) Documentation – Suppliers and Factories are to maintain on site all documentation that may be needed to verify compliance with the terms of the Agreements and this Code of Conduct. All such documentation must be made available promptly upon request to any person conducting an audit.

2) Employment Standards

a) Information

- i) All employees, at the time of hiring, are to be informed of the terms of employment mandated by law and the Factory's policies and procedures.
- ii) Whenever possible, a written agreement evidencing the terms of employment must be signed by both parties and bear any required governmental approval stamp.
- iii) Suppliers and Factories are not permitted to withhold deposits as a condition of employment.
- iv) The identity card of each employee must be in his or her possession at all times.

b) Wages and Benefits

- i) The wages paid by Suppliers and Factories must be at least the greater of (1) the legal minimum wage or (2) the wage that is equivalent to the prevailing wage for the same type of work in the same or similar industry having similar ownership in the same geographic area. Benefits shall include, at a minimum, those mandated by law.
- ii) The wage structure, with any employer contributions and legitimate deductions is to be itemized clearly to the workers. Wages are to be paid on schedule each month or more frequently, and in a manner convenient and acceptable to the workers.

c) Working Hours

- i) Vendors and Factories shall comply with applicable law and industry standards on working hours.
 - ii) Should overtime work be necessary or mandatory, especially if the industry is seasonal in nature, workers are to be advised at the time of hiring.
 - iii) Workers are to receive overtime pay, which is higher than regular wage, and in accordance with local law.
 - iv) Other than in exceptional business conditions and Factories that are seasonal in nature, workers are not to exceed 48 regular hours plus 12 overtime hours per week, and must be allowed at least one day off during each seven-day period.
- d) Breaks – Workers shall be permitted to take all breaks required by law and in any event reasonable breaks, lunch periods and bathroom breaks.
- e) Discrimination – Coleman expects Vendors and Factories not to discriminate against their workers in hiring practices or other term or condition of work on the basis of race, color, national origin, gender, religion, disability or other similar factors.
- f) Discipline – Vendors and Factories shall not engage in the use of corporal punishment, mental or physical abuse, or verbal abuse. All workers are to be treated with respect and dignity.
- g) Employment Agencies – Should Vendors or Factories use employment agencies in the recruiting and hiring of workers, Vendors and Factories shall pay any fees. Under no circumstances are these fees to be deducted later from the workers' wages or otherwise passed on to the workers.

3) Child Labor

- a) Vendors and Factories shall comply with all applicable child labor laws and employ only workers who have attained an age no less than the greater of (1) the legal minimum working age, (2) 14 years of age or (3) the age designated for completion of compulsory education. For jobs that require greater maturity or pose a safety risk, these workers are to be a minimum of 18 years of age.
- b) Vendors and Factories shall maintain official documentation of each worker's date of birth, or lacking this documentation, apply a legitimate method to confirm each worker's age. The minimum working age requirement is applicable to all subcontracted work performed, in whole or in part, at home or in cottage industries.

- 4) Forced or Indentured Labor – Vendors and Factories shall not use any prison, indentured, bonded or forced labor. No workers may be permitted to work on other than a voluntary basis.
- 5) Foreign Contract Labor – In the event of a labor shortage and foreign contract labor is used, such workers are to be employed in full compliance with the labor and employment laws of the host country. The contract terms under which such workers are employed must be in writing, in a language that the workers can read and understand, and accepted by the workers prior to their departure from their home countries. Recruitment fees, if any, shall be paid by the employer. The passports and visas of foreign workers are to be in their possessions at all times and never to be withheld by the Vendors, Factories or any third party.
- 6) Health and Safety
 - a) Staff – Vendors and Factories shall appoint a senior management person to be responsible for the health and safety of the workers. The health and safety manager shall hold periodic reviews to ensure full compliance.
 - b) In addition to meeting or exceeding the general health and safety working conditions as required by law, Vendors and Factories are to ensure the following:
 - i) Health and Safety Education
 - (1) Workers are to be regularly educated on the importance of health, safety and good sanitation.
 - (2) Vendors and Factories are to take steps and adopt procedures to prevent accidents and injury. Related instructions and signs are to be posted and/or manuals are to be made accessible for the safe operation and handling of equipment and hazardous materials. Such materials are to be available in a language that is read and understood by the workers.
 - (3) Workers who use hazardous or flammable materials or operate dangerous equipment must be properly trained.
 - ii) First Aid and Emergency Care
 - (1) On-site trained first-aid personnel are to be available at all times.
 - (2) In the event of serious injury, workers are to be provided with medical treatment at the closest outside medical facility.
 - (3) These services are to be provided at no cost to the workers.
 - iii) Emergency Exits
 - (1) Easily accessible exit doors and stairways are to be located at each end of each floor at a minimum.
 - (2) Additional doors and stairways are required for larger areas.
 - (3) These exit doors and stairways are to be clearly marked, free of obstacles, unlocked and available for fire and other emergency exit during all hours at which workers are present.
 - iv) Fire Safety and Emergency Evacuation
 - (1) Fire and other emergency evacuation drills are to be conducted at least two times each year. Trained supervisors on each floor and in each area are to be designated to monitor the safe and orderly evacuation of all workers.
 - (2) Sufficient and accessible fire extinguishers and/or fire hoses in good working order and well-stocked general first-aid medical supplies are to be located on each floor and in each area. These equipment and supplies are to be inspected on a regular basis. Selected individuals are to be trained in the proper use of the equipment and supplies.

- v) Ventilation and Lighting
 - (1) Work areas are to be properly ventilated with windows and fans. During periods of hot temperatures, sufficient fans are to be provided for the basic well being of the workers. During periods of cold temperatures, sufficient heating without risk to safety is to be provided.
 - (2) Adequate lighting and workspace are to be provided for the well being of the workers.
 - (3) In all work areas where painting, lacquering, spraying or sanding is done or where chemicals or solvents are used, adequate and proper ventilation and good air circulation are to be provided.
 - vi) Safety Protection Gear
 - (1) Workers performing tasks involving painting, lacquering, spraying or sanding must be required to wear facemasks and other types of protective clothing, all provided at no cost to the workers. All such chemicals used must be safe and must not pose any short or long-term safety risk to the workers.
 - (2) In areas where the work may pose physical dangers, workers are required to wear eye protection, hard hats, protective shoes and other types of protective clothing, all provided at no cost to the workers.
 - vii) Storage and Disposal of Hazardous Materials – All hazardous and flammable materials must be stored in a safe and secure manner, and disposed of in accordance with applicable laws.
 - viii) Sanitation – Adequate and clean toilet and hand-washing facilities are to be provided.
 - ix) Drinking Water – Safe, potable, drinking water is to be provided at all times. There are to be no restrictions on the normal consumption of water.
 - x) Freedom of Movement – During non-working hours, workers must be free to go outside the Factory grounds. Workers are, however, to be instructed on the importance of safety and, if applicable, the curfew hours.
- 7) Housing/Meals/Services – In the event that housing and meals are provided as a part of the employment agreement:
- a) All housing and sanitation conditions must comply with the Manufacturing Country’s applicable laws and regulations.
 - b) All housing facilities must be physically separate from the Factory with which they are related.
 - c) Vendors and Factories must also ensure the following, at a minimum:
 - i) Housing – The same minimum requirements regarding health and safety of workers as stated in Section 6 shall apply to their living quarters.
 - (1) Each worker is to be provided with his or her own bed and the necessary clean bedding at no cost.
 - (2) Living quarters are to be segregated by gender.
 - (3) Sufficient toilet and washing facilities, with hot and cold running water, segregated by gender are to be provided.
 - (4) Safe, potable, drinking water must be provided at all times.
 - (5) Reasonable rules, regulations and curfews may be established as necessary for the safety and comfort of the residents; provided, however, that workers are not subject to rules impinging their rights as citizens.
 - ii) Meals – A minimum of three meals that meet or exceed the basic nutritional standards per day are to be provided without cost or at a minimal subsidized cost to all workers.
 - iii) Services – In the event that certain services are provided to the workers, such as a commissary, these are to be provided at cost or at no more than the local market price for the same or similar products.

8) Environmental Protection

- a) At a minimum, Vendors and Factories are to comply with all applicable environmental laws and regulations of the applicable Manufacturing Countries. In the absence of such law, Vendors are to take responsible actions to adopt procedures to ensure the proper protection of the environment.
- b) Vendors and Factories shall meet or exceed the following:
 - i) All hazardous materials and chemicals must be disposed of in accordance with the law and must meet or exceed all wastewater treatment and recycling requirements.
 - ii) Certain polluting manufacturing processes are not to be performed except in accordance with the law and zoning regulations and in any event not without adequate wastewater treatment equipment and facilities.
 - iii) Vendors and Factories will not use any ozone-depleting chemicals or chemicals that may cause short or long term health risks and/or damage to the environment.
 - iv) Factories are to install the appropriate equipment to detect and contain spills of hazardous or polluting materials and shall notify the appropriate authorities and take remedial action in the event of a spill.

9) Customs-Trade Partnership against Terrorism (C-TPAT)

- a) Coleman supports the U.S. Department of Homeland Security, U.S. Customs & Border Protection in their efforts to tighten security and is a member of the Customs-Trade Partnership Against Terrorism (C-TPAT).
- b) As a Coleman supplier, Vendor:
 - i) must report your current security measures to the Director of Security of Coleman on the Coleman Supplier Security Profile Questionnaire; and
 - ii) must comply with The Coleman Company, Inc. Security recommendations.
- c) Vendor must develop, implement and follow written security procedures, including:
 - i) Physical Security:
 - (1) All buildings should be constructed of materials that prevent intrusion.
 - (2) Doors, windows, gates and fences should have adequate locks.
 - (3) Vendor must separate and mark international, domestic, high-value and dangerous goods in fenced areas.
 - (4) Adequate lighting inside and outside including parking areas must be provided.
 - (5) Parking areas for private vehicles must be separate from the shipping, loading dock and cargo areas.
 - (6) Internal/external communications system that allows contact to internal security personnel or local law enforcement police must be reasonably available.
 - ii) Access Controls:
 - (1) Unauthorized access to the shipping, loading dock and cargo areas should be prohibited.
 - (2) Positive identification, recording and tracking of all employees, visitors and vendors should be required.
 - (3) Vendor should have and use a standard procedure to challenge access of unauthorized/unidentified persons to its facility.
 - iii) Procedural Security:
 - (1) A security officer should supervise the introduction and removal of cargo.
 - (2) Vendor should have and use a standard procedure for properly marking, weighing, counting and documenting products.

- (3) Vendor should have and use standard procedures for affixing, replacing, recording, tracking and verifying seals on containers, trailers and railcars.
 - (4) Vendor should have and use standard procedures for detecting and reporting shortages and overages.
 - (5) Vendor should have and use standard procedures for tracking the timely movement of incoming and outgoing goods.
 - (6) Empty and full containers should be stored to prevent unauthorized access.
 - (7) Vendor should have and use standard procedures to notify Customs and other law enforcement agencies in cases where illegal activities are detected or suspected.
- iv) Personnel Security:
- (1) Vendor must implement employment screening procedures including background checks and application verification, to the extent permitted by local law.
- v) Education and Training Awareness:
- (1) Vendor must implement a security awareness program for employees that includes, recognizing internal conspiracies, maintaining product integrity, and determining and addressing unauthorized access.

The undersigned acknowledges receipt of this Vendor Code of Conduct and agrees to abide by its terms.

ATTEST

The Coleman Company, Inc.

(Signature)

Robert F. Fowler

(Print Name)

Sr. Vice President, Global Supply Chain

(Title)

(Date)

ATTEST

Supplier: _____

(Signature)

(Print Name)

(Title)

(Date)