



Notice Regarding California Transparency in Supply Chains Act of 2010

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 here](#)) (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 ([accessible here](#)) 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; Cal. Civ. Code §1714.43) (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, which 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 values or legally acceptable standards, Modine will take remedial measures up to and including not engaging such supplier.

In addition, as a condition to allowing a supplier to continue doing business with Modine, suppliers are required to acknowledge and adhere to the [Modine Global Supplier Manual](#) (the “Manual”). The Manual references the Code and specifically acknowledges 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 to Human Resources, local or corporate management, or an anonymous reporting system (“the Helpline”). Modine maintains a Business Ethics Committee (“BEC”) that provides quarterly oversight of matters submitted to the Helpline. 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. In addition, Modine’s Audit Committee is tasked with regular review of the content, operation and effectiveness of Modine’s compliance and ethics programs, including the confidential, anonymous submission by employees of concerns regarding questionable accounting, auditing or ethical matters.

- **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.

If a supplier fails to adhere to the standards of the Manual and the Code, Modine will take remedial measures up to and including discontinuing the supplier-Modine relationship.

Further, Modine encourages direct suppliers to comply with all relevant laws, including those listed in the Manual and the Code. This allows suppliers to have quick access to applicable standards.

● **Internal accountability.** The Code applies to each director and employee, our subsidiaries and affiliates, and anyone else doing business on behalf of Modine. The Code requires adherence to the highest standard of selflessness, integrity, development, accountability, communication and conflict resolution. The Code also requires compliance with applicable laws and regulations.

In accordance with the Code, directors and employees of Modine should report any concerns about ethics or compliance, including, but not limited to, activities that they believe may be a violation of any applicable law or regulation or the Code. Modine encourages and facilitates reporting by also providing an anonymous helpline, through an independent company. Modine also has a policy of no retaliation against individuals who report questions or good-faith concerns. Reports made directly to Human Resources, local or corporate management, the BEC or through the Helpline are diligently and timely investigated to resolve concerns. These reports are also handled in a discreet manner.

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 terminating 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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