

# CORE MOLDING TECHNOLOGIES, INC. AND AFFILIATES (“CMT”) CODE OF CONDUCT AND ETHICS

---

---

## OVERVIEW

From our Board of Directors to our Officers to our Employees, we are committed to an ethical workplace. Following our Code of Conduct and Ethics enables us to adhere to our values and principals while continuing to advance the prosperity of ourselves and our Company. The Code ensures that we know what is expected of each of us. Our Company is built on integrity, and we never mislead, deceive, or take advantage of anyone when conducting business as such acts undermine our essential values.

The Code applies to **everyone**. Everyone means all Directors, Officers and employees of CMT when acting in such capacity, and all agents, representatives, independent contractors and consultants, where applicable, when conducting business with, or on behalf of, CMT.

We have the responsibility to conduct business legally and ethically. This is the responsibility of every employee. You should read the Code and know and understand the rules that apply to you. Should you not fully understand your responsibilities, simply ask. As part of the Code, our salaried employees must regularly certify that they have read and complied with the Code. Hourly employees are similarly required to read and comply with the Code, and it will be posted on the intranet and in various locations throughout our operations.

Complying with our Code means you should take action when and where appropriate. If you see someone doing something that violates the Code, stop it from happening if you can and then let someone know about it (see Reporting Your Concerns below). Preventing bad decisions and bad conduct is much more effective than reacting to it once it has happened. But if you become aware of conduct that violates our code, even if you did not take action, we still need to address it so let someone know about it (see Reporting Your Concerns below). The Code does not permit us to stand idly by while the values upheld by the Code are undermined.

Importantly, you will not get in trouble for reporting a concern. Any report made in good faith will not be subject to discipline. But you will not be protected from discipline stemming from your own misconduct, whether that misconduct was connected to the conduct reported or otherwise.

Therefore, the best course for you, the Company, and everyone else is to prevent and to report any potential problems before they occur.

Managers, as you might expect, have greater responsibility to our Code of Conduct. And in that position, Managers must be the example for their employees and must be responsive to employee concerns. In order to fulfill these obligations, Managers are expected to be familiar with the Code and the local laws and policies that apply to those employees they supervise. Importantly, Managers must facilitate a dialogue about this Code and any ethical or compliance issues.

Managers must also ensure that any problems are reported through the appropriate channels. In addition to the Ethics Hotline (see below), Managers must ensure that employees are made aware of resources available for speaking out about problems or speaking with someone about misconduct. CMT does not permit retaliation in any form in response to concerns expressed or reports of misconduct.

Obviously, no written Code can address every situation that might arise. It can only provide the core values and responsibilities for each employee. Violations of this Code can result in disciplinary action, the result of which can rise to termination and, in some situations, legal action. If you are ever asked to do something you think is illegal, contrary to the Code, or you feel uncomfortable about performing, contact your Human Resources representative or the Compliance Officer listed below.

### **Reporting Your Concerns**

If you have a question or concern, suspect a violation of the law or our Code, or simply want to discuss a specific circumstance and don't have access to your manager, Human Resources or other Company representatives, or want to report confidentially, there are resources for you. You can confidentially call the **Ethics Hotline at 1-866-64-6462**. It is available 24 hours a day, seven days a week.

Your call will be answered by an Operator, who is not a Core employee. They who will transcribe your question and concern and an email will be sent to both our Compliance Officer, John Zimmer, and the Chairman of the Audit Committee.

Alternatively, you can email or call the two senior officials listed and share your concerns:

**Compliance Officer:** John Zimmer (614-870-5604) or [jjzimmer@coremt.com](mailto:jjzimmer@coremt.com)

**Chief Executive Officer:** Kevin L. Barnett (614-870-5603) or [kbarnett@coremt.com](mailto:kbarnett@coremt.com)

Finally, you may contact the Chairman of the Audit Committee (for financial reporting or accounting concerns) by submitting a sealed envelope addressed to the Audit Committee care of the Compliance Officer at 800 Manor Park Drive, Columbus, Ohio (USA) 43228. The envelope will be opened only by the Chair of the Audit Committee.

### **Our Company Prohibits Retaliation**

Our Code requires you to report conduct you suspect violates the Code or the law. Thus, you will not be fired, demoted, suspended, threatened, harassed, or discriminated against for raising good-faith concerns. This is exactly why we created and expect every employee to be guided by the Code.

We have a no tolerance policy when it comes to retaliation against anyone who raises a concern in good faith. If we find that someone committed a retaliatory act, that person is subject to disciplinary action up to and including termination. Anti-retaliation is a core value in our Code.

We therefore ask that you report any suspected acts of retaliation, against not only you, but acts of retaliation against anyone you know.

**The following sections comprise our commitment to conducting ourselves honestly, ethically, and with the highest degree of integrity in all activities related to our Customers, Employees, Suppliers, Contractors, Media, and Government Officials.**

### **Bribery and Corruption is Prohibited**

Our products, services and operations speak for themselves so there is no need to engage in bribery or other forms of corruption. Not only is bribery and other corruption unethical, it is unlawful. We are subject to multiple anti-bribery and anti-corruption laws, including, for example, the Foreign Corrupt Practices Act (FCPA). Violation of the FCPA can result in lawsuits and substantial fines and penalties.

As an employee, you should never accept or provide anything of value, directly or indirectly, in order to obtain an improper advantage or to retain or obtain business. You should also err on the side of caution, meaning you should avoid the appearance of unlawful or unethical activity, even if there is no underlying unlawful conduct. This is especially true when dealing with governmental officials, political parties, and state-owned or state-controlled enterprises. All of these entities should be screened prior to entering into business transactions.

Some countries may permit companies to make “facilitation payments” to obtain routine government services. We do not condone or participate in this practice. We do not permit the giving of anything of value to any governmental officials or employees.

### **Core Molding Technologies Commitment to Non-Discrimination**

We are a team. We believe that a successful team requires a diverse group with a variety of skills, abilities, backgrounds, experiences, and perspectives. In order to achieve our vision of a team, we value equal employment opportunity and respect.

This commitment to diversity is exhibited in our efforts to recruit, promote, and advance the professional development of our employees. We are committed to hiring, training, and including all persons without regard to race, color, sex, sexual orientation, age, religion, creed, national origin, disability, genetic information, uniform service member status, or any other legally protected status.

Employees are evaluated based on ability, achievement, experience, and conduct. Employment decisions are based not only on these criteria, but on Company needs, job requirements, and an individual’s qualifications.

Above all, harassment of any kind is strictly prohibited. Employees are expected to treat each other with respect and to report any behavior inconsistent with these rules. We have zero

tolerance for behavior that creates intimidating, hostile or offensive workplace, comments, jokes, slurs or verbal conduct pertaining to race, color, sex, sexual orientation, age, religion, creed, national origin, disability, genetic information, uniform service member status, or other legally protected status. Harassment can take many forms, including, but not limited to, e-mails, pictures, sexual advances, physical conduct, touching, gestures, screaming, name-calling, profanity, and threats. All of these are inappropriate and any instances witnessed should be reported immediately.

### **We Strive to Maintain a Safe and Healthy Work Environment**

Our commitment to provide a safe, secure, and healthy environment is unyielding. But our security evaluations, site maintenance, and safety reviews are only the beginning. We rely on you to ensure that all safety practices are followed and to report any conduct that violates our safety rules and regulations.

We have occupational safety standards and industry best practices that each of us must follow. No achievement is worth sacrificing safety. We are continually reviewing our safety procedures to ensure they are up-to-date and effective. To aid us in providing the safest environment possible, we ask that you report all injuries, no matter how minor, including near misses even though no one was injured.

We comply with all local, state, and federal laws that govern working hours, compensation, statutory leave, etc.

Violence of any kind is entirely unacceptable and will not be tolerated. Following simple guidelines, we can avoid violence all together. Be polite and respectful; report any behavior that threatens or harms anyone; never possess weapons, which include firearms, ammunition, explosives, or any other device, which is intended to be used as a weapon, while on Company property.

Company property is drug and alcohol free. Employees under the influence of drugs and/or alcohol are not only less likely to meet performance standards, they pose grave security and safety risks to their fellow employees and themselves. Therefore, our policy prohibits manufacturing, distributing, dispensing, possessing, or using illegal substances and/or being under the influence of alcohol while on Company premises, including Company vehicles, and while on Company business.

### **Our Commitment to Human Rights**

We pride ourselves on our commitment to the protection of Human Rights. We do not knowingly associate or do business with any individual or company that participates in any of the following: exploitation of children or child labor, physical punishment, forced, involuntary or compulsory labor, unlawful discrimination and human trafficking. Consequently, we choose business partners dedicated to the health and safety of their workers and who abide by these same core principles. We obey all local laws regarding minimum employment age and will not employ anyone under the age of 18 in our manufacturing facilities.

### **Ensure Accuracy in Records and Financial Statements**

Ensuring our financial reporting is accurate is a responsibility that pervades all levels of our Company, including timesheets, purchase orders, sales invoices, expense reports and accounting documents. Financial forms must be completed accurately and honestly. The Company sometimes requires authorizations and it is vital that those authorizations are obtained.

Our Code demands that we follow all internal processes and controls. All assets, liabilities, revenues, and expenses must be recorded accurately. Forecasts must be made honestly and in good faith. The importance of this cannot be overstated because our financial statements must reflect an honest and accurate illustration of our financial position.

No one should attempt to coerce, manipulate, mislead, or fraudulently influence anyone involved with preparing, auditing or reviewing financial statements. Our Code and policies are only a portion of the rules surrounding our financial reporting. Both state and federal laws address financial accounting and reporting and when we file or submit our financial statements with the U.S. Securities and Exchange Commission (SEC) or any other governmental entity, we are certifying that our communications are full, accurate, timely, and understandable. Thus, any communication with audit groups, internal and external, should be cooperative, compliant, open, and honest.

We have many obligations for which we need accurate and complete records, including legal, tax, and regulatory obligations. Therefore, you must retain all Company records as described in our retention requirements and store them in approved storage locations (see CMT's records retention policy located on the Company intranet or ask the corporate controller if you have questions). Once issued, documents subject to a legal hold memoranda must be retained until the disposal of the documents is authorized in writing.

### **Avoid Conflicts of Interest**

Conflicts are not always easy to identify. Therefore, you must use common-sense and judgment to make sure you do not have a conflict of interest. If you think you may have a conflict, contact Human Resources or the Compliance Officer.

Common examples of potential conflicts can include: a second job working for a competitor; investing in a business that competes with CMT (unless held in connection with a mutual or other index type fund that you do not direct or control), conducting outside business with CMT vendors, customers, and suppliers that may be (or may appear) detrimental to CMT; supervising family, close friends, or relatives; involvement in charitable or political organizations that may request donations or support from CMT or its customers, vendors, or suppliers; joining the board of directors at a competitive company; where a family-member, friend, or relative works at or owns a customer, a vendor, or supplier; or diverting Company funds or property for personal gain.

Any questions regarding a potential conflict of interest should be directed to the Compliance Officer, and exceptions to this policy may be provided only by the Compliance Officer or the Board in appropriate circumstances.

## **Know the Rules about Gifts and Entertainment**

Gifts and entertainment have their place in a business environment, but they must be approached with caution so as to avoid conflicts of interest, bribery, and corruption. Therefore, our Code sets forth the guidelines for accepting gifts and entertainment.

If a customer, supplier, or vendor offers you a gift or entertainment, you may accept:

- Gifts that are infrequent and nominal in value—i.e. pens, calendars, holiday food packages. In sum, promotional items that an average person would view as customary or business-related.
- Occasional, reasonably priced meals with a business contact or associate.
- Occasional attendance to local sporting events, theater events or shows, or other cultural events with a business contact or associate.

If the gift exceeds US\$150, it becomes Company property. If you receive a gift or an offer of a gift that exceeds US\$150, you must notify your supervisor or manager. The manager must approve the gift before you can accept it.

On the other hand, offering gifts and entertainment to win or keep business is unethical and, often, illegal. Follow the Company's policies and ask the Compliance Officer if you are unsure. Our Code does provide, however, general guidelines for offering gifts and entertainment.

- Gifts and entertainment should not typically exceed US\$150. In other words, they should be reasonable and appropriate under the circumstances.
- Make sure gift does not violate the recipient's company policies.
- Never give cash, checks, money orders, gift certificates, loans or cash equivalents.
- Never give gifts conditioned upon receipt of something in the future—i.e. quid pro quo. There should be no obligation tied to the gift.

Regardless of size or amount, all gifts to business partners must be recorded and designated as gifts from the Company or your business unit/department. Also, the rules and policies surrounding gift giving are even stricter when dealing with government officials and employees. **Because it is against our ethics and against the law, we do not permit giving anything of value to government officials or employees.** Indeed, federal lobbying laws prohibit any gift giving, even meal purchases and event tickets, to any elected official.

## **Safeguard Information**

Confidential information is any information you are exposed to as part of your job. Confidential information does not originate from a single place, but could be about CMT, our employees, products, customers, or suppliers. It could be written, verbal, or illustrated. Obviously,

trade secrets, intellectual property, financial data, and non-public information are confidential. Furthermore, personal information, about you or your co-workers, is confidential.

Some employees have signed Confidentiality or Non-Disclosure Agreements, but all employees must protect confidential data. Confidential information should only be shared with employees required to know the information, those employees who have signed Confidentiality Agreements and third parties who have signed confidentiality and/or non-disclosure agreements.

Be sure to:

- Label confidential information appropriately.
- Only allow people with proper authorization into our facilities and contact local security or management if you notice unauthorized visitors.
- Properly safeguard all confidential papers and documents at all times, including when they are at your desk or in your office.
- Watch what you say. Don't discuss confidential Company business in public places such as elevators, planes and restaurants where others can hear it.
- Watch what you show. Don't view confidential information on your laptop in public places where others can see it.
- Refer questions from investors, the media, and others to the Compliance Officer or the CEO.

Do not ever speak on behalf of the Company unless explicitly authorized to do so. Only authorized individuals may communicate the Company's official position on certain topics such as financial performance, strategic business plans, legal matters, and public policy issues. If you see any social media about CMT that you believe the Company should be made aware of, please notify the Compliance Officer.

### **Use Technology and Company Resources Responsibly**

As an employee, we trust you to treat Company property and resources carefully and appropriately. If you are unsure how to operate a piece of equipment, ask. Similarly, if you believe any property or equipment is damaged, unsafe, or defective, report the problem to your supervisor.

If you have access to CMT's technology system, anything you send or receive is property of CMT. Thus, emails, voicemails, intranet and internet access, computer files and programs, even those you create, are Company property. We trust that you will use CMT's technology platform in accordance with Company policies (see CMT's internet usage policy found on the Company intranet). Nonetheless, we reserve the right to monitor all of these systems and resources. Part of your obligation is to prevent the spread of malware and viruses. To further this goal, never install unauthorized software, applications, hardware, or storage devices on Company-issued computers, and do not permit access to unauthorized persons.

Social media is ever-expanding so the way we manage it is more important than ever. Social media includes anything from Facebook, Instagram to Twitter. Always be mindful when communicating through these mediums. Always present yourself in a professional manner and your obligation to protect CMT's confidential information never ceases.

Unless authorized by the Compliance Officer, employees should not place any comments or information on any stock message board or other social network/media site about the Company or any employee.

### **Obey Insider Trading Laws**

Insider trading means using non-public information to gain profits or avoid losses in the stock market. To you this means never buy or sell stock or other securities on the basis of inside information. Nor are you allowed to “tip” others so they could do what you cannot. You should be familiar with the Company’s insider trading policy which can be found on the intranet or can be provided by the Compliance Officer.

No inside information may be considered “public” unless and until it is formally announced through press release or through certain Securities and Exchange Commission (SEC) filings. Not all SEC filings, however, are public. If there is any uncertainty, contact the Compliance Officer.

Insider information can include:

- Projected future earnings or losses
- Planned mergers or acquisitions
- Sale of Company assets or subsidiaries
- Changes in dividend policy
- Changes in executive management
- Significant new product plans
- Impending bankruptcy or financial problems
- Significant lawsuits or legal settlements

### **Be Ethical When Gathering Competitive Information**

Nothing forbids us from gathering competitive information -- but we are forbidden from doing it illegally and unethically. Illegal and unethical information gathering practices include, but are by no means limited to, bribery, spying, and kickbacks. Do not engage in these illicit practices.

Moreover, hiring a third party to do acts which you could not properly do is no solution and is still illicit, improper, and illegal. If you believed someone has provided you with information about a competitor that you believe may be confidential, ask the person how it was obtained. Materials labeled “secret,” “confidential,” or “proprietary” should immediately be delivered to the Compliance Officer.

### **Follow Antitrust and Competition Laws**

Antitrust laws exist to prevent anti-competitive behavior such as price fixing. The goal is to ensure an open market where companies compete to create the best products. That system is

undermined when companies become successful not through the merit of the products they create, but by gaining market share through improper means.

Antitrust laws matter to us because it governs our relationships with competitors, the prices and terms of sale to distributors and customers, and governs trade practices. It is illegal to discuss or enter into an agreement or understanding—written, spoken, or otherwise—that relates to a competitive matter. Finally, we cannot discriminate how we disseminate our prices, terms, and services to similarly situated customers purchasing similar goods in like quantities or similar terms.

Violating antitrust laws can result in heavy penalties, including significant damages. Therefore, we must always be vigilant of antitrust concerns and report any suspicious behavior.

### **Protect the Privacy of Personal and Customer Data**

When accessing or handling (including using, storing, updating, or destroying) personally identifiable information (e.g., passport/identity card numbers, telephone numbers, addresses, birth dates) or customer data, each of us has an obligation to comply with our policies, our contractual obligations, and all applicable privacy and data protection laws.

To this end, only collect personally identifiable information through lawful means and only for legitimate business purposes as defined by our policies. If you have access to this type of information as part of your job, make sure you take care to secure it and access it or disclose it only in compliance with all applicable laws.

### **Follow Applicable Import/Export Laws**

We engage in cross-border transactions, which subjects us to Import and Export laws. Like all other laws, they must be observed. If your position within CMT requires you to ship to a foreign nation or accept goods originating in a foreign country, you must follow all applicable governmental regulations and requirements, including those found in the Customs-Trade Partnership Against Terrorism (C-TPAT).

Following the import/export laws and regulations require you provide truthful and accurate information to co-workers involved with shipping and receiving, outside companies with which we work to facilitate our imports and exports, and the government.

Furthermore, we do not support parallel importing or the sale and distribution of grey goods, so if you know or have reason to believe that a customer or wholesaler intends to improperly resell our products in another country, immediately notify the Compliance Officer.

### **Comply with Government Contracting and Procurement Laws**

We may contract with various governmental entities. It is vital that we understand and comply with the terms, conditions, and provisions related to each of these contracts. If you do not

know our obligations or have any questions on a government contract, please contact the Compliance Officer.

**Prevent Money Laundering and Terrorist Financing**

Money laundering is the practice of funneling illegally obtained funds through legitimate businesses to hide their illegal origin. This is illegal and is not permitted in the Company.

To ensure we are not supporting such practices, only do business with individuals and companies after completing appropriate due diligence. Furthermore, immediately report any suspicious or unusual transaction activities, such as: Payments in cash, requests to transfer funds to or from countries or entities that are not related to the transaction or the customer, unusual fund transfer to or from foreign countries.

**Comply with Applicable Law and Company Policy**

Although it should go without saying, you must comply with all applicable federal, state and local laws and Company policy – including this Code – at all times. If you have any questions about the applicable laws where you work or Company policy, let us know.

**CERTIFICATION:**

I have read and understand the contents of the CMT Code of Conduct and Ethics. I understand my obligation to report in good faith any known or suspected violation of the expectations outlined in this policy without fear of retaliation. Further, I understand that violation of any portion of the Code or any related Company policies or guidelines will subject me to disciplinary action by the Company up to and including termination of employment.

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_