

TRADE SANCTIONS

Supplier represents and warrants that Supplier is not:

- (1) a Specially Designated National or Blocked Person (as defined below);
- (2) owned or controlled by, or acting for or on behalf of, directly or indirectly, a Specially Designated National or Blocked Person;
- (3) directly or indirectly owned or controlled by the government of any country (or an agency or instrumentality of the government of any country) that is itself subject to an embargo or economic sanctions administered by the U.S. Department of Treasury's Office of Foreign Assets Control ("**Embargoed/Sanctioned Country**");
- (4) acting on behalf of a government (or its agencies or instrumentalities) of any Embargoed/Sanctioned Country;
- (5) directly or indirectly involved in business arrangements or otherwise engaged in transactions with a Specially Designated National or Blocked Person or an Embargoed/Sanctioned Country (unless such arrangements or transactions are permitted by a current and valid license issued by the U.S. Department of Treasury's Office of Foreign Assets Control); or
- (6) directly or indirectly sourcing any products or services used in the supply of products or services to TCCC from a Specially Designated National or Blocked Person or an Embargoed/Sanctioned Country.

Supplier agrees that it will immediately provide written notice to all customers authorized under the Agreement upon the occurrence of any event that would result in a breach of the foregoing representations and warranties. Notwithstanding anything to the contrary in the existing Agreement between TCCC and Supplier, no transfer (including the sale, lease, assignment or transfer in any way of any direct or indirect interest in the Agreement or direct or indirect interest in Supplier) shall be made to a Specially Designated National or Blocked Person; to an entity in which a Specially Designated National or Blocked Person has an interest; or to an Embargoed/Sanctioned Country.

For purposes of this Section, "**Specially Designated National or Blocked Person**" means a person or entity (i) designated by the U.S. Department of Treasury's Office of Foreign Assets Control from time to time as a "specially designated national or blocked person" or of a similar status; (ii) described in Section 1 of U.S. Executive Order 13224, issued on September 23, 2001; or (iii) otherwise identified by the U.S. government as a person with whom U.S. persons are prohibited from transacting business. As of the date TCCC posted this policy on its Web site, a list of such designations and the text of the Executive Order are published and routinely updated under the Internet Web site address <http://www.treas.gov/offices/enforcement/ofac/sdn/index.shtml>.

For purposes of this Trade Sanctions policy, the term "**Supplier**" is deemed to include, in addition to the corporate entity that is a party to the Agreement with TCCC, the Supplier's directors, officers, Affiliates, subsidiaries, shareholders, beneficial owners in the case of non-publicly traded shareholders, and the funding sources for any of the foregoing.

Capitalized terms used in this "Trade Sanctions" policy shall have the respective meanings given them in the Supplier's Authorization Agreement between TCCC and Supplier.

Revised: March 24, 2009