



**RPM INTERNATIONAL INC.  
AND ITS SUBSIDIARIES AND OPERATING COMPANIES  
CONFLICT MINERALS POLICY**

It has been and will continue to be the policy of RPM International Inc. (RPM) and its subsidiaries and operating companies (collectively, with RPM, the “Company,” and each individually referred to as “RPM Manufacturing Company”) to comply with the letter and spirit of all applicable laws, rules and regulations. To meet this standard as it specifically applies to RPM’s reporting requirements under the United States Securities and Exchange Commission’s regulations under the Dodd-Frank Wall Street Reform and Consumer Protection Act and its Conflict Minerals provisions, the following procedures are implemented.

**A. Definitions:**

The following definitions apply throughout this policy:

“3TG Mineral(s)” or “Conflict Mineral(s),” refers to Tantalum, Tin, Tungsten, and/or Gold. **Organotins are not 3TG Minerals.**

“RPM Product(s)” means any products sold by an RPM Manufacturing Company.

“Material(s) Contracted to Be Manufactured,” means any materials and/or products that an RPM Manufacturing Company contracts to be manufactured and that (1) the RPM Manufacturing Company incorporates into and is contained in a finished manufactured RPM Product, or that itself becomes a finished RPM Product, AND (2) the RPM Manufacturing Company has or had an influence that directly relates to the manufacture of the material and/or product. It does not include the following:

Any product that an RPM Manufacturing Company only repackages and/or rebrands, re-labels and resells without making any modifications to the product itself, as long as the RPM Manufacturing Company did not have any influence in its manufacturing.

“Direct Raw Material(s)” means any materials used by an RPM Manufacturing Company to manufacture an RPM Product AND that (1) is contained in, or is potentially contained in, regardless of how de minimis or slight the quantity may be, in the finished RPM Product, and (2) is necessary to the functionality or production of the RPM Product. It includes 3TG Minerals or any material containing 3TG Minerals that, for example, are used as catalysts and/or used to facilitate or expedite the production process if any quantity of the 3TG Mineral is contained in the finished RPM Product. It also includes all Materials Contracted to Be Manufactured.



It does not include the following:

1. Packaging materials or materials used to manufacture packaging materials, unless the RPM Manufacturing Company manufactures the packaging material for sale as an independent RPM Product.
2. Equipment used to manufacture RPM Products, unless the RPM Manufacturing Company manufactures such equipment for sale as an independent RPM Product.
3. Materials contained in, or used to service and maintain, the mechanical tools and equipment used to manufacture RPM Products.
4. Indirect products that are used by the Company, but that are not directly used to manufacture any RPM Product. For example, office supplies, paper, computers, telephones, etc.
5. Any materials in the possession of an RPM Manufacturing Company prior to January 31, 2013.

“DRC Region” refers to the Democratic Republic of Congo and its adjoining countries of Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.

**B. Company’s Due Diligence Procedure:**

1. On or about January 14 of each year, the Company will send via email a notice to all suppliers of Direct Raw Materials from whom the Company purchased any relevant supplies during the prior calendar year. The notice will assign each supplier a discrete identifying number and will direct each supplier to a webpage where the supplier will be asked to answer a series of questions designed to identify whether the Direct Raw Materials it supplied to the Company during the prior calendar year contained any Conflict Minerals or 3TG Minerals. The questionnaire will also inquire into the supplier’s procedures, policies, and due diligence relating to Conflict Minerals. Attachment A provides an example of the format of the questionnaire.
2. Through an Information Technology (IT) interface, the Company will upload all relevant supplier information, submit initial email requests to suppliers, track the responses to all questions by all suppliers, and every 21 days automatically send email reminders to all suppliers who fail to electronically submit their responses via the questionnaire’s webpage.
3. In order to ensure consistency and accountability throughout the Company, any requests by an RPM Manufacturing Company to submit questionnaires through means other than through the IT interface and webpage described above are disfavored, and must be pre-approved by RPM’s Director of Global Compliance.



### C. Coordinating Instructions:

1. In order to ensure that **all** suppliers of Direct Raw Materials are properly identified and uploaded into the IT interface prior to the initial emails being submitted to suppliers, each RPM Manufacturing Company must submit to the Global Strategic Sourcing Team's Conflict Minerals Coordinator ("GSST's CM Coordinator") all relevant Direct Raw Material supplier information and identify a designated representative for the RPM Manufacturing Company responsible for its Conflict Minerals coordination. This information must be submitted by November 30 of each year in the Excel spreadsheet format identified in Attachment B. On or about January 2 of each year, each RPM Manufacturing Company must send any updates to the GSST CM Coordinator to account for Direct Raw Materials purchased through the end of the prior year that occurred after the November 30<sup>th</sup> submission of the Excel spreadsheet.
2. An RPM Manufacturing Company that determines that any product(s) that it purchases for resale does not meet the definition of a Materials Contracted to Be Manufactured need not request information about the product(s) or include relevant data about that product in the Excel spreadsheet identified in subparagraph (1) under this section. **However in order to ensure proper documentation, the RPM Manufacturing Company must submit a memo to the GSST CM Coordinator identifying the supplier(s), the product(s), and the reason(s) why the RPM Manufacturing Company believes that the product(s) are not included within the definition of Materials Contracted to Be Manufactured.** This memo need only be submitted to the GSST CM Coordinator one time, and does not need to be resubmitted every year as long as the circumstances relating to the supply or supplier of the product do not change from year to year.
3. All Direct Raw Material suppliers for the calendar year must be identified in the Excel spreadsheets submitted under subparagraph (1) of this Section C. However, if a supplier does not have email or the capability to receive notice of, or respond to, the questionnaire electronically, that should be identified with the notation "NO EMAIL" in the "Supplier Contact Email Address" section of the Excel spreadsheet. It is then the responsibility of the designated representative of the relevant RPM Manufacturing Company to independently obtain and document the answers to the questionnaire from the supplier, and to submit the documentation of all answers to the GSST CM Coordinator by April 1 of each year. The GSST CM Coordinator will ensure that all such information is manually uploaded into the IT questionnaire interface to facilitate the review and preservation of each supplier's information.
4. Each RPM Manufacturing Company is responsible to assist the GSST CM Coordinator with ensuring that all Direct Raw Materials suppliers appropriately submit their responses to the questionnaire. In the event that a supplier ignores the notices, or expresses reluctance to appropriately respond, it is the responsibility of the



RPM Manufacturing Company to directly communicate with that supplier and to continue to request the supplier's appropriate responses.

5. If by April 1 of any year a supplier does not respond to the requested questionnaires, the relevant RPM Manufacturing Company must provide a list of any such suppliers to RPM's Director of Global Compliance. RPM's Director of Global Compliance will confer with the Global Strategic Sourcing Team ("GSST") and with the RPM Manufacturing Company's management to determine appropriate alternatives available to obtain compliance from the non-responding suppliers, including the option of terminating all further purchases from such suppliers.
6. In order to ensure and evaluate consistency throughout all RPM Manufacturing Companies on all Conflict Minerals matters, the GSST CM Coordinator will function as the primary facilitator and liaison between all RPM Manufacturing Companies. However, compliance of all Conflict Minerals obligations under this policy is the individual responsibility of each RPM Manufacturing Company.
7. A designated representative from each RPM Manufacturing Company must review the responses to the questionnaires in order to determine whether any answers to the questionnaire received from any supplier, or any other factors learned through other due diligence inquiries of a supplier, indicate any of the following: (1) that the supplier misrepresented or is not being truthful when answering any questions in the questionnaire, or (2) that **there is reason to believe that any of the 3TG Minerals contained in any of the RPM Manufacturing Company's products may have originated from the DRC Region or supported the armed conflicts in the DRC Region.** If either the above concerns exist, the RPM Manufacturing Company must inform the GSST CM Coordinator about its concerns. It is the responsibility of the RPM Manufacturing Company to contact and communicate with its supplier to resolve any concerns to the satisfaction of the GSST CM Coordinator. The GSST CM Coordinator will report to RPM's Director of Global Compliance any unresolved matters and any answers that provide a reason to believe that a 3TG Mineral contained in any RPM Product originated from the DRC Region or supported its armed conflict. **Note:** *Without more, an answer that simply states that the supplier does not know from where the 3TG Mineral originated does not alone rise to the level of "reason to believe" that the mineral came from the DRC Region or supported the armed conflict in that region.*

#### **D. Inquiries from the Company's Customers:**

Each RPM Manufacturing Company is likely to be asked by many of its customers about the existence of Conflict Minerals contained in the products that the RPM Manufacturing Company provides to its customers. Consequently, each RPM Manufacturing Company should establish procedures to access its suppliers' answers to the Company's Conflict Minerals questionnaires in a manner that allows for their efficient review when answering Conflict Minerals inquiries from the RPM Manufacturing Company's customers. In order to ensure the accuracy of any



information the Company provides to its customers, all RPM Manufacturing Company representatives who are tasked with answering questions from any Company customers must refer to the supplier's Conflict Minerals responses prior to answering questions from customers relating to Conflict Minerals contained in RPM Products.

**E. Document Retention Under This Policy:**

Records relating to this policy must be maintained in a manner that facilitates the review and audit of compliance with this policy. Therefore, unless otherwise required by law or other RPM, operating group, or operating company policy requires retention for a longer period, all records, including, but not limited to purchase orders for Direct Raw Materials, contracts to manufacture, Conflict Minerals questionnaires, supplier responses, responses to customer Conflict Minerals inquiries, and any correspondence (electronic or otherwise) relating to the Company's or a supplier's or customer's use of Conflict Minerals must be maintained by the Company for a period of six (6) years.

**F. Audit:**

The RPM Internal Audit Department will audit compliance with this policy.

# **TG** Conflict Mineral Reporting

Thank you for helping Tremco identify whether Tin, Tantalum, Tungsten, or Gold (3TG metal(s)) are necessary to the functionality or production of any of our products.

The purpose of this questionnaire is to provide sourcing information on all of the product types Test Supplier Inc. sold to Tremco during calendar year **January 1, 2013 through December 31, 2013**.

If any amount, regardless of how small or de minimis the amount may be, of a 3TG metal is contained in or necessary, used, or tied in any way to the manufacturing, production or functionality of Test Supplier Inc. products sold to Tremco, then we may be required to report whether the 3TG metal originated from the Democratic Republic of Congo or from its adjoining countries of Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia (hereinafter referred to as the DRC Region).

This electronic questionnaire will lead you through the process. Please provide all the information requested to the best of your ability.

## Step 1 - Update Your Contact Information

Company Name:	<input type="text" value="Test Supplier Inc."/>
Your Name:	<input type="text"/>
Your Title:	<input type="text"/>
Address:	<input type="text"/>
City:	<input type="text"/>
State/Province:	<input type="text"/>
Postal Code:	<input type="text"/>
Country:	<input type="text" value="United States"/>
Telephone:	<input type="text"/>

\*\* The Tremco name is used here only as an example. Each Operating Company's name will be automatically populated on all questionnaires to which their suppliers will respond.

## **3TG** Conflict Mineral Reporting

### Step 2 - List Products Sold to Tremco that DO NOT Contain 3TG Metals

In the box below, please provide a complete list of products sold to Tremco that you are certain DO NOT contain Tin, Tantalum, Tungsten, or Gold (3TG Metals) in any amount (regardless of how small or de minimis the amount may be), and for which 3TG Metals are not necessary in any way to the manufacturing, production or functionality of the declared product.

Please enter a single combination of the product's unique identifier (SKU or part-number) and the product's description per each line. You may find it easier to copy and paste this information from a spreadsheet or other data source.

\* For purposes of this questionnaire, the term "tin" does not include organotins. Please include products containing only organotins, and no other 3TG metals, in the box below, and identify those products with an asterisk (\*).

Enter Product List Here

Submit List

# TG Conflict Mineral Reporting

## Step 3 - Report Products Sold to Tremco that CONTAIN or MAY CONTAIN 3TG Metals

For each product Test Supplier Inc. sold to Tremco that CONTAINS or MAY CONTAIN Tin, Tantalum, Tungsten, or Gold (3TG Metals) in any amount (regardless of how small or de minimis the amount may be), or for which 3TG Metals are necessary to the manufacturing, production or functionality of the declared product you will need to complete the form below. To add additional products use the **Add Next Product** button. When ALL products that contain or may contain 3TG Metals have been entered (or if you have no products to report in this section), use the **Continue to Step 4** button to continue.

\* For purposes of this questionnaire, the term "tin" does not include organotins. Products containing only organotins, and no other 3TG metals, should have been reported in Step 2.

\*\*\* The DRC Region is the Democratic Republic of Congo and the adjoining countries of Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia

Product Unique Identifier (SKU or part-number):

Product Description:

1) Please identify any 3TG Metals this product contains or that you are uncertain is contained in this product.

Metal	Answer	Comment
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

2) identify 3TG Metals necessary to the manufacturing, production or functionality of this product?

Metal	Answer	Comment
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

3) For any Yes answer in question 1 or 2 above, can you determine if the metal originated from the \*\*\*DRC Region?

Metal	Answer	Comment <small>If yes, please identify the relevant Country or Countries.</small>
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

4) For any Yes answer in question 1 or 2 above, can you determine if the metal came from a recycler or scrap supplier?

Metal	Answer	Comment
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

5) Have all of your suppliers answered Conflict Minerals Questionnaires addressing each relevant metal as it pertains to this product?

Metal	Answer	Comment
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

6) Have you identified all of the smelters involved in the production of the 3TG metal content in this product?

Metal	Answer	Comment
tin:	<input type="text"/>	
tantalum:	<input type="text"/>	
tungsten:	<input type="text"/>	
gold:	<input type="text"/>	

**Add Next Product**

**Continue to Step 4**



## JG Conflict Mineral Reporting

### Step 4 - Questions Concerning Test Supplier Inc. Conflict Minerals Policies

Please answer ALL the following questions concerning Test Supplier Inc. conflict minerals policies

\*\*\* The DRC Region is the Democratic Republic of Congo and the adjoining countries of Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia

	Answer	Comments/Explanations
7a) Does Test Supplier Inc. have a policy that includes ***DRC conflict-free sourcing?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7b) If so, is the policy publicly available on your company website?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7c) Does Test Supplier Inc. require its direct suppliers to be ***DRC conflict-free?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7d) Does Test Supplier Inc. require its direct suppliers to source from smelters validated as compliant to a Conflict Free Smelter ("CFS") protocol using the CFS Compliant Smelter List found at <a href="http://www.conflictreesmelter.org">www.conflictreesmelter.org</a> ?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7e) Has Test Supplier Inc. implemented due diligence measures for conflict-free sourcing?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7f) Does Test Supplier Inc. request that its suppliers answer Conflict Minerals Reporting Questionnaires?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7g) Does Test Supplier Inc. request smelter names from its suppliers?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7h) Does Test Supplier Inc. verify due diligence information received from its suppliers?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7i) Does the Test Supplier Inc. verification process include corrective action management?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>
7j) Is Test Supplier Inc. subject to the U.S. Securities and Exchange Commission's Conflict Minerals disclosure requirements rule?	<input type="checkbox"/> <input type="checkbox"/>	<input type="text"/>

[Complete Questionnaire](#)

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**3TG** Conflict Mineral Reporting

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Thank You!

Thank you for helping Tremco meet our 3TG metals reporting requirements. If you should have any questions, please contact xxxxxxxx.

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