

DOING RIGHT CONNECTION

ETHICS & COMPLIANCE PROGRAM STEERING COMMITTEE

COMMITTEE CHARTER

The Southwire Company, LLC Ethics & Compliance Program Steering Committee is appointed by the Southwire Company, LLC Board of Directors to ensure that the ethics and compliance program supports Southwire's "Doing Right" vision of fostering a culture guided by ethical values.

To foster this culture, the Committee shall oversee and advise on:

- The effectiveness of the ethics and compliance program and improvements to the program
- Ethics and compliance-related issues that may have a material impact on the operations of Southwire
- Southwire's Code of Conduct, other compliance-related policies, and legal requirements, including actions taken by Southwire to ensure that systems are in place to fairly and effectively remedy violations
- Investigations of compliance violations reported to the Ethics and Compliance Office, which shall provide quarterly reports to the Committee on such investigations
- Steps taken to mitigate similar violations from occurring in the future

To identify priorities for the ethics and compliance program, the Committee shall conduct periodic compliance risk assessments of business activities engaged in by the Company and its employees, directors, contractors, and agents.

The Committee shall report to the Board Sustainability Committee, at least annually, with respect to its activities and review issues with the Board Sustainability Committee as it deems appropriate.

The Committee also is empowered to take such other actions as it deems necessary or advisable to maintain, administer or otherwise carry out the intent and purpose of the ethics and compliance program and the function of the Committee, including the retention of third-party advisors and service providers with respect to its duties and responsibilities.

The Committee shall consist of at least seven (7) members, each of whom shall be appointed by management. Such members shall include senior leaders of a cross section of Southwire's businesses and functional areas and shall serve until the earlier of their resignation or their removal.

The Committee shall be chaired by Southwire's General Counsel, who serves as its Chief Ethics and Compliance Officer. In that individual's capacity as Chief Ethics & Compliance Officer, the individual shall report directly to the Board, as well as to Southwire's Chief Executive Officer for administrative purposes.

Except as expressly provided in this Charter or the By-Laws of the Company, the Committee shall establish its own rules of procedure but shall meet at least quarterly and shall keep a record of its proceedings for review by the Board Sustainability Committee and/or the Board.