

Third Party Compliance Certification (To Be Completed By Third Party)

Third Party Name: _____
(If Third Party is a company, use the company's legal name)

Address: _____

This Compliance Certification (this "Certification") is being provided by the person or entity named above ("You") for the benefit of ("Johnson Controls"), with whom You either have an existing business agreement or anticipate having one. As part of participating in a business relationship with Johnson Controls, You agree to operate in compliance with Anti-Corruption Laws worldwide. Therefore, You certify to Johnson Controls and agree as follows:

No Bribery

1. In performing any activities on behalf of or related to Johnson Controls, You will not, directly or indirectly, pay, offer, authorize or promise any monies or anything of value (including but not limited to gifts, contributions, travel, or entertainment) to any person or organization, including any employee of a customer, or any Government Official (which includes any employee or official of any governmental authority, government owned or controlled entity, public international organization, or political party or any candidate for political office) for the purpose of improperly influencing their acts or decisions or to improperly obtain a business benefit. You will take appropriate actions to ensure that any person representing or acting under your instruction or control ("Your Business Representatives") also will comply with this paragraph.
2. Neither You nor, to your knowledge, Your Business Representatives have violated any Anti-Corruption Laws in performing any activities on behalf of or related to Johnson Controls.
3. Johnson Controls will not be required to take any action or make any payments that Johnson Controls believes, in good faith, would cause it or its affiliated companies to be in violation of any Anti-Corruption Laws.

No Conflicts of Interest

4. Except as previously disclosed in writing by You to Johnson Controls, neither You nor, to your knowledge, Your Business Representatives are: a) a Government Official in a position to assist Johnson Controls' business or b) have any family

members who are a Government Official in a position to assist Johnson Controls' business.

5. Except as previously disclosed in writing by You to Johnson Controls, You do not have reason to believe that there are other conflicts of interest with Johnson Controls (such as a family member who works for Johnson Controls, or a former Johnson Controls employee with decision-making authority over Your business dealings with Johnson Controls).

6. You will notify Johnson Controls promptly if: (a) You or any of Your Business Representatives have reason to believe that a breach of this Compliance Certification has occurred or is likely to occur; or (b) any conflicts of interest arise after the signing of this Compliance Certification. You will send notice to Johnson ControlsPolicy@JCI.com or to such other location as Johnson Controls may designate.

Relationship to Other Agreements

7. This Certification is deemed incorporated into any existing written agreement between You and Johnson Controls, as well as into any business transaction between You and Johnson Controls. Nothing in this Certification will alter any authorized territory or scope of product or service authorization under any resale, distribution or dealer agreement. Any breach of this Certification will be grounds for Johnson Controls to terminate its business relationship with you.

Data Privacy

8. Johnson Controls may process, store and transfer data and information related to the business relationship between You and Johnson Controls. You have the right to: (a) request access to this data; (b) rectify or cancel any inaccurate or expired data; and (c) object to any processing that is not for a legitimate business purpose. You agree that you have read Johnson Controls Privacy Notice at www.johnsoncontrols.com/privacy.

9. The person signing this document or submitting it electronically represents that the statements in this Certification are true and accurate, and that he/she is authorized to execute and deliver this Certification on Your behalf. Submission of this Certification electronically will be legally binding.

Business Ethics

10. Johnson Controls insists that ethical business practices and integrity be at the core of everything we do and require our Business Partners to maintain the same high standard of lawfulness and fairness. One of the keys to safeguarding this culture of integrity is to make sure that our business partners are able to speak up about an action or situation which raises an ethical or compliance related concern. By signing this certification You agree to abide by a code of ethical business conduct that meets or exceeds Johnson Controls' policies posted on: <http://www.johnsoncontrols.com/suppliers>. You also commit to bring any concerns related to these policies to Johnson Controls through its confidential Internet-reporting service at www.JohnsonControlsIntegrityHelpline.com

Printed Name: _____

Signature: _____

Title: _____

Date of Certification: _____