

VISITOR SECRECY AGREEMENT AND ACKNOWLEDGEMENT OF FACILITY HEALTH, SAFETY, ENVIRONMENTAL AND SECURITY REQUIREMENTS

Non-Disclosure of Heraeus Proprietary Information

This agreement is entered into as of _____, _____, for the benefit of Heraeus Precious Metals North America, LLC (HPMN) and its parent, subsidiaries and other affiliates (collectively, "Heraeus") as a condition to and in consideration of Heraeus providing me access to certain premises and information. I, the undersigned, recognize that Heraeus may make known to me certain Proprietary and Trade Secret Information including, but not limited to Heraeus' processes, the identity of customers, and the types or amounts of material received from certain Heraeus customers. I further understand that this Agreement is intended to cover all information, whether written, verbal or in any other form, related to (a) HPMN processes, (b) all matters disclosed to or viewed by me during my visit to Heraeus, and (c) other confidential or proprietary information related to Heraeus or its business, including without limitation, trade secrets, proprietary information, processes, equipment, customers, vendors, assets, activities and other products (collectively, "Proprietary Information"). I shall keep this information strictly confidential. I understand and agree that Heraeus' proprietary information may only be used as expressly permitted in writing by an authorized officer of Heraeus and only to the extent necessary to conduct business with and for the benefit of Heraeus, provided that all such uses shall strictly comply with this Agreement. Without the prior written consent of an authorized officer of Heraeus, I shall not, directly or indirectly, independently or through a third party, (a) use any Proprietary Information except as permitted in this Agreement, (b) disclose any Proprietary Information to a third party, (c) create any photos, video, copies, or other reproduction of any Proprietary Information, (d) create any notes, summaries, documentation, or other embodiments, in whatever form or media, that contain any Proprietary Information, or (e) reverse engineer or decompile any Proprietary Information. I understand and agree that I have no right, title or interest to any of Heraeus' Proprietary Information. All rights, title and interests to Proprietary Information shall belong solely to Heraeus. All Proprietary Information, to the extent provided to me are provided AS-IS and Heraeus makes no representation or warranty of any kind, express or implied, with respect to such Proprietary Information.

Heraeus has no obligation to provide me any Proprietary Information or give me access to any Heraeus premises. If requested by Heraeus, I shall immediately leave Heraeus' premises, return all Proprietary Information and all reproductions and embodiments thereof, and cease all uses thereof.

This Agreement binds me personally and my company or other entity designated below my signature. I shall not assign or otherwise transfer this Agreement or any part of it, whether voluntary or by operation of law, without Heraeus' prior written consent. Subject to the foregoing, this Agreement shall also bind my permitted successors, permitted assigns and legal representatives. If I breach or threaten to breach any provision of this Agreement, Heraeus, without posting any bond, shall be entitled to obtain specific performance, injunction and other equitable remedies in addition to any remedies at law (including without limitation recovering damages). If any provision of this Agreement shall be declared void or unenforceable, such provision shall be deemed separate from this Agreement and the remainder of this Agreement shall remain in full force and effect.

This Agreement shall apply to each of my visits to Heraeus and all Proprietary Information provided to me previously, now or in the future without the need for me to sign additional agreements. If requested by Heraeus, however, I shall execute such other agreements and documents as reasonably requested by Heraeus with respect to such visit(s) and Proprietary Information.

Hazard Communication Program

Heraeus Precious Metals North America, LLC makes extensive use of chemicals in its operations. The company provides training and information on hazards posed by chemicals through its Hazards Communication Program. This program includes the use and understanding of warning labels, material safety data sheets (MSDS), hazard training, and safety practices.

Heraeus Precious Metals North America, LLC offers you assistance in understanding warning labels, material safety data sheets and environmental requirements. It will also train you to recognize hazards, environmental impacts and to work safely in the presence of any hazards and to protect the environment. If you have any questions, you may contact our Environmental Health and Safety Department. Your signature below acknowledges that you have been informed about the presence of hazards and environmental policies at our facility and that you will become familiar with our safety practices to protect yourself and the environment.

California Proposition 65 Warning

Heraeus Precious Metals North America, LLC processes materials to manufacture and market chemical products under numerous health, safety, and environmental laws that are designed to protect human health and the environment. The safety and environmental rules adopted by Heraeus Precious Metals North America, LLC are designed to avoid workplace injury and minimize environmental impacts and also to avoid exposure to chemicals in use at its facilities. Heraeus Precious Metals North America, LLC is also required to give you a clear warning on exposure to certain specific chemicals listed by the Governor of the State of California under a law called Proposition 65.

The chemicals on the Governor's list are those which pose a significant risk of cancer or reproductive toxicity and range from pesticides to alcohol to cigarette smoke. The following warning is provided to comply with the requirements of Proposition 65:

"Detectable amounts of chemicals known to the State of California to cause cancer, birth defects, or other reproductive harm are found in and around this facility".

Your signature below acknowledges your obligation to abide by the company safety and environmental rules and that you have received a clear warning about the chemicals in use at Heraeus Precious Metals North America, LLC.

Health, Safety and Environmental Disclaimer

The undersigned has requested access to the manufacturing/refining facilities of Heraeus Precious Metals North America, LLC. With respect to the present and all future visits to those facilities, the undersigned understands that the services performed by Heraeus Precious Metals North America, LLC involve the use and/or generation of substances and materials which may be generally characterized as "toxic" or "hazardous". The undersigned also understands and recognizes that, although Heraeus Precious Metals North America, LLC requires the use of safety and other personal protective gear to ensure that persons within its business premises will not be exposed to such substances, on rare occasion such exposure may occur. The undersigned therefore agrees that, as a condition of Heraeus Precious Metals North America, LLC allowing the undersigned access to its facilities and in consideration of the granting of such access, in the event the undersigned shall be exposed to such toxic or hazardous substances, the undersigned, on behalf of himself/herself, and his/her personal representatives, heirs, administrators, executors, and assigns, hereby releases and discharges Heraeus Precious Metals North America, LLC, its parent, subsidiaries and other affiliates from any and all claims, causes of action, liabilities or damages whatsoever which proximately or legally result from such exposure, the undersigned having expressly and knowingly assumed the risk of such exposure to toxic or hazardous substances.

Emergency Evacuation

Evacuation instructions apply to all personnel, inclusive of all employees, contractors, and visitors, who are at the facility during a real or practice emergency evacuation. The following emergency codes are announced over the paging system or two way radios:

- "Code Yellow" for chemical spill
- "Code 909" for scrubber release (CA only)
- "Code Red" for fire
- "Code Blue" for injury
- "Code Black" for power outage
- "Code Brown" for earthquake (CA) or tornado (TN)
- "Code Orange" for offsite emission, spill, threat
- "Code Green" prison break (TN only)

All personnel must immediately evacuate the building through the nearest exit when an evacuation / fire alarm sounds. There are specific assembly areas where all evacuating personnel must gather. Non-Heraeus personnel shall follow Heraeus employees or security officers' instructions to find the proper evacuation assembly location, and then remain at the assembly location and await further instructions. Since proper security exit procedures are not followed during an evacuation, no one is permitted to leave the facility during an evacuation. Persons who desire to leave after an evacuation must re-enter the facility and be processed out by Security. Strict adherence to instructions from Heraeus personnel and Security are required during an evacuation event.

Environmental Policy

As an environmental leader within the Precious Metal Industry, Heraeus Precious Metals North America, LLC has adopted Environmental Principles, listed in our Environmental Policy. Strict adherence to those principles is a condition of conducting business with Heraeus Precious Metals North America, LLC. A copy of the environmental policy can be obtained on request.

Environmental Impacts

Report VOC containing material to EHS

Report Hazardous Waste generated to EHS

Chemical spills must be reported to Project Manager and EHS immediately

Onsite generated waste water from contractor operations must be reported to EHS

Any adverse impact to the environment caused by a contractor, vendor or customer inside the Heraeus facility boundaries will be mitigated under the control of Heraeus emergency personnel.

Facility Security Requirements

Identification Badges: A Heraeus ID badge must be visibly worn at all times while on premises. Visitors, Contractors and Vendors must sign in and out and return the badge when leaving for the day. The ID badge is not transferable or entitles the bearer the escorting rights on premises.

Perimeter Security: No one is permitted to pass anything through the perimeter fence. Exterior doorways are alarmed and not to be opened unless authorized by the Security Manager. Where approved, a security officer shall be present until the door is secured. All material being removed must be inspected by Security.

Restricted Areas: Are rooms/ areas within the facility where entry is restricted to a specific group of authorized employees. Access to these areas is prohibited unless approved and under the escort of an authorized employee or a Security Officer.

Security Systems: Tampering with security locks, alarms and camera systems is prohibited. If work will require the disconnection, relocation or removal of any security hardware or system, Security must be given advance notice and work must be coordinated to avoid any degradation of facility security.

Photography and Recording: Photography and video and audio recording without prior authorization is strictly prohibited.

Data Security: Laptop computers, and removable data storage media, including but not limited to external hard drives, memory sticks, flash drives, CDs, and DVDs, are not permitted in the facility unless their use is authorized by the HPMN management and the IT department. Any such devices brought into the facility must be scanned for HMP proprietary information by the IT department prior to exiting the facility.

Firearms and Dangerous Weapons: Possession of firearms or other weapons, explosives, dangerous materials or articles is strictly prohibited on Heraeus property.

Substance Abuse: Contractors may NOT use, distribute, sell, possess or be under the influence of illegal drugs or alcohol while conducting business on Heraeus' property. The legal use of prescribed drugs is permitted only if it does not impair a Contractor's ability to perform effectively and in a safe manner that does not endanger themselves or other individuals. A doctor's certificate may be required to verify legal use of prescribed drugs.

