



Code of Conduct

2019





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As members of the WD-40 Company tribe, we each have ethical and legal responsibilities to uphold. This Code of Conduct is intended to help us understand them and to provide us with a point of reference to help us all – employees, officers and directors – conduct business and make decisions ethically, legally, responsibly and in accordance with our values. As a global company, we are required to comply with local laws in all jurisdictions in which we conduct business. Some laws may impose higher standards of conduct than the standards set forth in this Code of Conduct. In addition, our Company policies for tribe members serving in local offices may impose higher standards of conduct. For example, in some jurisdictions, we may impose lower limits on permissible receipt of gifts than the limits included in this Code of Conduct. The standards of conduct set forth in this Code of Conduct are intended to represent minimum standards applicable to all members of the tribe. We are all responsible for understanding specific Company policies that apply to each of us.

DOCUMENT:

WD-40 Company Code of Conduct

DOCUMENT MANAGED BY:

Global Ethics & Compliance Committee

APPROVED BY:

Board of Directors on October 9, 2018

This Code of Conduct has been translated into foreign languages for global distribution to all members of the tribe. We are all encouraged to present questions or concerns at any time. Please refer to the information below under the heading “Reporting Concerns” for alternative means by which you may present your questions or concerns. Any communication to the email addresses provided in this Code of Conduct may be presented in your native language.



A Message from Garry



G'day Tribe Members:

At WD-40 Company we value doing the right thing. Our values at this organization are our roadmap. They guide us so that we can each make autonomous decisions and yet still act as one. If our values are our roadmap this Code of Conduct is our compass.

The standards in this Code of Conduct have been developed to describe how we should conduct ourselves, both personally and professionally, whenever and wherever we conduct business. If you are ever in doubt about any matter that may have ethical implications or that may compromise your personal or professional responsibilities, you should look to the principles presented here. Alternatively, you can seek guidance from your coach or a member of executive management. This Code of Conduct applies to every employee of WD-40 Company and to the Board of Directors.

I personally challenge every tribe member to read and understand this Code of Conduct. If you have questions, ask them. If you have suggested improvements, voice them. On occasion, a situation may arise that is not specifically addressed in this Code of Conduct. No Code of Conduct could ever anticipate every situation or ethical decision we may face in business. Ultimately, we must rely upon personal judgment to determine the appropriate activities required to maintain personal and corporate integrity. Tribe members are best advised to consult the Company values as a resource in resolving these types of situations.

Each of us is responsible for our own behavior and actions, relating to our interactions inside and outside WD-40 Company. Life is full of value conflicts. That means sometimes you can't honor two values at the same time. Always remember our first value trumps all others: we value doing the right thing.

Cheers,

A handwritten signature in black ink, appearing to read "Garry O. Ridge". The signature is fluid and cursive.

Garry O. Ridge

*President and
Chief Executive Officer*



Supporting Our Reputation

THE THREE PILLARS



The reputation of WD-40 Company rests firmly upon three pillars: Our Values, Our Brand, and Honest Public Reporting. For more than 60 years, our values have guided us in making uncompromising decisions for the realization of our goals. Our quality assurance and brand protection efforts keep our Company's name synonymous with excellence. Honest and transparent public reporting of financial results and disclosure of information to our investors demonstrate our tribe's integrity to the world. Together, these pillars create an enduring base from which we can achieve success into the next 60 years.

Our reputation and success depend upon the decisions and actions of our people - all over the world. We are committed to ensuring every action we take honors our values and is in full compliance with the law and this Code of Conduct.



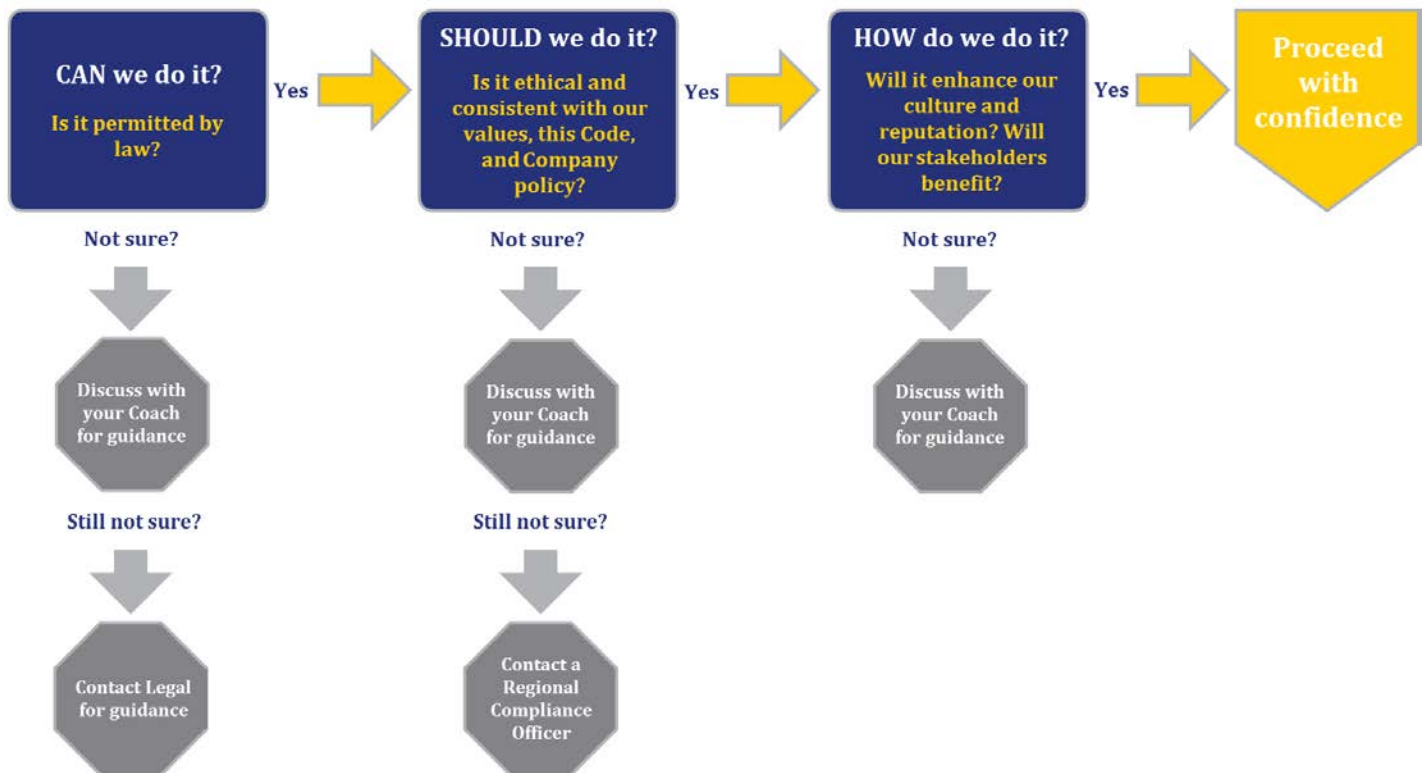
Our Values at Work

Just as our Company vision provides us with a sense of direction, our values lead us down the right road. Unless values are lived by and demonstrated in our work and the choices we make every day, they have no meaning. Our values are:

1. We value doing the right thing.
2. We value creating positive lasting memories in all our relationships.
3. We value making it better than it is today.
4. We value succeeding as a tribe while excelling as individuals.
5. We value owning it and passionately acting on it.
6. We value sustaining the WD-40 Company economy.

WD-40 Company's values are ranked-ordered. This is because two values cannot always be honored at the same time. As doing the right thing is our number-one value, it is unacceptable to create a positive lasting memory for a customer if what you're doing is illegal and/or unethical. Similarly, ranking our financial value last does not mean it is unimportant – it is one of our core values – but we do nothing to drive economic value that isn't consistent with all of our other values. Doing the right thing is always at the top of our list and all of our values guide our day to day decision-making.

How do we make effective decisions consistent with our values?



Guidelines for effective decision-making and attention to our values:

- Stop and think – One of the most important steps to better decision making is to think ahead. To do so it's necessary to first stop long enough to permit calm analysis.



- Clarify goals – Before you choose, clarify your short- and long-term aims.
- Determine facts – First resolve what you know, then what you need to know. Be prepared to get additional information and to verify assumptions.
- Develop options – Now that you know what you want to achieve and have made your best judgment on the relevant facts, make a list of actions you can take to accomplish your goals.
- Consider consequences – Filter your choices through our values. Then identify the stakeholders and how the decision is likely to affect them.
- Choose – Talk to people whose judgment you respect. Ask yourself, what would the most ethical person you know do? What decision would you make if you were sure everyone would know?
- Monitor and learn – What happened as a result of your decision? If there is a lesson to be learned make note of it.

The Strength of Our Brand

Our two most important assets are our tribe and our brand. Together they represent our good Company name. Our Company name is synonymous with the value, excellence and reputation of our iconic WD-40 blue and yellow shield. This Code of Conduct guides us in the protection of our brands and the reputation they represent.

To protect our brands we protect our registered trademarks and we follow our brand guidelines found on the Company Intranet. Our brand guidelines dictate the manner in which we refer to our branded products, not only on our product labels and in advertising and marketing materials but also in all our external communications, including those via social media.

Our reputation is inside every container of product we produce and sell, every product we market implies a promise: consumers can trust the quality of our brands. Our quality assurance initiatives are not limited to considerations of product quality, but the quality in everything we do.

Honest and Transparent Public Reporting

Honest and transparent public reporting is an important pillar of support for our reputation. We rely upon accurate information and strong financial controls to make effective business decisions. Our investors rely on the integrity of our reports and disclosures to maintain their confidence in our business.

What does this mean to us as tribe members? Although we have finance, accounting and legal personnel who are responsible for our public reporting, we all share a responsibility for the proper identification and timely reporting of business transactions and for adherence to policies and procedures that allow us to maintain this important pillar of support.

It is WD-40 Company's policy to keep accurate and detailed books, records and accounts in order to fairly reflect all transactions and the management of Company assets. Ultimately, any transaction that may adversely affect the Company's reputation or that could compromise WD-40 Company's compliance with applicable laws must be avoided.

Tribe members are encouraged to report any suspected violations of this Code of Conduct or concerns regarding financial reporting or fraud. Reports can be submitted to management directly or by e-mail at @wd40.com - and concerns regarding financial reporting or fraud can be submitted anonymously through the Financial Reporting Hotline (see Appendix A). Company policy strictly prohibits retaliation and no Company policy or agreement is intended to limit or discourage reporting of concerns to law enforcement agencies.



Ethical Standards

GUIDANCE FOR COMPLIANCE AND ETHICAL CONDUCT



Ethical standards define behavior as right, good, and proper. Ethical standards do not always dictate a single “moral” course of action, but provide a means of evaluating and deciding among competing options. The following ethical principles help us filter through those choices:

- Trustworthiness
- Respect
- Responsibility
- Fairness
- Caring
- Citizenship

What are we responsible for?

We place great value on the integrity of our people and our business reputation. Even though customs may vary from country to country, honesty and integrity must always characterize our business activity. We will not achieve results



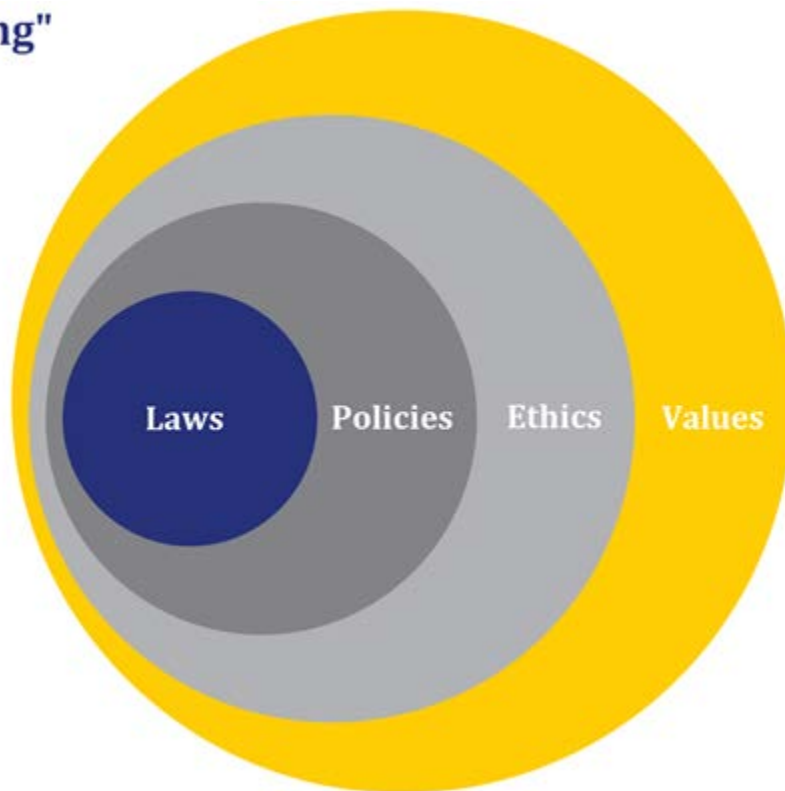
at the cost of violating laws or regulations or through unfair or disrespectful dealings. Our adherence to this Code of Conduct is assessed in our performance evaluations through review of our demonstration of our corporate values.

Simply put, we all are responsible for ethical behavior. Ethical behavior requires us to:

- Act in good faith, responsibly, with due care, competence, and diligence, without misrepresenting material facts or allowing one's independent judgment to be subordinated.
- Proactively promote ethical behavior as a responsible partner among peers in the work environment.
- Make decisions based on merits and fairness and not through manipulation, misrepresentation, concealment, violation of confidentiality or other unfair dealing practice.
- Consider our responsibilities under this Code of Conduct and assure our consistent compliance with all WD-40 Company policies and procedures.

In summary, to do the right thing we must be mindful of myriad external and internal considerations simultaneously. Laws and policies may differ in the many geographies where our tribe members do business. However, our ethics and values are universally shared by our tribe and are most pertinent to the work we do and the way we do it.

"The Right Thing"





Financial Reporting Code of Ethics

It is essential that we understand our respective roles in assuring financial and public reporting integrity. Ethical behavior, the avoidance of conflicts of interest, honest and complete reporting of transactions, and adherence to internal control requirements are critical elements underlying honest and transparent financial reporting.

The following requirements guide us in our financial reporting responsibilities:

- Provide accurate, complete, objective, relevant, timely, and understandable information for reports and documents that WD-40 Company files with, or submits to, government agencies and in other public communications.
- Comply with rules and regulations of federal/country, state, provincial, and local governments, and other appropriate private and public regulatory agencies.
- Act in good faith, responsibly, with due care, competence, and diligence, without misrepresenting material facts or allowing one's independent judgment to be subordinated.
- Avoid actual or apparent conflicts of interest or unethical conduct that would compromise the accuracy and honesty of financial reports and public disclosures.
- Consistently follow WD-40 Company policies and procedures with respect to record-keeping, reporting and maintenance of transactional matters, including contract and records management and retention requirements.
- Absolutely refrain from fraudulent, mischaracterized or omitted entries in all financial documentation and reporting.
- With the exception of normal and customary petty cash requirements, avoid cash transactions in the conduct of the Company's business.
- Protect and maintain accurate and transparent records relating to all Company assets, including physical property, financial assets, intellectual property and Company information data.
- Provide full cooperation in any internal or external investigation or audit inquiry relating to our business.

The finance team bears a special responsibility for promoting integrity throughout the organization, with responsibilities to stakeholders both inside and outside of the WD-40 Company. The Board of Directors, the executive officers and the finance team members have a special role - both to adhere to these principles themselves and also to ensure that a culture exists throughout the Company as a whole that ensures the fair and timely reporting of WD-40 Company's financial results and condition.

Conflicts of Interest

A conflict of interest exists when our personal interests, including external business interests, personal relationships or other individual interests interfere (or have the appearance of interfering) with a business decision we make in the performance of our jobs. We must avoid conflicts of interest, including any actions or business dealings that may have the appearance of being influenced by outside interests. Our reputations and the reputation of the Company depend upon our attention to the existence of possible conflicts of interest.

Disclosure of conflicts of interest is an important step in managing and avoiding the improper influence that a conflict of interest might have on our decisions. If you believe a conflict of interest may exist, take the following steps:

- Disclose the possible conflict of interest to your coach or a member of the Global Ethics and Compliance Committee. The committee is described in more detail below under the "Global Ethics and Compliance Committee" section of "Upholding Our Values: Enforcement and Reporting."



- With the support of your coach or the Committee, arrange for the business decision to be made by another member of the tribe who can independently judge the merits of the decision without being influenced by your conflict.
- Accept and support the ultimate decision.

The following are some examples of conflicts of interest to guide us:

Personal Relationships

The interests of our personal relationships, such as friends, family, and romantic involvements, can either be at odds with or aligned with the interests of the Company. Either way, we must be very careful that our decisions are not influenced by such interests arising from personal relationships. Such interests can include outside business interests or workplace relationships. Due to the potential for real and improper conflicts of interest, especially involving employees having a reporting relationship, great care must be exercised when personal relationships are considered. Specifically, the Company prohibits “close personal relationships” between tribe members in a direct reporting relationship. For purposes of this prohibition, a “close personal relationship” means any relationship that involves a close personal bond that suggests the existence of a conflict of interest in the employment relationship (such as family, romantic, or financial relationship). To avoid conflicts of interest where personal relationships exist or are being considered, tribe members must disclose close personal relationships and their intentions to Company leadership so that the potential for a conflict of interest or policy violation can be known and action taken to avoid it.

Investment Interests

Our investments (as well as the investment interests of our family members and close relatives) may place our interests in a conflicting position when the businesses we invest in either compete with the Company or do business (or seek to do business) with the Company. Tribe members must report conflicting investment ownership interests that exceed a 1% voting or economic interest in any such organization to the CEO or the Chief Compliance Officer (General Counsel).

Other Activities and Employment

As tribe members, we devote our undivided service to the Company for the performance of our assigned responsibilities. While we are employed by the Company we may not accept employment with or otherwise provide services to a competitor, supplier or vendor, or a customer of the Company. Outside activities, interests, and employment are otherwise acceptable so long as they do not interfere with your job and expected performance, involve conflicts of interests for your job, involve use of Company resources, assets or commercial relationships, or otherwise risk damage to the Company’s reputation.

Business Opportunities and Personal Interests

In the course of performing our jobs, we may encounter business opportunities that might be of interest to the Company. We have a duty to bring all such opportunities to the attention of the Company. In addition, our business decisions must not be improperly influenced by our personal interests. For instance, we may not offer favorable contract terms to a vendor with the expectation that we may receive a personal benefit in return.

Gifts

The Company’s Gift Policy is intended to guard against conflicts of interest, the appearance of a conflict of interest, and also to protect against violations of anti-corruption laws. The policy requires transparency, proper accounting, local law compliance, gifts having a legitimate purpose limited to product promotion, esteem and/or gratitude, and gifts being of an amount and nature that is neither significant nor lavish. Subject to limited exceptions included in the Company’s Anti-Corruption Compliance Policy, any gift, including entertainment, provided to a government official must be approved.



Individual gifts intended for promotional purposes should be valued at less than U.S. \$100¹. Promotional programs that provide for gifts (without regard to value), including gift cards, promotional items or gifts in the form of travel or entertainment expense reimbursements, must be approved in advance by a Regional Compliance Officer or the General Counsel². Individual gifts for promotional purposes having a value in excess of U.S. \$100 may be given with approval of a Regional Compliance Officer or the General Counsel.

The Company's Gift Policy also sets limits on the receipt and acceptance of gifts. Gifts from anyone having a business relationship to the Company having a value in excess of U.S. \$200 must be reported to a Regional Compliance Officer or the General Counsel. Gifts having a value in excess of U.S. \$500 must be approved by the CEO or General Counsel.

Despite the policy limitations as to amounts referred to above, no gift should be accepted or given under circumstances where the gift is (or appears to be) given for an improper purpose or otherwise under circumstances where sound and ethical business decisions may be impaired.

Associated Policies:

- *Gift Policy*
- *Anti-Corruption Compliance Policy*

Anti-Corruption and Due Diligence

The elimination of corruption from business is a global challenge. In many parts of the world, corruption relating to the actions of government officials is widespread, but corruption can be found in every country and corrupt activities can occur in private business transactions as well. Many anti-corruption laws exist globally, and individual tribe members as well as the Company could be found guilty of criminal conduct under one or more of such laws, including the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act of 2010.

WD-40 Company's Anti-Corruption Compliance Policy broadly prohibits payments or gifts of money or anything of value to individuals, whether government officials or employees of another business, for the purpose of influencing actions, inducing a violation of duty, or securing an improper advantage in order to obtain or retain business for the Company. The policy does not prohibit properly approved promotional programs or gifts and entertainment activities that are otherwise arranged in compliance with the Company's Gifts Policy.

WD-40 Company requires compliance with the highest ethical standards and all anti-corruption laws applicable to it in the conduct of its business. WD-40 Company values integrity and transparency and has no tolerance for corrupt activities of any kind, whether committed by WD-40 Company employees or by third parties acting for and on behalf of WD-40 Company. Unauthorized payments, or acts that create the appearance of promising, offering, giving or authorizing payments prohibited by Company policies, are not tolerated.

In order to protect the Company from the improper conduct of third parties, the Company has adopted a Third Party Due Diligence Policy. This policy requires us to conduct diligence reviews of existing and prospective third party contract parties. Such reviews are based on an appropriate risk assessment in order to assure the contract parties

¹ All amounts in this section are provided in U.S. dollars, or the foreign currency equivalent at the time of the transaction.

² A list of Regional Compliance Officers is included as Appendix B to this Code of Conduct.



assisting us with any aspect of our business can be relied upon to conduct business in accordance with our standards for ethical conduct and compliance with anti-corruption laws.

Associated Policies:

- *Anti-Corruption Compliance Policy*
- *Third-Party Due Diligence Policy*
- *Gifts Policy*

Confidential Information

All businesses rely on confidential information. Not only do we need to protect our trade secret formulas, but we all regularly work with confidential business information that we need to think about as we decide what to share with others. We must respect the confidentiality of information acquired from others in the course of our work except when properly authorized or we are legally obligated to disclose. We need to confirm that we have an appropriate non-disclosure agreement in place before we establish new business relationships with consultants and others with whom we may share our confidential business information.

It is critical that all employees protect the interests of WD-40 Company by ensuring that all proprietary information, including trade secrets, remains confidential. Further, no employee, officer, or director should disclose private or confidential information regarding another employee, officer, or director. Confidential information acquired in the course of one's work is to be used only for legitimate Company business and may not be used for personal advantage.

Protection of Company Property

The protection of Company property is an important responsibility for every member of our tribe. Our business success depends upon the integrity of all of our business assets. This includes not only our intellectual property (proper application of our brand guidelines), but also all of our physical property, including our offices, computer and telecommunications equipment, vehicles and supplies. We must use Company property carefully and only for Company business purposes. Theft, embezzlement, or misuse of Company property is a serious offense and will result in appropriate disciplinary action, up to and including termination of employment. Such misconduct may also result in criminal prosecution.

Insider Trading

In the course of your job, you may gain access to information about WD-40 Company that is not known to the public. It doesn't matter that you may not have a job giving you direct access to such information. Maybe you overhear a hallway conversation or come across a memo or email left at a copy machine. Material non-public information is known as "inside" information. [See discussion below - "What is 'inside' information?"] We never misuse or improperly disclose material, non-public ("inside") information about WD-40 Company or another company.

"Insider trading" is a term most tribe members have heard and probably associate with specific tribe members who have been classified as "key insiders"— officers, directors, and specific employees —because in the course of their everyday jobs they have access to inside information. There are special rules and procedures that those deemed "insiders" must follow. However, "insider trading" rules apply to the entire tribe. These rules are as follows:

- Never buy, sell, or otherwise deal with securities of WD-40 Company or any other publicly traded company when you are in possession of inside information about that company.



- Do not disclose inside information to anyone outside of WD-40 Company including spouses, family members, or friends.
- Only share inside information with fellow tribe members on a “need-to-know” basis.
- Take care to protect inside information from accidental disclosure.
- Do not engage in “tipping,” which means passing along inside information about any company to anyone who may use the information for their financial or other personal benefit.

Using inside information for your financial or other personal benefit or conveying this information to others constitutes a violation of this Code of Conduct and may also violate the law. Employees, officers, and directors who violate these prohibitions are subject to dismissal in addition to civil liability and/or criminal prosecution.

What is “inside” information?

Material, non-public (“inside”) information is information about any company that has not been made publicly available and that a “reasonable” investor would consider important when deciding to buy or sell the securities of that company. Examples include company financial results, a change in the regular dividend rate, new business partnerships, new product launches, proposed acquisitions, divestitures or merger transactions, important developments in litigation and significant changes to senior management.

Corporate Disclosure

As a public company, we are subject to Regulation Fair Disclosure (“Reg. FD”), which prohibits the selective disclosure of material, non-public (“inside”) information to anyone in the investment community. As a Company we strive to provide the public with information that is timely, accurate, transparent, consistent, and credible, and in compliance with the applicable legal requirements to which the Company is subject.

It is very important that we speak with one voice when communicating with the media, financial, or industry analysts, investors, and the general public. Therefore, only designated Company spokespersons are authorized to discuss Company matters with the media, financial or industry analysts, investors, and the general public. The only authorized spokesperson for WD-40 Company is the chief executive officer. He may designate other tribe members to speak on the Company’s behalf. Tribe members who are designated subject matter experts are authorized to give interviews within their areas of expertise but should contact the office of Investor Relations and Corporate Communications prior to doing so.

In the event you receive an inquiry from outside the Company you should:

- Be friendly and courteous.
- Do not share any information about WD-40 Company or its products.
- Refer the inquiry to the office of Investor Relations and Corporate Communications: @wd40.com, (619) 275-____.

Associated Policy:

- *Corporate Disclosure Policy*



Social Media

Communication through email, blogs, posts, or tweets can reach millions of people in seconds. Social media is an excellent vehicle for communicating our knowledge and passion for our Company and its brands. However, when we engage in social media we must do so responsibly and in accordance with the following guidelines:

- Only tribe members who are specifically authorized and trained to engage in social media on behalf of the Company are permitted to represent the Company or its brands.
- Tribe members may not post trade secrets, proprietary or confidential Company information to the internet.
- Tribe members should treat the Company, its employees, customers, vendors, competitors, and other stakeholders with respect.
- Tribe members should be mindful before posting, re-posting, or endorsing (i.e. “share” “retweet” “like”) information about WD-40 Company or its brands. Ask yourself does this post leave readers with a positive lasting memory? The concept that “there’s no such thing as bad publicity” is a falsehood.
- Whenever posting in reference to the Company or its brands, disclose that you work for WD-40 Company (#IWork4WD40).
- Because we are publicly traded, tribe members are prohibited from participating in stock-related message boards and/or chat rooms relating to the Company and its stock. In the event you identify an error or other issue within this environment please do not issue comments; notify Investor Relations at @wd40.com, (619) 275-___.

Associated Policy:

- *Social Media Policy*

Global Quality

As an established leader in the consumer products industry, WD-40 Company is committed to its customers. The quality objective is to live our values. Every product we market implies a promise: consumers can trust the quality of our brands.

Each one of us has a responsibility to fulfill that promise. We must take every step to ensure the effectiveness and proper use of our products and to contribute to the communities in which we serve.

Associated Policies:

- *Global Quality Policy*

Corporate Responsibility

WD-40 Company is committed to conducting its business in a responsible manner. We believe that how we do business is just as important as what we do. We take corporate responsibility seriously and are committed to doing the right thing in the areas of environmental citizenship, product safety, marketing, corporate governance, financial reporting, labor and workplace conditions, supply chain and procurement, community involvement, and philanthropy.

WD-40 Company is also committed to upholding our values through our business relationships, our contract manufacturers, suppliers, and other contract parties. We obtain commitments from our business partners to carry



out their obligations to us and on our behalf in a responsible manner according to the terms of the Company's Global Compliance Policy and Code of Conduct applicable to vendors.

Associated Policies:

- *Global Compliance Policy and Code of Conduct Agreement (for vendors)*
- *Conflict Minerals Policy Statement*
- *Slavery and Human Trafficking Transparency Disclosure Statement*

Legal and Regulatory Compliance

WD-40 Company, like any other commercial enterprise, must conduct its business in compliance with numerous laws and regulations. As tribe members, we are expected to contribute to the efforts of the Company to remain compliant in the following ways:

- Maintain awareness of laws and regulations that apply to our location and areas of responsibility.
- Consider whether a law or regulation may impact our decision-making.
- Direct questions or concerns to the General Counsel's office.

Examples of the areas of business that are subject to laws and regulations are employment practices; privacy and data security; production, storage and handling of products; advertising, labeling, and packaging; product pricing and agreements with competitors (anti-trust laws); intellectual property rights; contracting; and financial reporting.



ACHIEVING MORE TOGETHER

GROWING AND PROTECTING THE TRIBE



Our Company is committed to providing a healthy, safe, and productive work environment for all employees. To ensure each member of our tribe is protected and has the opportunity to perform to the best of his or her abilities, we must follow established policies and procedures and we should all identify and report unsafe conditions, inappropriate behavior, and the violation of any law, regulation, or Company policy.



Safety, Substance Abuse, and Violence in the Workplace

We all share the responsibility to make health and safety a daily priority. Each of us is accountable for observing the local health and safety rules and practices that apply to our job and for taking precautions necessary to protect ourselves, our colleagues, and our visitors. Laws, regulations, and reporting requirements relating to employee and public safety affect nearly all facets of the Company business.

Similarly, WD-40 Company intends to provide a workplace reasonably free of hazards. The Company views the use and presence of illegal substances and the abuse of other substances as extreme hazards, to employees, visitors, customers, and the community.

Further, WD-40 Company is committed to providing a workplace that is free of violence. Acts or threats of physical violence, including intimidation, harassment, and/or coercion, which involve or affect the Company or which occur on WD-40 Company's property will not be tolerated.

Discrimination- and Harassment-Free Workplace

A diverse group of people and ideas in the workplace is essential to our business success. We all benefit from an environment that offers a wide range of perspectives and promotes fairness and equity. All employees are expected to respect and value the contributions that people of different characteristics, experiences and backgrounds offer.

Likewise, we are committed to maintaining a work environment free of unlawful harassment and discrimination. We believe that every employee deserves to be treated with dignity, enabling us to grow and thrive together as a tribe.

Various forms of harassment and discrimination are prohibited by law. Behavior that interferes with another's work environment or otherwise creates an offensive, intimidating, disruptive, abusive, or hostile work environment is also prohibited.

It is important for employees who witness or feel they have been unlawfully harassed or discriminated against to immediately report the incident to leadership or Human Resources.

Employee and Data Privacy

WD-40 Company respects the privacy of every employee, customer, and or other third party with whom we engage. As such we collect and retain personal information only in accordance with applicable local data privacy laws. It is every employee's responsibility to be familiar with local Company policies relating to data privacy, and computer and electronic device use.

Associated Policies:

- *Global Data Privacy Policy*
- *Global Electronics & Telecommunications Policy*



UPHOLDING OUR VALUES

ENFORCEMENT AND REPORTING



Global Ethics and Compliance Committee

WD-40 Company has established a Global Ethics and Compliance Committee to assure the Company maintains an effective and robust ethics and anti-corruption program for its global operations. The Committee is presently comprised of the following persons:

[Internal Use Only]



The Committee is subject to the direction of the CEO and reports directly to the Board of Directors and the Audit Committee of the Board. It is the Committee's responsibility to review and update this Code of Conduct, the Company's Anti-Corruption Policy and other Company policies relating to compliance and ethical conduct. The Committee also oversees the investigation of any alleged violation of this Code of Conduct reported to the Committee.

The Company has also designated Regional Compliance Officers to provide guidance to tribe members in dealing with ethical and compliance-related matters referred to in this Code of Conduct. A list of Regional Compliance Officers is included as Appendix B to this Code of Conduct. Questions can also be addressed to @wd40.com.

Reporting Concerns

The ethical principles guiding us in ethical decision-making also direct us to seek guidance if we have questions or concerns. They also guide us to report any conduct considered to be a violation of the law, this Code of Conduct or any Company policy. If we remain alert to possible violations or questionable decision-making, we will protect each other from greater harm than if we delay or otherwise decide we should not take action.

Ultimately, it is both our right and our responsibility to promptly report violations of this Code of Conduct. Although our corporate values promote the prompt reporting of violations, your failure to report a violation of this Code of Conduct by another member of the tribe will not, without more, subject you to discipline.

The best approach for handling any suspicion or concern you may have regarding conduct that may constitute a violation of law, this Code of Conduct or Company policy is to bring the matter to the attention of your coach, another leader, a Regional Compliance Officer, or directly to a member of the Global Ethics and Compliance Committee. You may also send a confidential communication to @wd40.com.

Financial reporting accuracy is a serious responsibility. If there are ever any concerns or questions, we want to know immediately. Here are some examples of situations affecting accounting practices or internal financial controls that should be reported immediately:

- Fraudulent practices in expenses, sales, and/or the accounting for them.
- Sales deals that go beyond the normal course of business and are not communicated directly to the financial team.
- Misleading information being communicated by any employee about financial results.
- Any conflicts of interest created by inappropriate relationships with employees, customers or suppliers.
- Intimidation of employees to record/not record something in the company's accounts that the employee reasonably believed to be incorrect.
- Transactions having no apparent business purpose.
- Unwillingness by management to address the above issues after they become aware of them.

In order to anonymously report an issue involving fraud or concerns relating to financial reporting, you may use the Financial Reporting Hotline (see Appendix A). The Financial Reporting Hotline is intended to handle only those issues related to accounting practices and internal financial controls. This may include violations of the Company's Anti-Corruption Compliance Policy and Gift Policy. Reports to the Hotline are received in confidence by a third party company. Reports are forwarded to appropriate Company personnel, including the General Counsel and the Chair of the Audit Committee of the Company's Board of Directors.



Retaliation

It is very important to understand that the attributes of integrity, fairness, and trust supporting our Company values also lead us to protect any member of the tribe who, in good faith, reports any actual or suspected violation of law, this Code of Conduct or Company policy. Retaliation in any form is strictly prohibited and any retaliatory conduct will result in disciplinary action, up to and including termination of employment.

Investigations

All reported violations or suspected violations will be investigated promptly and fairly. Employees must provide full cooperation in any investigation. All communications regarding the investigation should be maintained in confidence to assure the integrity and fairness of the investigation. However, nothing in this Code of Conduct or any other policy or agreement is intended to limit or discourage the reporting of concerns to law enforcement agencies. All reports will be received in confidence and the Company will use appropriate efforts to preserve such confidentiality to the extent consistent with the Company's best interests.

In the event of a government investigation or inquiry relating to possible misconduct or other compliance-related matters, Company employees should consult with the General Counsel. Employees who are required to respond to a government inquiry must provide accurate, complete, and honest responses.

Disciplinary Action

Where a violation of this Code of Conduct is found to have occurred, the Company will consider appropriate disciplinary action based on the severity of the violation, the culpability of the individual and other factors considered relevant under the circumstances. Consistent with country-specific regulations and policies, applicable discipline can range from compensation adjustments, demotion, or change of responsibilities, up to possible termination of employment. Violations may also result in civil and/or criminal liability.

Waivers

Any request for a waiver of the application of this Code of Conduct to any action or relationship must be presented to the General Counsel for consideration by the Global Ethics and Compliance Committee. Waivers will be considered and may be granted only where the best interests of the Company can be adequately protected and only where application of the Code of Conduct will otherwise result in particular hardship and/or where there is no viable alternative to the action or relationship.

Any waiver of this Code of Conduct for an executive officer or a member of the Board of Directors must be approved by the Board of Directors or by the Audit Committee. The reasons for any such waiver will be disclosed in a current Securities and Exchange Commission report (on Form 8-K) promptly following the issuance of such waiver.



Appendix A
WD-40 Company Code of Conduct
Financial Reporting Hotline

[Internal Use Only]



Appendix B
WD-40 Company Code of Conduct
Regional Compliance Officers

[Internal Use Only]