



Supplier Code of Business Conduct

Introduction

At State Automobile Mutual Insurance Company, its affiliates and subsidiaries (“State Auto”), we understand that a strong commitment to compliance and ethics is foundational to a successful business. We strive to ensure that every business decision is guided by a commitment to operate with high ethical standards.

We regard our Suppliers as a critical and necessary extension of our mission, operations, and future success and we appreciate your commitment to making compliance and ethics a top priority as you work with State Auto.

We are committed to ethical business conduct and compliance with applicable laws, regulations and policies. We expect our contractors, consultants, suppliers and vendors and their employees and subcontractors who perform services for State Auto (collectively, “Supplier”) to share this commitment. For purposes of this document, a supplier is defined as any third party doing business with State Auto that has access to State Auto facilities or information systems in fulfilling their commitment under the terms of a contractual relationship.

This Supplier Code of Business Conduct (“Supplier Code”) applies to Suppliers and their employees and subcontractors. Each Supplier is responsible for compliance by their employees and subcontractors with this Code.

Suppliers are responsible for ensuring that:

1. This Supplier Code is shared with all employees and subcontractors assigned to perform work on behalf of State Auto.
2. All employees and subcontractors assigned have successfully passed a background check in accordance with State Auto’s requirements.
3. All work performed for State Auto is done in full compliance with this Code, all applicable laws, regulations, and in accordance with the highest standards of ethical business conduct.

Suppliers should discuss questions or concerns about compliance or ethics issues with State Auto’s Compliance Officer, General Counsel or Associate General Counsel. Supplier may also call our toll-free **Ethics Hotline at** , 844-916-1309 or via the Internet: www.stateauto.ethicspoint.com which is available 24 hours a day, 7 days a week, to report any matters including those relating to State Auto’s associates and their conduct. Callers can choose to remain anonymous.

Conduct Standards

Health and Safety

State Auto strives to provide a safe and healthy work environment for both its associates and Suppliers. Your compliance with safety and health rules and procedures is a condition of your engagement.

Acts or threats of physical violence, intimidation, coercion, stalking, sabotage, and similar activities will not be tolerated.

State Auto prohibits the unlawful possession of weapons on company property, including but not limited to parking lots, building adjacent property, facilities, corporate vehicles, etc.

Supplier must report to State Auto in a condition to perform assigned duties free from the influence of illegal drugs or alcohol. The use or sale of illegal drugs or alcohol on State Auto premises will not be tolerated. Additionally, State Auto prohibits Supplier from smoking, using any other tobacco product, or using e-cigarettes on company premises, except in the designated area(s).

Harassment and Discrimination

At State Auto, we are committed to maintaining a work environment that respects individual differences. Supplier must act in a professional manner and treat others with respect, fairness and dignity. State Auto does not tolerate harassment and discrimination in any form, including but not limited to, improper conduct based on gender, race, sexual orientation, religion, age, or disability, unwelcome sexual advances, or other conduct that contributes to an intimidating or offensive work environment.

Safeguarding Company Property and Information

State Auto property (including but not limited to computers, telephones, mobile devices, copiers, etc.) should be used with care and respect while guarding against theft, carelessness, waste and abuse. All such property is to be used for State Auto business only. Supplier must never remove, sell, loan, give away, license, or dispose of any State Auto property unless specific written authorization to do so has been obtained.

Suppliers who have access to State Auto information systems and electronic communications methods such as email, instant messaging and the internet are responsible for ensuring their proper use and security. Supplier must comply with all applicable State Auto policies which may be in effect from time to time, including our Electronic Data Security Policy, which is incorporated herein by this reference.

State Auto retains the right to monitor the use of all of its property, including its electronic communications and information systems. Supplier should have no expectation of privacy when using a State Auto work space, computer, mobile device, voicemail, or system to create, access, transmit, or store information or data. All computer data created, received, or transmitted using State Auto's information technology resources is considered the property of State Auto.

Confidential Information and Intellectual Property

While performing work for State Auto, you may have access to proprietary and/or confidential information, including Personally Identifiable Information of our customers or associates. You are required to maintain the confidentiality of all such information. Revealing any such information is a violation of this Code of Business Conduct, your contractual confidentiality obligations with State Auto, and may also be unlawful.

Supplier misuse of proprietary and confidential information may also violate Federal securities laws and regulations issued by the U.S. Securities and Exchange Commission regarding insider trading and tipping. (see Insider Trading and Regulation FD section below).

A Supplier involved in the development of software for State Auto must avoid the unauthorized copying of software or other copyrighted material in the development of software on behalf of State Auto.

Accurate Books, Records and Financial Reporting

Accurate records and disclosures are critical to State Auto meeting its legal, financial, regulatory and management obligations. Supplier must ensure that all records, disclosures, and communications to State Auto are full, fair, accurate, timely and understandable. Supplier must never misstate facts or hide, alter, falsify, or disguise the true nature of any transaction, nor forge endorsements, approvals, or authorizing signatures.

Endorsements

State Auto does not endorse products or services of the firms or individuals who supply them. Favoritism must not be implied by testimonials or endorsements of State Auto's use in any materials, supplies, equipment or service, or by the use of its name in advertising publicity, articles or catalogs. Any variation from this policy must be approved by the AVP/Director of Corporate Communications.

Rules of Engagement

State Auto shall, from time to time, provide verbal and written guidance for how Supplier is to market its products and services to State Auto, guidelines about permissible contact with State Auto employees, and other service expectations ("Rules of Engagement"). These Rules of Engagement, as in effect from time to time, are incorporated herein by this reference.

Fair Competition

State Auto seeks to outperform its competition fairly, honestly, and on the merits of its employees, products and services. Improperly obtaining proprietary information, possessing trade secrets obtained without the owner's consent, or inducing such disclosures from other companies is prohibited. Statements regarding your products and services must not be untrue, misleading, or deceptive. Conversely, Supplier should not propagate untrue, misleading or deceptive statements about State Auto, its products and services. Finally, disparaging remarks about competitors is not to be used as a sales or marketing tactic.

Anti-Corruption

State Auto is committed to complying with the U.S. Foreign Corrupt Practices Act ("FCPA") and other anti-corruption laws that prohibit bribes, kickbacks, or other corrupt actions to obtain or retain business or obtain any improper advantage. Supplier is expected to comply with applicable anti-corruption laws while conducting business on behalf of State Auto. Supplier is prohibited from directly or indirectly receiving or offering any form of bribe, kickback, or other corrupt payment, to or from any person or organization, including government agencies or officials, private companies or employees of those private companies.

Insider Trading, Stock Tipping and Regulation FD

Insider trading and stock tipping are serious violations of securities trading laws and can result in criminal and/or civil penalties. Supplier must obey all laws prohibiting the trading of securities based on inside information, that is, knowledge of material, non-public information about State Auto. "Insider trading" means using inside information for personal profit. "Stock Tipping" means disclosing inside information, for example to a friend or relative, to enable that person to profit through the purchase or sale of our company's stock.

Any Supplier in possession of inside information must not act upon that information or pass it along to others. Supplier may not trade STFC stock, or the stock of any other company for which they have acquired nonpublic information, nor recommend to others that they trade the stock, until such information has been publicly disclosed.

Additionally, Supplier is not authorized to speak on behalf of State Auto and may not disclose nonpublic information. Please refer all inquiries from anyone outside of State Auto about matters or developments that could be considered material, nonpublic information directly to an Authorized Spokesperson.

Conflicts of Interest

State Auto expects Supplier to exercise reasonable care and diligence to prevent any actions or conditions that could result in a conflict with State Auto's interests or in any way compromises the work you are contracted to perform. Supplier must also avoid any conduct that would create an appearance of impropriety.

Close personal relationships, especially romantic ones, between a Supplier, its employees or subcontractors and a State Auto associate who is responsible for monitoring the Supplier's performance should be avoided. Any such instances should be promptly reported to State Auto's Compliance Officer, General Counsel or Associate General Counsel.

Entertainment and gifts provided to State Auto employees by Supplier can create a sense of obligation and/or the appearance of impropriety and need to be given careful consideration as to their purpose. Supplier should refrain from providing such items, and State Auto associates will be limited by internal policies related to entertainment or gifts.

This Supplier code is available online at: www.stateauto.com. State Auto may update and revise this Supplier Code from time to time. Please refer to the above website for changes to this Supplier Code.

This Supplier Code is not a contract. It does not confer rights on any Supplier, nor does it impose obligations on State Auto. In case of an express conflict between this Supplier Code and your contract, the terms of your contract prevail. Failure to comply with this Supplier Code may be sufficient cause for State Auto to revoke the Supplier's contract. This does not reduce or eliminate other contractual remedies available. State Auto reserves the right to conduct periodic audit inspections of Supplier and its business practices to verify compliance with this Supplier code.