



January 1, 2016

To: All MTG Teammates

From: Scott Kallman

Subject: Export & Import Compliance Policy Statement

It is the policy of Matheson Tri-Gas, Inc. to comply with all U.S. Government export and import control laws and regulations. No transactions are to be conducted by or on behalf of Matheson Tri-Gas, Inc. that are contrary to U.S. export and import regulations including the Export Administration Regulations (EAR) administered and enforced by the Bureau of Industry and Security (BIS) and the Code of Federal Regulations (CFR) and the United States Code enforced by Customs and Border Protection (CBP), U.S. Department of Homeland Security. *Special care should be taken to prevent transactions with entities involved in the proliferation of weapons of mass destruction.*

U. S. export controls apply to the release of technology or software code to foreign nationals in the U.S. and overseas as well as electronic transmission of technology or software, in addition, to the physical export of gases, gas cabinets, component parts, samples and hand-carried items.

Penalties for violations of these regulations may include substantial fines and/or imprisonment. For example, the Company can be subject to penalties of up to one million dollars per violation in a criminal case. In addition, Matheson Tri-Gas may be subject to administrative action, including civil administrative fines, suspension, revocation or denial of export or import privileges. Accordingly Matheson Tri-Gas will view the failure of an employee to comply with this policy statement as a serious violation of Company policy and the employee will be subject to disciplinary action up to and including termination of employment. These rules are needed to protect the vary viability of us to conduct international trade which also effects our parent corporation as well.

I ask each of you to take this matter very seriously and to support me in this effort. If you have any questions concerning the legitimacy of a transaction or potential violations, please immediately contact Karon Giovannoni, (510)996-5769 Cell (510)386-4843 Corporate Trade Compliance Manager or Francisco Garcia, (972) 560-5719 SVP Sourcing & Logistics or Stephen Stroud, (908) 991-9333, General Counsel.

Sincerely,

Thomas S. Kallman
President and Chief Executive Officer