



CORPORATE ACCOUNTING & FINANCIAL PROCEDURES

		SERIES NUMBER 10	SEQUENCE NUMBER 25
DATE ISSUED: Feb 2008 DATE REVISED: Nov 2016 LAST REVIEWED: Nov 2016	SUBJECT: Third Party Travel, Gifts and Entertainment Policy		PAGE 1 OF 12
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APPLICABILITY

CorporateYes
U.S. Divisions and majority owned subsidiaries.....Yes
Non-U.S. divisions and majority owned subsidiariesYes
Consolidated joint ventures and affiliates.....Yes
Unconsolidated joint venture affiliates..... *

*Suggested

INTRODUCTION

Johnson Controls will win business with the integrity of our products, services and character of our employees. We will not seek business by improperly influencing the judgment of our customers and business partners. With that understanding, Johnson Controls will only exchange reasonable business courtesies with customers and business partners in the form of travel, gifts and entertainment. The requirements below will ensure that this philosophy is carried out as we pursue growth and long-term success in the marketplace.

RESPONSIBILITY

All employees who provide or accept travel, gifts or entertainment to/from customers or other third parties, as well as all employees who report and/or approve travel, gifts and entertainment expenses, are responsible for adhering to this policy.

Business Unit/Country procedures must consider local country requirements that are more restrictive than this policy. Business Unit/Country requirements that differ from this policy must be reviewed and approved by Compliance Counsel before adoption.

DEFINITIONS

Cash Equivalents: Items that are easily converted to cash including, but not limited to, bank drafts, travelers' checks or gift cards from financial companies or retailers.

Commercial Customer: An entity, business, or individual that is not a Government Customer, as defined below. This includes distributors, direct customers and end users of our products and services.



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Customer: Includes Government Customers and Commercial Customers, collectively.

Employee: All full-time, part-time and contract employees of Johnson Controls.

Entertainment: An occasion where two or more parties from different companies or organizations meet to share a meal or other approved cultural, sporting or recreational activity.

Gift: Giving anything of value, including cash or cash equivalent. This does not include charitable contributions or sponsorships. Entertainment activities are considered gifts when the party offering the entertainment does not attend the event.

Government Customer:

- a. Any employee, representative officer, director, agent, consultant or board member of any body or branch of national, regional, provincial, state, municipal or local government, whether legislative, executive, or judicial, or any person acting in an official capacity on behalf of a government entity;
- b. An officer, representative director, employee, agent, consultant, or official of a public international organization, officials of political parties, candidates for political office, political parties,
- c. Officers, representative directors, employees, agents, consultants, or officials of business entities owned, operated or controlled by, or otherwise under the influence of, a governmental body, agency or entity. Business entities may be "controlled by" a government even though government ownership is less than 50%. The determination of government control should be made on a case-by-case basis in consultation with Compliance Counsel.

Pre-Approval: Formalized management approval prior to execution of a transaction and commitment or actual spending of money by Johnson Controls. Pre-approval is intended to prevent potentially improper or unacceptable activities. Pre-approval is not the same as approval. Transactions that are pre-approved still require management approval of spending amounts as per the applicable business unit approval matrix/policy rules. The approval of spend typically takes place after pre-approval of a contemplated transaction.

Relationship Building: Business activity, including occasional, culturally appropriate and legally permissible gifts and entertainment in accordance with this Policy and Johnson Controls' Ethics Policy, aimed at building trust and confidence between current and potential Customers



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of Johnson Controls, as well as familiarity with Johnson Controls' technical and business competence and leadership. Relationship Building never includes any activity intended to induce or reward any person for taking action or making any decision that benefits Johnson Controls, economically or otherwise. As discussed in the Guidelines below, any Relationship Building with actual or potential Government Customers beyond gifts and entertainment of nominal value should not occur without prior approval from Compliance Counsel.

Special Occasion:

- Holidays such as Christmas, Chinese New Year, Autumn Festival, Bastille Day;
- Illness, accident or injury
- Appointment of new chairman, president or director, promotion/elevation, retirement; or
- Birth, wedding or funeral.

Supplier: Any company or individual providing goods and/or services, including any company or individual that is currently quoting business, or is interested in providing goods and/or services to Johnson Controls.

Third Party: Any person or entity that is not a Johnson Controls employee or entity.

Travel: Transportation and lodging provided by a supplier.

GUIDELINES

A. Guidelines for Providing Travel to Third Parties

(1) Johnson Controls occasionally and under specific circumstances sponsors travel by Third Parties, such as Government Inspectors, Government Customers or Commercial Customers. Third Party travel paid for or otherwise sponsored by Johnson Controls must be for appropriate business purposes. Johnson Controls will not support Third Party travel that is illegal or specifically for entertainment, recreation or other purpose unrelated to Johnson Controls business.

Travel for Third Parties that is the result of incentive programs, such as those enjoyed by dealers or distributors, must be part of a publicized incentive program available to all qualified participants and not as a result of a single project or sales order.

(2) Johnson Controls funded or sponsored Third Party travel may take various forms, including direct payment of expenses to service vendors, payment for airline tickets, class



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upgrades, providing a Johnson Controls host or other arrangements, hosting the Third Party at a Johnson Controls facility or elsewhere, or writing a letter in support of a visa.

(3) Johnson Controls will sponsor Third Party travel only when such sponsorship is permitted by law, including the Third Party's local laws and regulations. Additionally, there must be full compliance with all required approval procedures under these laws, rules, and regulations. When Johnson Controls pays for Third Party travel, the Johnson Controls sponsor must obtain a written confirmation from the sponsored traveler that the travel has been approved by the traveler's employer and is in compliance with their local laws and regulations.

(4) There must be a valid business purpose for Johnson Controls connected with each stop on the sponsored Third Party's itinerary. Examples include: formal training; meetings with key personnel; visits to a Johnson Controls facility such as a manufacturing facility, office, regional, business or corporate headquarters, or visits to view and test installed systems created by Johnson Controls or Johnson Controls' Customers. Travel to locations typically considered tourist or vacation locations should be carefully scrutinized to ensure there is a compelling business purpose, including a written explanation, to sponsor travel to such a location.

(5) Stopovers or layovers of 24 hours or greater at a location that is not the final destination of the Third Party without a valid business purpose are not permitted unless due to flight cancellations or weather conditions.

(6) The itinerary must not include more than one non-business day (other than for travel) in each work week. Johnson Controls will not pay for any non-business events undertaken by a Third Party, such as sightseeing, museums, movies and other entertainment.

(7) A Johnson Controls employee or representative should accompany the Third Party during all regular business hours and at all Johnson Controls sponsored evening and weekend entertainment.

(8) The length of the trip must be commensurate with the business purpose. The quality of the accommodations should be commensurate with the quality of travel and accommodations permitted to Johnson Controls employees on Johnson Controls business trips.

(9) The timing of the Third Party travel must be connected with the timing of the business purpose. For example, prior to installation of equipment, a pre-delivery/installation trip would be appropriate.



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(10) Johnson Controls will not pay for or sponsor expenses for spouses, family members or personal guests that accompany the Third Party, unless the spouse or family member is directly involved in the business (such as owner, part-owner or a compensated employee) and their presence is necessary for Johnson Controls' purposes.

(11) Payments of all approved Third Party travel related expenses, whether made directly by Johnson Controls employees or invoiced from the Third Party, are to be made directly by Johnson Controls to the providers of service. Cash or cash equivalents will not be given or paid to a Third Party to pay for such expenses.

(12) Expenses incurred for Third Party travel may be processed through an employee's travel and expense report or through a direct invoice to Johnson Controls sent through the accounts payable process. Special attention must be made for required pre-approvals and post transaction approvals as indicated below in this Policy.

(13) International Third Parties often require an invitation from a host country sponsor in order to obtain a visa. Requests for a Visa Invitation Letter must be approved by a Compliance Counsel through JCIComplianceForms.com. The Visa Invitation Letter must include the purpose of the trip, proposed visit dates, duration of the stay and whether or not Johnson Controls will be paying for the Third Party's trip. Visa Invitation Letters should not be issued at the sole request of a travel agency.

(14) The "Request a Visit" Form must be completed and authorized by all approvers on the form in advance of any travel for non-Government Third Parties that exceeds \$1,000 USD to be paid by Johnson Controls or any Visa Invitation Letter issued by Johnson Controls. The Request a Visit form is at JCIComplianceForms.com

(15) If the requested travel is for a Government Third Party, the "Request a Visit" Form must be fully completed and submitted through JCIComplianceForms.com, regardless of travel value, to a Compliance Counsel at least two weeks prior to the Government Third Party's proposed departure date. Requestors are encouraged to submit the completed form at the earliest practicable date, to ensure timely processing. The Requester must notify the Government Third Party in writing of the purpose of the travel, Johnson Controls' strict policy and all the expenses for which JCI will pay. Government Third Parties must be informed that any offer of travel is conditional on receipt of final approval of a Compliance Counsel.

(16) Subsequent changes to any Government Third Party visit proposed travel must be reported to a Compliance Counsel for review and approval.



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(17) The Compliance Counsel will:

- a. Review the forms for completeness and determine whether the trip meets the guidelines set forth in this Policy,
- b. Approve the travel request, subject to any safeguards it may deem necessary to ensure compliance with the law and the Johnson Controls Ethics Policy,

(18) Refer to the applicable approval matrix/policy to determine the necessary approval requirements for Third Party travel.

B. Guidelines for Receiving Travel Provided by Third Parties

(1) Johnson Controls pays for travel of its employees when employees are traveling on pre-approved business. Johnson Controls employees are prohibited from accepting travel from Third Parties, including travel that is for entertainment, recreation or unrelated to JCI business or is illegal in any way.

(2) In extremely limited circumstances Johnson Controls employees may accompany a Supplier on the Supplier's provided aircraft or vehicle if the travel is directly related to Johnson Controls business and satisfies the criteria referenced below:

- The visit is an emergency visit to a Supplier's operational facilities due to a quality/safety/major supply issue, or a supplier sponsored visit to an operational facility for the purpose of reviewing the production process or technical capabilities as part of a bidding process/supplier assessment.
- Supplier provided air travel is more practical than taking commercial air travel.
- Travel via the Supplier's car when more practical than renting a car or taking public transportation.
- All air travel provided by a supplier provided aircraft must be approved in advance by the Johnson Controls employee's supervisor.
- There must be a valid business purpose relevant to Johnson Controls connected with each stop on the itinerary.
- Stopovers of 24 hours or greater without a business purpose are not permitted.
- The length of the trip must be proportionate with the business purpose.



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- No spouses, family members or personal guests may accompany the Johnson Controls traveler at the Supplier's expense.

C. Guidelines for Gift Giving

(1) Johnson Controls employees cannot give Third Party gifts that are cash or cash equivalents, illegal, extravagant, frequent, intended to improperly influence or which could be viewed by a reasonable third party as likely to confer an improper advantage to Johnson Controls, its officers, employees or associates, or any entity that is a subsidiary, affiliate or otherwise related to Johnson Controls. However, for Special Occasions as defined above, modest cash or cash equivalent gifts may be appropriate if pre-approved by a Compliance Counsel.

(2) All gifts to Commercial Customers require prior approval from the appropriate business manager. If the gift has a value of more than \$200 USD, the employee giving the gift must submit a request for Compliance Counsel pre-approval at least seven days before the gift is given, at JCIComplianceForms.com.

(3) If an intended recipient of a gift has already received gifts with a cumulative value of \$400 USD or greater from a single Johnson Controls employee in the calendar year, that specific Johnson Controls employee may not provide any further gifts to the recipient without the advance written approval of the VP level Managing Director for the region, Compliance Counsel and the regional Finance Controller.

(4) Government business often involves special laws and regulations, and to avoid any appearance of impropriety, special care must be taken to ensure that, where allowed, gifts to Government Customers are legal, reasonable and recorded properly. Therefore, any gift to a Government Customer must be pre-approved by a Compliance Counsel by submitting a AB Form – Interactions with Government Officials request in advance [at JCIComplianceForms.com](http://JCIComplianceForms.com).

(5) Johnson Controls employees may not give a gift to a Government Customer reasonably close to the submission of a public tender proposal, or while regulatory approvals or decisions are pending, when the official has a role or influence in the evaluation, selection or administration of the tender, contract or other approval or decision.

(6) Any gift made by a Johnson Controls employee to a Customer must be given on behalf of Johnson Controls, not on behalf of a particular employee.



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- (7) All gifts made to Customers must be paid with Johnson Controls' funds. The expenses must be properly recorded in the appropriate account.
- (8) Johnson Controls employees are prohibited from loaning any money or items of value to Customers or potential Customers.
- (9) Gifts or funds may not be provided to any third party, such as an agent, subcontractor, sales representative, intermediary (e.g. hotels or event planners), or other person or company, with the intention that all or part of the funds or gifts will be offered, promised, or given, directly or indirectly, to a Customer or prospective Customer in violation of this policy.
- (10) As used in this policy the "value of a gift" or "gift value" refers to market value at the time the gift is given.
- (11) Johnson Controls employees must ensure that any gift contemplated does not violate applicable laws, regulations, policies or rules in the jurisdiction where the gift is made. Questions regarding applicable laws, regulations, policies and rules should be presented to the regional Compliance Counsel.
- (12) Refer to the applicable approval matrix/policy to determine the necessary approval requirements for Third Party gifts.
- (13) Any questions regarding the interpretation of this gift giving policy should be directed to a Compliance Counsel.

D. Guidelines for Receiving Gifts

- (1) Johnson Controls employees are permitted to accept gifts of nominal value where acceptance of the gift is meant to create goodwill and establish trust in a business relationship and would not reasonably be expected to affect the employee's independent judgment in the performance of his/her job. Even gifts of nominal value may not be permitted if they become frequent or are conditional. In all cases, the acceptance of gifts must comply with applicable industry codes and local law.
- (2) Any received gift valued at more than \$200 shall be registered via the Gift Reporting Form at JCComplianceForms.com.



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(3) Johnson Controls employees may not receive cash or cash equivalents from a Customer or Supplier.

(4) Johnson Controls employees may not borrow money or anything else of value from a Customer or Supplier.

(5) Johnson Controls employees may solicit donations for charitable contributions from Customers and Suppliers; however, these solicitations should be infrequent and there cannot be any actual or implied connection between the donation and any potential or ongoing business transactions.

E. Guidelines for Providing Entertainment

(1) Reasonable entertainment of Third Parties (e.g., for meals, special events, sporting events, performances, shows, theater, etc.) is a common and generally acceptable business practice. Such practices are acceptable, as long as the following criteria are met:

- Entertainment is not illegal, frequent, extravagant, and does not reflect poorly upon Johnson Controls.
- Entertainment of a sexually explicit nature is not permitted at any time.
- Entertainment must be intended to discuss business matters, build business relationships and not to improperly influence a Third Party.
- When applicable, the special requirements for Government Customers must be followed.

(2) Payment for Third Party entertainment should be made by a Johnson Controls employee using a company credit card, directly to the goods or services provider. Cash or cash equivalents must not be given or paid to a Third Party for reimbursement of entertainment expenses. For Johnson Controls employee reimbursement, the details of the expenditure must include the names of all Third Parties (or other non-JCI personnel) entertained and each participating Johnson Controls employee.

(3) Entertainment of Third Party spouses or guests is not allowed unless pre-approved by local management. All approved spouse or guest entertainment must be specifically disclosed in all expense reporting.

(4) Entertainment should be local, except in connection with authorized Third Party travel.



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(5) The Johnson Controls employee who wishes to provide Third Party entertainment has the obligation of determining whether the proposed entertainment is legal, ethical and in compliance with Johnson Controls policies. If there is any doubt, the employee should contact their supervisor and Compliance Counsel in advance of the proposed entertainment.

(6) Government business often involves special laws, regulations and obligations. To avoid any appearance of impropriety, special care must be taken to ensure that entertainment of Government Third Parties is legal, ethical and is not meant to improperly influence them (or give the appearance of such). Therefore, all entertainment of Government Third Parties in excess of \$200 per person or over \$400 per year must be pre-approved by a Compliance Counsel through the submission of the AB Form – Interactions with Government Officials Form at JCComplianceForms.com.

(7) It is strictly prohibited to offer or provide anything of value to a Government Third Party with the intention of seeking to influence the official to confer a benefit on Johnson Controls, or to refrain from acting to the detriment of Johnson Controls.

(8) Johnson Controls employees may not invite a Government Third Party to a meal or an event reasonably close to the submission of a public tender proposal, or while regulatory approvals or decisions are pending, when the official has a role or influence in the evaluation, selection or administration of the tender, contract or other approval or decision.

(9) Special rules apply for entertainment of U.S. Federal Government employees. Johnson Controls' personnel may not give gifts, meals entertainment or anything of value to U.S. Government personnel in excess of \$20 per person, per occurrence. For more information, please see the 140-90 Federal Government Contracting Policy.

(10) Refer to the applicable approval matrix/policy to determine the necessary approval requirements for Third Party entertainment.

F. Guidelines for Receiving Entertainment

(1) Business related entertainment provided by Third Parties to Johnson Controls employees that is limited to athletic, theatrical or cultural events (i.e., sports events, golf outings, or concerts) or meals is acceptable, under the terms of this Policy, as long as:

- The entertainment could not in any way be viewed as creating a conflict of interest.



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- The entertainment is not illegal, frequent, extravagant, or reflects poorly upon Johnson Controls.
- The entertainment is not held at establishments that provide adult entertainment of a sexually explicit nature.
- The principal aim is to discuss business matters, build business relationships and not to influence the Customer improperly.
- The entertainment is not being conducted during a period in which proposed Johnson Controls sourcing decisions are being considered.

(2) The Johnson Controls employee who is offered entertainment has the obligation of determining whether the proposed entertainment is appropriate, legal and ethical. If the employee has any doubt or question, the employee should contact their direct supervisor or a Compliance Counsel in advance of the proposed entertainment.

(3) Entertainment and meals should be within the employee's local area, except in connection with pre-authorized travel.

(4) The cost of the entertainment or meals should be shared by the Johnson Controls employee either through sharing the one-time expense or alternating the payment between the Third Party and the Johnson Controls employee.

(5) At least one Third Party employee must accompany the Johnson Controls employee to the entertainment event or meal, otherwise, the event would be considered a gift.

G. Guidance for Refusing Travel, Gifts or Entertainment

(1) If the employee has reason to believe or is concerned that the travel, gift or entertainment offered is in violation of this policy, it should be politely refused.

(2) There are countries where refusing a gift could be considered improper or impolite. In those situations where gift giving is an expected courtesy and is not intended to influence or cause conflict of interest, and the gift offered would conflict with this Policy, the employee may accept the gift. Any such gift shall become the property of Johnson Controls. The employee shall contact their supervisor and turn the gift over to Johnson Controls to be displayed or for other disposition.

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