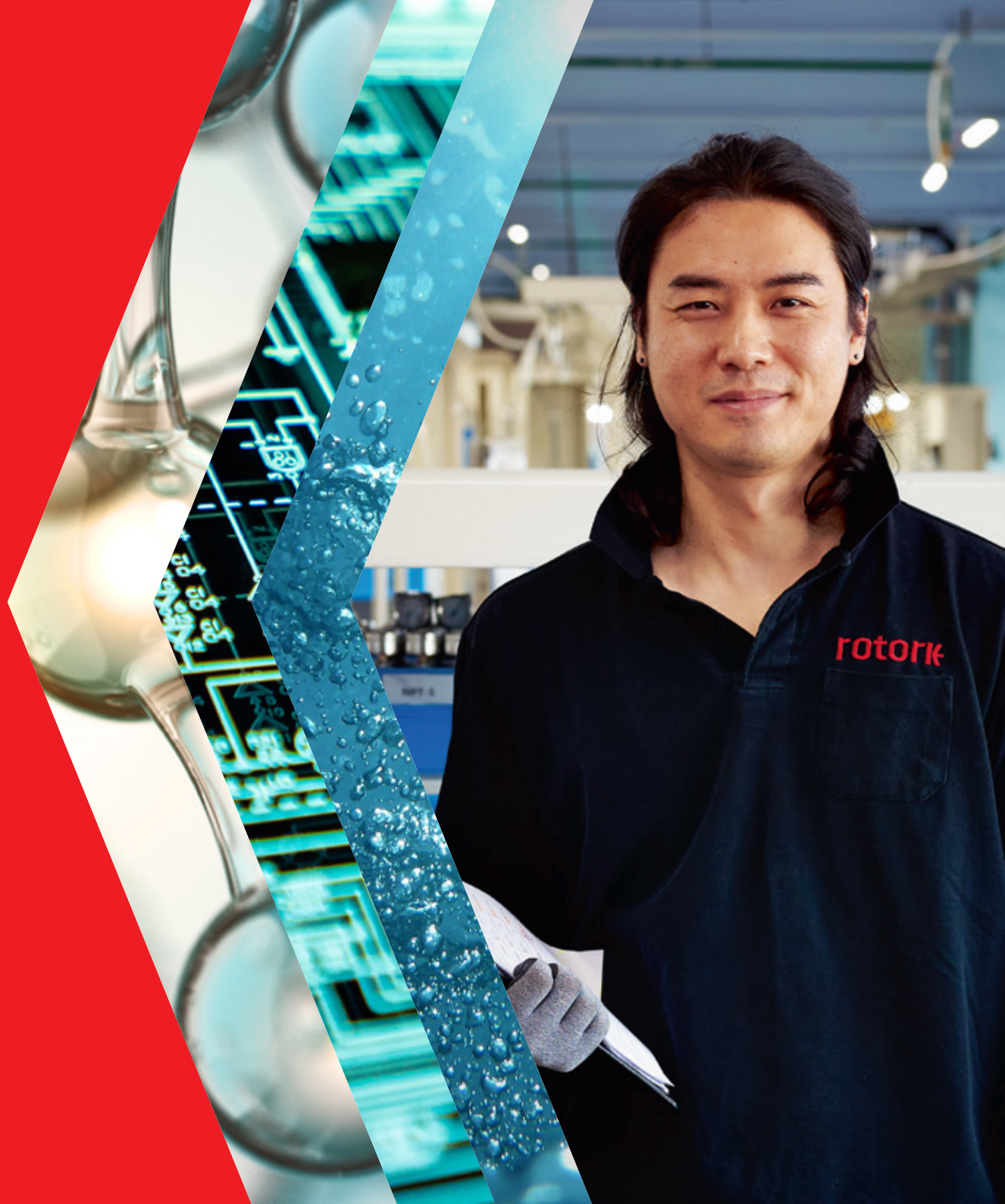


rotork®

Keeping the World Flowing
for Future Generations

Code of Conduct





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A Message from Kiet Huynh

Dear Colleagues,

At Rotork, we have a long and proud history of engineering excellence. How we do business is as important as why we do business and I'm extremely proud of our reputation for integrity, fair dealing, and ethical behaviour, which has been earned over many years.

Our Code of Conduct ('Code'), together with our values, underpins and helps to shape our behaviours. It sets out required ethical standards and supports and guides us through difficult situations. Whether you are a permanent employee, temporary worker or a contractor, our Code applies to you. It is our shared responsibility to comply with the Code, wherever we work and whatever our role. By doing so, we are protecting Rotork's reputation. By protecting our reputation, we are protecting the future of the business.

In addition to the Code, there are supporting policies that we all need to be familiar with. The Code tells us where to find these, and who to speak to if we are ever unsure and need advice. It also explains the ways in which anyone can 'Speak Up' if they do not feel comfortable or see something wrong.

We value openness and transparency and want everyone to know that when you raise your concerns, you are doing the right thing and that you will be protected from retaliation of any kind.

Please read our Code carefully. Take the time to understand how the principles within it are relevant to your role, and to the daily interactions you have with colleagues and others and how you can ensure you always act in line with those ethical principles.

Meeting the expected behaviours outlined in our Code and putting integrity at the heart of everything we do is so important.

Thank you for playing your part to ensure that Rotork remains an ethical and responsible company that we're all proud to work for.

Kiet Huynh

Chief Executive Officer



A Message from
Kiet Huynh

About our Code
of Conduct

Our Workplace
Culture

Protecting Information
and Assets

Doing Business the
Right Way

Caring for our
Communities



About our Code of Conduct

Our Purpose and Values

Our purpose and values are what define us

“Keeping the world flowing for future generations”

Our purpose is a powerful motivator and drives everything we do. It recognises the role we play in making our world a great place to live, and the role we play in helping improve the safety, environmental and social performances of not just ourselves, but also our end users, customers, suppliers and communities.

We have earned a reputation for integrity, fair dealing, and ethical behaviour. We are determined to preserve that reputation and ensure that, wherever we do business or operate around the world, we exert a positive influence.



FIND OUT MORE

Visit the Values section on **Konnect**.

Our values were chosen by our people and show what's important to us and guide us as to how we should behave. They apply to everyone across our global operations and ensure our culture is consistent wherever we operate in the world.

Stronger
together

We put people first, we collaborate, inspire and support each other to win

- We think as one team, support each other and achieve high performance together
- We're open and honest, welcoming diversity and difference
- We act responsibly in the best interests of Rotork

Always
innovating

We're committed to continuous improvement, thinking differently and improving for the future

- We think differently and find smarter ways to be the best
- We strive for excellence and 'think lean' to continually improve
- We use our experience to solve problems, effectively and efficiently

Trusted
partner

We're a responsible business, proud of our customer focus. We put quality and service at our heart

- We put safety first and, as ethical and responsible citizens, consider the environment and communities we operate within
- We put customers at the heart of our thinking, understanding their needs and enabling their success
- We're easy to do business with and do what we say we'll do



Our Code of Conduct ("Code")

Our Code, together with our values, underpins and helps to shape our behaviours

Our Code

- Helps us achieve our mission – to be a good corporate citizen, acting with integrity and honesty
- Reminds us of our purpose and values and the key principles to consider when making decisions about the right thing to do
- Applies everywhere we do business and to all of us, whether permanent employees, temporary workers or contractors
- Provides guidance on how to 'Speak Up', without fear of retaliation

Meeting expected behaviours is an important part of doing our jobs. Breaches of this Code, or any illegal or unethical acts, will not be tolerated, no matter who you are or where in the Company you work.

Employees may face disciplinary action if their behaviour is inconsistent with our expectations (up to and including termination of employment), and we may terminate contracts if temporary workers or contractors fail to comply with our standards. We expect our partners to have the same standards too.

Our policies

Our Code doesn't cover everything you need to know. There are supporting policies which you also need to be familiar with and follow. These are mentioned throughout our Code and are available on **Konnect**.

Our Code and applicable laws

We must comply with both the Code and all applicable laws. The Code applies, irrespective of whether local laws are less strict. However, where local laws are stricter we must follow them.



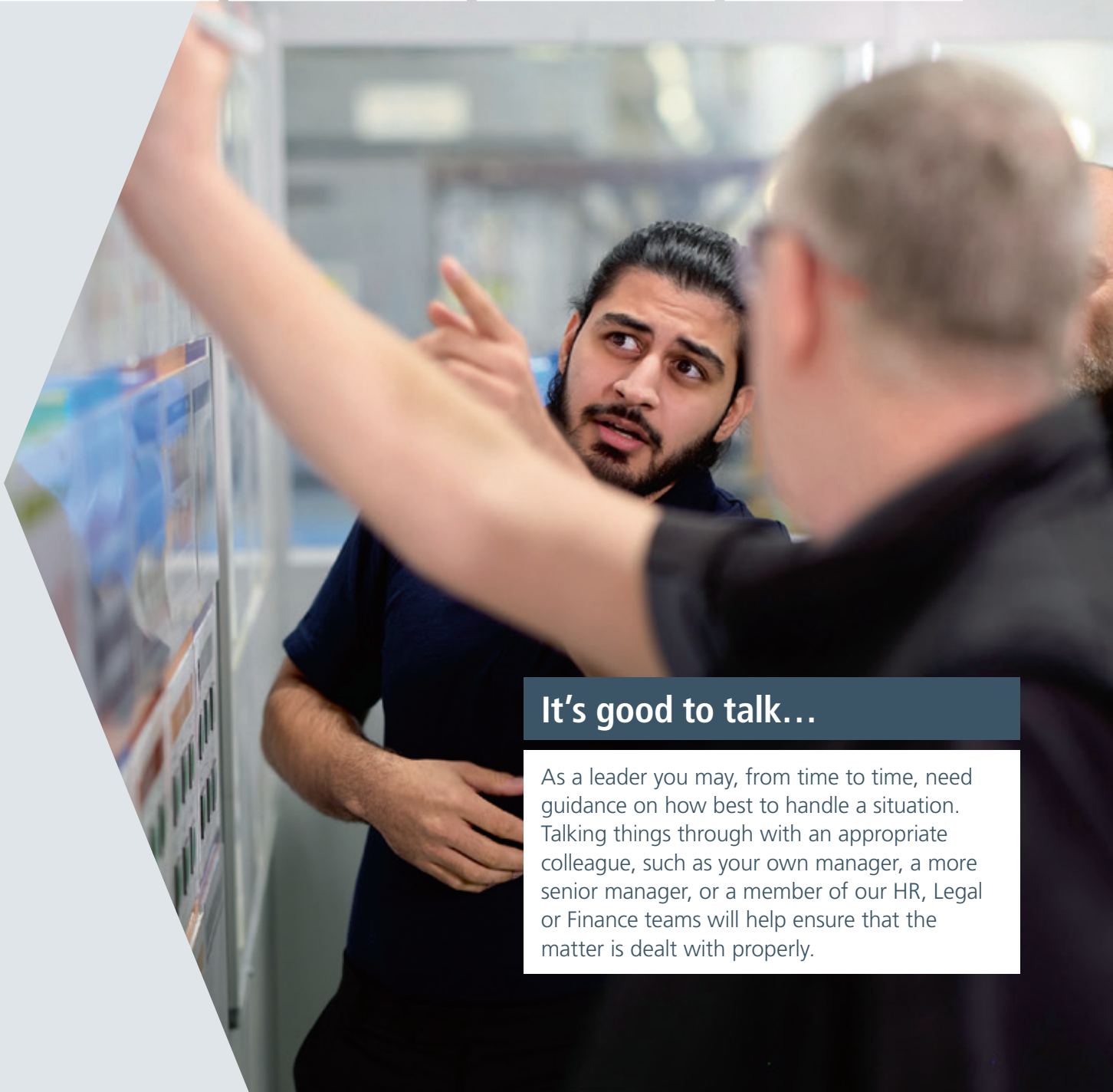
Our Leaders

Leading by example

If you are in a management position, you must transparently uphold our values and always act with the utmost integrity.

In your role you are required to:

- Promote our Code and make sure everyone in your team has read and understood it
- Regularly discuss the Code with your team, how it applies to them and the importance of ethical behaviour
- Be alert to any behaviour that may breach our Code
- Foster an environment where colleagues feel comfortable to ask questions, raise concerns and report suspected or known misconduct
- Remain vigilant for any signs of retaliation against colleagues who have raised concerns in good faith
- Champion the initiatives that support our Code, ensuring everyone in your team completes all required training and certifications in a timely manner



It's good to talk...

As a leader you may, from time to time, need guidance on how best to handle a situation. Talking things through with an appropriate colleague, such as your own manager, a more senior manager, or a member of our HR, Legal or Finance teams will help ensure that the matter is dealt with properly.

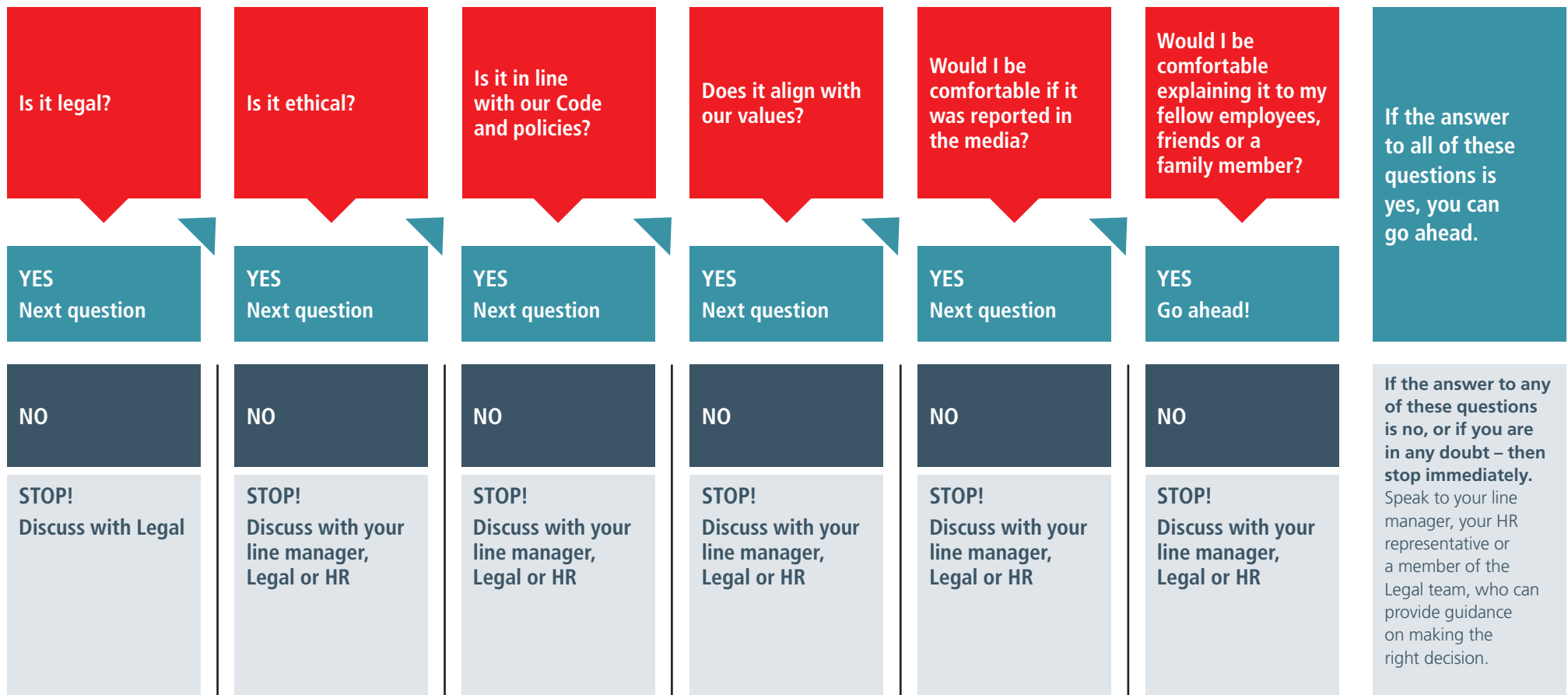


Making Ethical Decisions

Our Code is designed to provide guidance when faced with making decisions about the right thing to do

Most of the time we know what’s right, but when we are facing a new situation, it may not always be easy to make a decision. The following decision tree should help guide our actions.

Questions to ask yourself



Speaking Up

We 'Speak Up' if we suspect a breach of our Code, our policies or the law

We have a culture of openness and accountability. We uphold the values and principles of the Code and raise any issues or concerns.

We all have a responsibility to report suspected wrongdoing (including a breach of this Code) as soon as possible, knowing our concerns will be taken seriously and investigated appropriately. We must also co-operate fully and honestly with investigations.

When raising a concern, we encourage you to let us know who you are, since this allows us to come back to you if we need more information. We will discuss with you the measures that can be taken to preserve confidentiality, to the extent reasonably possible and allowed by local laws.

If you prefer, you may make an anonymous report. If you do choose to report anonymously, we ask that you provide as much detail as possible and, if using the Speak Up helpline, check back to see if we have posted any requests for additional information.

We appreciate it can be daunting, but by raising concerns and providing information to support investigations, we can address issues proactively.

How to Speak Up

Our Speak Up Policy sets out the various ways you can raise a concern. We would like you to feel that you can talk to either your line manager, or a more senior manager. Alternatively, you can contact any of the following resources:

- HR team
- Legal team
- Head of Ethics & Compliance
- Chief Human Resources Officer
- Group General Counsel & Company Secretary

You can also make a report through the Speak Up helpline (see next page).



Protection from retaliation

We have zero tolerance for retaliation. When you report possible misconduct or take part in an investigation, you are following our Code and doing the right thing. Genuine Speak Up reports will not result in any detrimental treatment to the person raising the concern, even if it is a mistake. Detrimental treatment includes demotion, dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern.

If you believe that you have been treated differently because you have raised a concern, you should report this immediately to the Group General Counsel & Company Secretary, Chief Human Resources Officer or Head of Ethics & Compliance.



FIND OUT MORE

Our Speak Up Policy is available on the **Rotork plc website** and on **Konnect**, or you can ask your line manager.

Speaking Up continued

Speak Up helpline

In addition to our internal resources, Rotork also has a Speak Up helpline which you can use to raise a concern. This service is hosted by an independent third party and is available 24 hours a day, 7 days a week. The helpline allows you to report your concerns in your preferred language in a secure manner, and anonymously if you prefer. You can submit a report from anywhere in the world, either through the online portal, or by telephone.

Contact the helpline at

www.safecall.co.uk/report
or scan the QR code



Telephone numbers for each country

Country	Number	Country	Number
Australia	1 800 312928	Malaysia	1800 220 054
Bahrain	8000 4264	Mexico	800 1231758
Brazil	0800 892 1750	Netherlands	00 800 72332255
Canada	1 877 599 8073	New Zealand	00 800 72332255
Czech Republic	00 800 72332255	Norway	00 800 72332255
Chile	800 200 734	Poland	00 800 72332255
China	4008 833 405	Portugal	00 800 72332255
France	00 800 72332255	Russia	810 800 72332255
Germany	00 800 72332255	Saudi Arabia	800 844 2067
Hong Kong	3077 5524	Singapore	800 448 1773
India	000 800 4401 256	South Africa	0 800 990 243
Indonesia	001 803 440 884	Spain (inc. Canary Is.)	00 800 72332255
Indonesia	007 803 440 884 (PT Telekom)	Sweden	0850 252 122
Israel	012 800 72332255 (Golden Lines)	Switzerland	00 800 72332255
Israel	013 800 72332255 (Barak)	Thailand	001 800 72332255
Israel	014 800 72332255 (Bezeq)	Turkey	00 800 4488 20729
Italy	00 800 72332255	UAE	8000 441 3376
Japan	0120 921 067	UK	0800 9151571
Korea, South	001 800 72332255 (Korea Telecom)	USA	1 866 901 3295
Korea, South	002 800 72332255 (Dacom)	Venezuela	0 800 100 8696



A Message from
Kiet Huynh

About our Code
of Conduct

**Our Workplace
Culture**

Protecting Information
and Assets

Doing Business the
Right Way

Caring for our
Communities



Our Workplace Culture

Health and Safety

In every Rotork workplace, our vision for health and safety is zero harm to our colleagues and partners

We expect everyone who works in our business to help create a safe and healthy work environment. Quite simply, everyone going home safe at the end of each work day is the most important thing.

We all have a responsibility to ensure that we create a safe environment on our sites and for those of us working elsewhere, such as on our customer sites.

This means we must be aware of and follow the Rotork Life Saving Rules (RLSRs) and the supporting Global Safety Standards at all times whilst operating in all Rotork working environments. We follow the 'Stop Work' rule if an unsafe condition is identified and speak up if we have any concerns about health or safety.

FIND OUT MORE

You can find our H&S Policy Statement and Guiding Principles, the RLSRs, and Global Safety Standards on our **HSE SharePoint site on Konnect**, or you can ask your Regional HSE manager.

What we do:

- We always follow the requirements of the RLSRs and supporting Global Safety Standards
- We stop work if a task becomes unsafe and report it to our management teams for resolution and to make the task safe before continuing
- We challenge unsafe acts and conditions when we see them, and report incidents and near misses at the first opportunity
- We report 'safety spots', as we can all play a role in improving our safety
- We speak up when we feel a colleague is not coping or needs assistance
- We strive for continuous improvement in safety performance
- We require our contractors and other third parties on our sites to uphold the same high safety standards

We never:

- Compromise on our safety standards to meet deadlines or to save money
- Carry out work or use equipment for which we are not trained and authorised
- Wait for someone else to report safety risks
- Keep quiet because speaking up might upset someone

Q&A

Q. I've noticed that an anti-slip mat near where I work is worn and needs replacing. Should I report it, and how do I do that?



A. Yes. It is vital that you report any type of accident, incident, safety spot or near miss. This helps us to understand our hazards, and allows us to take corrective action and implement controls to prevent future issues or injuries. In this case, you should report the defective mat as a safety spot to your HSE representative, who will investigate and arrange for the mat to be replaced.

Safety spots and near misses can also be reported online. The form is available on **Konnect** and can also be accessed by scanning the QR code.





Respect at Work

We are committed to nurturing an inclusive and diverse working environment so everyone can perform at their best

We treat everyone fairly and with respect. We value diversity and acknowledge that differences will make us more innovative, creative and a stronger organisation.

We prohibit discrimination and harassment based on race, colour, gender, national origin, age, religion, disability, sexual orientation, gender identity or expression, veteran status, citizenship status, genetic information, marital status, pregnancy or family status or any other characteristic protected by applicable law.

✔ What we do:

- We act professionally and expect mutual respect and collaboration between everyone we meet in the course of our business
- We encourage openness, integrity and honesty in all our dealings and are accountable for everything we do
- We value people's diverse beliefs and perspectives and engage and involve our people in improving our business
- We speak up if we witness or are aware of any behaviour which may constitute bullying, harassment or discrimination
- We resolve disputes and grievances fairly
- We remain aware of any biases that we may have and don't let them affect our decision making

⚠ We never:

- Discriminate in any way, directly or indirectly, through our decisions or actions at Rotork
- Tolerate any forms of bullying or harassment, ranging from verbal and physical abuse to isolating colleagues and telling offensive jokes in person, in writing or via social media
- Tolerate retaliation against those who have made a complaint about bullying or harassment

Q&A

Q. I have recently joined Rotork. One of my colleagues keeps making comments about how I look. Their comments make me feel awkward. Should I say anything?



A. Yes. If you're comfortable, speak directly to your colleague about their behaviour and how it makes you feel. Otherwise, talk to your line manager, an HR or Legal team member, or you can make a report through the Speak Up helpline.



FIND OUT MORE

Our global policies and related resources can be found on our **HR SharePoint site on Konnect** or, for local policies, please refer to your local intranet, or speak to your HR representative.



Protecting Information and Assets



Confidentiality

We protect the confidential information of our Company and of others

Confidential information is any non-public information in any format (written, spoken, electronic or paper form) belonging to Rotork, or disclosed to us by others confidentially.

Our confidential information is very valuable to us and making sure it is properly protected is vital to our success. Likewise, third parties who provide us with their confidential information expect us to keep it safe.

Sharing or using confidential information incorrectly can have serious legal consequences, and can result in a loss of trust and business.

✔ What we do:

- We make sure that we have the right permissions and authorisations before we use or share information
- We put in place non-disclosure agreements before sharing confidential or proprietary information
- We take care with hard copy documents, and never leave them in public places
- If confidential information is lost or transmitted by accident, we report it immediately
- We delete digital information and destroy hard copy documentation when it is no longer required, in line with our Data Retention Policy and Schedules
- If we are not sure, we check whether something is confidential before sharing it

⚠ We never:

- Obtain competitive intelligence by illegal or unethical means nor read competitor information that we should not have
- Use information belonging to others without proper authorisation and permission
- Seek or accept confidential information that a person is not authorised to share
- Discuss confidential information where others could hear, such as in bars, restaurants, taxis or airports, or while travelling on planes or trains

Confidential information can take many forms, including: business plans and strategies, sales and marketing information, financial information, technical information about our products and services, research and development ideas, customer and supplier lists, details about a business sale, acquisition or merger and information relating to or supplied by our shareholders, customers, suppliers or other business partners.



FIND OUT MORE

Our Confidentiality Policy, Acceptable Use Policy, and Data Retention Policy and Schedules can be found on **Konnect** or you can ask your line manager.

Data Privacy and Protection

We recognise the importance of respecting the privacy of individuals connected with Rotork

We hold personal data about our colleagues, customers, suppliers, shareholders and other third parties.

Personal data includes any information that identifies an individual or makes them identifiable. This information can be held in paper files as well as electronically.

Treating personal data with care, and in compliance with applicable data privacy laws, is very important to us.

✔ What we do:

- We make sure personal data is only collected, used and stored for lawful purposes
- We protect personal data from possible loss, misuse or disclosure
- We comply with applicable laws when transferring data to other countries
- We delete data when it is no longer required, in line with our data retention guidelines
- We immediately report any data breach to our line manager and to data.breach@rotork.com, or call +44 (0)1225 733625 immediately if we believe the breach is very serious
- We seek advice from the Legal team if we have questions about personal data

⚠ We never:

- Try to access personal data that is not required for legitimate business purposes
- Retain personal data for longer than required or allowed
- Transfer data to other countries without adequate protection



FIND OUT MORE

Our Data Protection Policy, Data Retention Policy, Acceptable Use Policy and other related resources can be found on **Konnect on our Data Protection SharePoint site** or you can ask your line manager.



Safeguarding our Assets

We look after Rotork assets and protect them against loss, fraud, theft or inappropriate use

Our assets include everything that Rotork owns or uses to conduct business, including our inventory and other resources provided to you to enable you to do your job, such as furniture, equipment, tools, and computer hardware and software.

Rotork assets are valuable and each of us has a responsibility to protect them. This includes both physical property and intellectual property, such as product design drawings or specifications and technology or branding.

✔ What we do:

- We take care of the physical property assigned to us and guard against its loss or misuse
- We make sure that we use Company technology including the internet and email in compliance with our Acceptable Use Policy to ensure that these systems are protected from external threats
- We keep all our documents protected and secure
- We seek guidance from the Legal team before sharing details of our intellectual property
- We immediately report any actual or suspected loss, fraud, theft or inappropriate use of Rotork assets to our line manager, or using any of the reporting channels set out on page 7
- We immediately report the loss, theft or damage of Rotork IT equipment to both our line manager and Group IT

⚠ We never:

- Borrow, loan or sell Rotork assets without permission, or otherwise use Rotork property for personal gain or for purposes other than approved Company business
- Try to circumvent IT security controls

Q&A

Q. I witnessed a colleague removing parts from our stores yesterday and then immediately leaving the premises. I don't have any proof that he stole them but I've heard a rumour that he is in debt and is taking parts from Rotork to sell for cash. What should I do?

A. You should report the suspected theft to your line manager, or using any of the reporting channels set out on page 7, so that the matter can be investigated. We must 'Speak Up' if we believe a breach of our Code or policies may have taken place. You do not need to have proof to make a report.



FIND OUT MORE

Our Acceptable Use Policy is available on **Konnect** or from your line manager.



Inside Information and Insider Trading

We safeguard inside information and do not engage in insider trading

You may receive confidential information about Rotork, or companies we work with which, if made public, would have a significant effect on the price of shares in Rotork or these companies and might influence someone to buy, sell or hold them. This information is known as 'inside information'.

Inside information can relate to a variety of topics, including non-public information about:

- Financial results announcements
- Upcoming mergers or acquisitions
- Important product developments
- The gain or loss of significant customers
- Government investigations
- Potential or existing legal proceedings
- Forthcoming changes to the executive leadership team

Dealing in shares on the basis of inside information is known as 'insider trading'. As well as not being consistent with our values, it's illegal. Providing inside information to others is also illegal.

Our Securities Dealing Code sets out additional rules for PDMR and Restricted Persons including, at certain times known as 'closed periods', restrictions on trading in Rotork shares. Those affected will be notified of any such restriction. If you are unsure whether you are a PDMR or Restricted Person please check with a member of the Legal team or email CompanySecretary@rotork.com.

✔ What we do:

- We know what types of non-public information qualify as inside information
- If we are a PDMR or Restricted Person we ensure that we understand and comply with the Securities Dealing Code and any 'closed period' rules that apply
- If we are a PDMR or Restricted Person we seek clearance before dealing in Rotork shares
- We ask our line manager or a member of the Legal team for guidance if we have questions

'PDMR' means a person discharging managerial responsibilities in respect of Rotork plc, being either:

- (A) A director of Rotork plc; or
- (B) Any other employee who has been told that he or she is a PDMR

'Restricted Person' means:

- (A) A PDMR; or
- (B) Any other person who has been told that certain clearance procedures apply to him or her

⚠ We never:

- Disclose inside information unless authorised to do so
- Deal in shares of Rotork or any other company based on inside information or when we have been informed by Rotork that we should not deal
- Tip off or encourage others to deal based on inside information
- Spread false information or engage in other activities intended to manipulate a company's share price



FIND OUT MORE

Our Securities Dealing Code is available on **Konnect** or, for further information, speak to your line manager or a member of the Legal team.

**Inside Information and Insider Trading** continued**Q&A**

Q. I've been working as part of a team on a major acquisition for Rotork. It's yet to be publicly announced but I've been told today that everything is agreed and it's definitely going ahead. I'm going to a family party this weekend. If I ask them to keep it confidential, can I tell my brothers and sisters the exciting news?

A. No. Telling them would be illegal. Until this information is made public it remains inside information. You must not provide inside information to others, or deal or encourage others to deal based on inside information.

Social Media and Public Communications

We protect our reputation and brand by ensuring that our public statements are accurate and not misleading

Social media is a great way to engage with our people, customers, suppliers, business partners and the communities in which we operate. However, we must remain alert to the risks involved and take care when posting or otherwise discussing anything about the Company.



FIND OUT MORE

Our Social Media Policy is available on **Konnect** or from your line manager.

✔ What we do:

- We act in a manner that will protect and enhance Rotork's reputation and brand
- We take care and use good judgement when speaking about our business or people, even when we are among friends and family
- If approached for comment by a reporter or any other third party, we direct them to the Head of Communications
- If we see comments on social media that are inaccurate, breach this Code or our Social Media Policy, or unfairly represent Rotork, we report this to the Head of Communications or to a member of the Legal team (we do not respond ourselves)

⚠ We never:

- Speak to the media or to our shareholders about our business without prior authorisation
- Make remarks that appear to be on behalf of the Company from our personal accounts
- Disclose any confidential or commercial information on social media, unless specifically authorised
- Use social media to make vulgar, obscene, threatening, intimidating, harassing, libellous or discriminatory comments, or comments which otherwise violate this Code or our Social Media Policy
- Let use of social media interfere with the quality of or time spent on our work for Rotork





A Message from
Kiet Huynh

About our Code
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Doing Business the Right Way

Anti-Bribery and Corruption

We do not offer, pay, solicit or accept bribes or kickbacks in any form whether directly or through a third party

We have a zero-tolerance policy on bribery and corruption and this applies without any exceptions, including for cultural differences. Bribery is a crime and results in negative economic, political and environmental impacts.

✔ What we do:

- Reject any request for a bribe, kickback, or any other kind of improper payment, including a facilitation payment, unless we feel our own safety, or the safety of others, is at risk (in which case as soon as it is safe to do so we immediately report the incident)

- We immediately report to the Legal team any incidents or suspected incidents of bribery or corruption, including both offers of, or requests for, money or anything of value
- We understand and follow all processes for appointing and managing our channel partners, such as agents, representatives, distributors or resellers
- We take extra care when dealing with government officials
- We only offer or accept gifts or hospitality allowed under our Gifts and Hospitality Policy
- We make sure that any sponsorship or donation is properly approved
- We ask our line manager, or a HR, Finance or Legal team member for guidance if we are unsure

⚠ We never:

- Offer, give or accept anything of value that can be viewed as, or has the effect of, improperly influencing business decisions
- Permit a channel partner to offer or give something of value on Rotork's behalf that could be viewed as, or has the effect of, improperly influencing a business decision
- Assume that just because behaviour is common or culturally acceptable it is permitted under Rotork's policies

A **bribe** is anything of value – including any financial or other advantage given, offered, requested or received – in order to improperly influence any person, including any government official or any director, officer, employee, agent or representative of any commercial organisation or any private individual. A bribe can take many forms, including money, rebates or 'kickbacks', gifts, hospitality, job offers, expenses, and political or charitable contributions.

A **facilitation payment** is a payment made to facilitate or expedite decisions or actions by government agencies or government officials. Facilitation payments are also sometimes referred to as 'grease' payments. The definition of facilitation payment does not include the payment of legitimate fees to expedite, fast track or speed up a service in accordance with an official/published price list.

A **government official** is anyone employed by or acting on behalf of (i) a government or any ruling or royal family; (ii) a company of which 50% or more of the shares are owned by the State; (iii) any member of a political party or candidate for office; (iv) any public international organisation (such as the UN or IMF); (v) any organisation with delegated powers to administer public funds; or (vi) any family member of the above.



Anti-Bribery and Corruption continued

Q&A

Q. I'm the Country Leader in a location where Rotork's largest customer is state owned. My key contact there is also part of their tendering committee. He recently told me his daughter will soon graduate in engineering and she would like to work at Rotork. He asked if I can 'make this happen'. Can I ask HR to offer her a position on our graduate scheme?

A. No. This could be perceived as a form of bribery and could breach anti-bribery and corruption laws. A job, internship or even work experience is considered something of value, and offering this to a relative of a customer or government official could unduly influence them in relation to contract awards or other business decisions. The official's daughter can apply for an open position, but must be treated the same as any other candidate and you may not be involved in the process.



FIND OUT MORE

Our Anti-Bribery and Corruption Policy is available on **Konnect** or from your line manager.

Channel Partners and Supplier Relations

We choose channel partners and suppliers who align with our values

Our suppliers and channel partners (i.e. agents, representatives, distributors and resellers) contribute greatly to the success of our business. However, they also represent a risk to Rotork, since we can potentially be held liable for their actions, or suffer negative reputational impact from our association with them.

It's important to always follow our policies and procedures for selecting, appointing and monitoring suppliers and channel partners. This helps to ensure that Rotork meets its governance and compliance obligations, and enables us to take an approach to partner and supplier engagement that is mutually beneficial.

✔ What we do:

- We only engage channel partners and suppliers who pass our selection process and who we are satisfied will conduct business legally and ethically
- We monitor channel partner and supply chain relationships on an ongoing basis
- We take appropriate action against any supplier that fails to adhere to the Supplier Code of Conduct, or a channel partner whose behaviour is not aligned to this Code and our values

⚠ We never:

- Turn a blind eye if we learn about unethical conduct by a supplier or channel partner

FIND OUT MORE

Our Supplier Code of Conduct is available on the **Rotork plc website**, or you can ask your line manager.



Gifts and Hospitality

We never offer or accept gifts or hospitality which could give an impression of unfairness, influence or even corruption

We recognise that giving or accepting gifts and hospitality can be appropriate, helping to showcase our products and/or establish good relations with our customers and suppliers. However, improper offers or acceptance of gifts or hospitality can be a form of bribery, which is illegal and not tolerated.

Even if nothing improper is intended, we must be careful to avoid any perception that gifts or hospitality have been used as a means of influence or reward. While particular care must be taken when dealing with government officials, offering anyone lavish gifts or inviting them to expensive events could lead to accusations that we are behaving improperly.

Make sure you have read our Gifts and Hospitality Policy and know and understand the rules, including when to use our Gifts and Hospitality online register to record or seek approval for a gift or hospitality exchange. Seek guidance from a member of the Legal team if you are ever unsure.

What we do:

- We comply with our Gifts and Hospitality Policy, including the online registration and approval procedure
- We comply with any rules imposed at a local business level
- We make sure that anything we offer does not breach the rules of the potential recipient's organisation, nor any local laws or regulations
- We never ask for a gift or to receive hospitality
- We avoid regularly exchanging gifts or hospitality with the same business contact

We never:

- Offer or accept gifts or hospitality without having obtained the necessary approval
- Offer or accept a gift or hospitality that could be perceived as lavish or excessive
- Offer something with the expectation of receiving a benefit in return
- Offer or accept cash or cash equivalents (e.g. gift cards, gift certificates, loans, shares or options)
- Offer or accept a gift or hospitality during a contract negotiation, tender or bidding process
- Offer or accept a gift or hospitality if there is no legitimate business connection
- Regularly exchange gifts or hospitality with the same business contact

Q&A

Q. At my previous company we were allowed to send customers gift cards at holiday time. Can I do this now I'm working for Rotork?

A. No. A gift card is a cash equivalent, and it would breach our policies to offer this. Similarly, you are not allowed to accept cash, or any cash equivalents.

Q. I'm visiting a potential new customer for a tender clarification meeting next week. There's a nice restaurant near the customer's office. Can I treat my counterpart to dinner there after our meeting? We are keen to secure the contract.

A. No. Offering or accepting a gift or hospitality during a contract negotiation, tender or bidding process is against our policy, since it can give the impression that the intention is to influence the contract award.



FIND OUT MORE

Our Gifts and Hospitality Policy and additional resources can be found on **Konnect on our Gifts and Hospitality SharePoint site**, or you can ask your line manager.

Political Contributions

We do not make political contributions in any part of the world, to any political campaign, party, candidate or their affiliated organisations

Rotork is politically neutral and we do not support, align with, or make political contributions to any political party.

While individuals are free to voluntarily participate in political activities on a personal basis in their own time, including making personal contributions, it must be clear that their views and actions are their own and not those of Rotork.

Political contributions are not just monetary donations. They include in-kind contributions (i.e. something of value that isn't cash), such as providing services or the use of facilities or resources, or donating to fundraising events.

✔ What we do:

- We report any requests made by a third party for a political contribution to a member of the Rotork Management Board or Legal team

⚠ We never:

- Use Rotork funds, assets or resources to support any political candidate or party or to engage in lobbying activities

FIND OUT MORE

For further information, speak to your line manager or a member of the Legal team.



Conflicts of Interest

We try to avoid conflicts of interest in our business dealings and where they do arise we seek to manage them transparently

Conflicts of interest are not necessarily 'wrong' and don't always lead to improper behaviour, but even the appearance of a conflict can have negative effects. By declaring them they can be managed appropriately, and avoid the wrong decision being made or wrong action being taken.

Conflicts of interest can arise in many different ways. If you are unsure about a particular situation check our Conflicts of Interest Policy, or seek guidance from your line manager, HR representative or a member of the Legal team.

✔ What we do:

- We always act in Rotork's best interests and try to avoid actual, potential or perceived conflicts of interest
- We use good judgement and proactively disclose any relationship, influence or activity that could impair our ability to make a fair and objective decision
- We complete Rotork's annual conflicts of interest questionnaire promptly and transparently

⚠ We never:

- Get involved in making a decision that involves a family member or close friend (e.g. whether they should be hired by Rotork)
- Give business to a company owned or managed by a family member, or close friend (unless authorised in advance by a member of the Rotork Management Board)
- Use Rotork resources or Rotork work time to perform work for anyone other than Rotork
- Suggest to a Rotork customer (or potential customer) that we can perform the work on a personal basis, or through another business
- Misuse our position at Rotork to promote an outside activity

A **conflict of interest** exists when someone has a personal interest that might lead them to act against the best interests of Rotork. That interest might be financial gain, career advancement or even helping a relative or friend. Conflicts can be internal (e.g. line managing a relative) or external (e.g. having a shareholding in a Rotork supplier).



FIND OUT MORE

Our Conflicts of Interest Policy is available on **Konnect** or from your line manager.

Conflicts of Interest continued

Q&A

Q. I've been asked to identify a new supplier who can provide Rotork with large quantities of a particular component. Coincidentally, a company owned by my uncle is the largest local supplier of this component. Can I place the order with his company?

A. No. While you can recommend your uncle's company for the job, your involvement needs to end there. You need to be transparent and tell your manager about the connection, and let the decision be made by others. The supplier needs to be selected on their merits, rather than because of any personal relationships.

Q. I've been asked by a member of the HR team to review the applications for a vacancy in my department. My best friend has applied for this role. What should I do?

A. You should disclose the potential conflict immediately. This will allow appropriate action to be taken, e.g. in this scenario a colleague in your team could be asked to review the applications instead. If your friend was successful, consideration would also have to be given to the reporting line, if the role would ordinarily report in to you.



Fair Competition

We believe that our quality, innovation and service is key to our ability to stand out in the market place, and we do not engage in unfair competition

We support open and fair competition and conduct our business in an honest and straightforward manner.

Competition law impacts virtually every aspect of Rotork's dealings, including: pricing; promotion and sale of products and services; relationships with suppliers and with distributors, resellers and other customers and, of course, relationships with competitors.

Competition laws are complex, so if we have any concerns it is important that these are raised with the Legal team to seek the expertise to ensure that we do the right thing.

✔ What we do:

- We think carefully about our business dealings with, and any information we share with, our distributors, resellers, suppliers and competitors
- We obtain approval from the Legal team before joining a trade association or industry forum
- At industry events and conferences, we are especially careful about the information we share and the materials we distribute
- We report any suspicion or allegations of anti-competitive behaviour to the Legal team
- We always seek help or additional training from the Legal team if we are unsure how to proceed and require additional guidance

Competition (also called anti-trust) laws

are fundamentally designed to ensure that buyers have a genuine choice between entities that are in open and fair competition.

To do this the laws look to prevent two main types of behaviour:

- Agreements that have an anti-competitive impact (i.e. price fixing, bid rigging and market allocation arrangements)
- Abuse of a position of market dominance (where a party with a large proportion of the market uses the lack of alternatives in the market to its advantage)

⚠ We never:

- Share non-public information (about Rotork or any other company) with our competitors, including information about pricing, bids, costs and profit margins, market share, terms and conditions or trade secrets
- Make formal or informal (such as via email) agreements with our distributors, resellers, suppliers or competitors which result in price fixing, bid rigging, market allocation or arrangements to limit supply
- Ask our competitors for information about their pricing
- Ask distributors or resellers for information about their pricing unless we have prior approval from the Legal team to do so
- Agree to any restrictions on customers or suppliers as to who they can sell to or buy from and on what terms, without prior approval from the Legal team



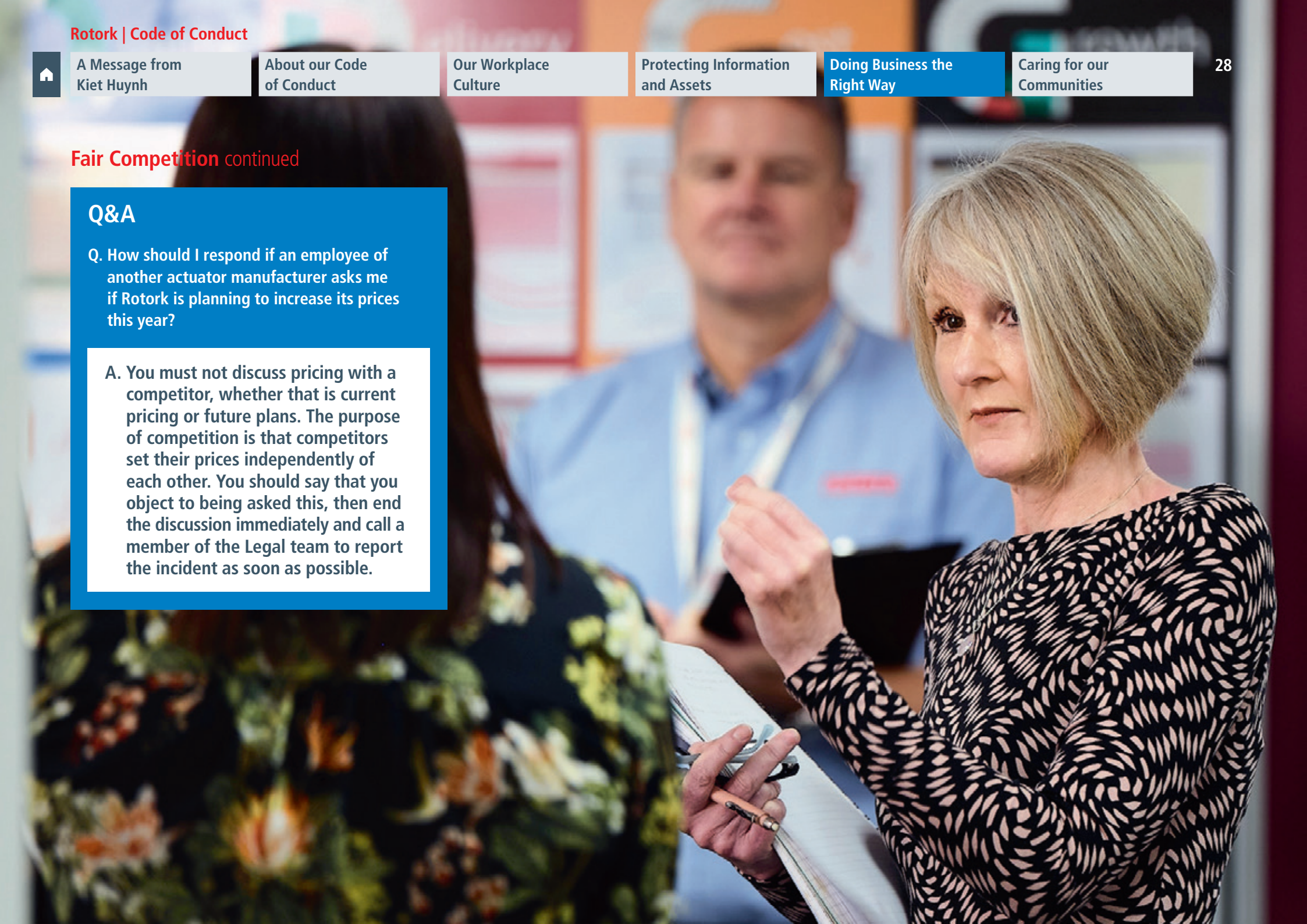
FIND OUT MORE

Our Fair Competition Policy is available on **Konnect** or from your line manager.

Fair Competition continued**Q&A**

Q. How should I respond if an employee of another actuator manufacturer asks me if Rotork is planning to increase its prices this year?

A. You must not discuss pricing with a competitor, whether that is current pricing or future plans. The purpose of competition is that competitors set their prices independently of each other. You should say that you object to being asked this, then end the discussion immediately and call a member of the Legal team to report the incident as soon as possible.





Sanctions and Export Controls

We respect and follow all applicable sanctions and export controls

As a company that provides goods, services and technology globally, we must act in accordance with applicable sanctions and export controls, which prohibit or restrict dealings with certain countries, entities, individuals or items.

The laws and regulations in this area are complex and subject to change, and the penalties for not complying with them can be severe. Our sanctions and trade compliance programmes are designed to ensure that we remain compliant.

You must seek advice from the Legal team and/or the Trade Compliance Manager if you are unsure whether sanctions or a trade restriction might apply.

✔ What we do:

- We comply with all relevant sanctions and export controls, and follow internal policies and procedures at all times, including the Major Contracts Approvals process
- We comply with any licensing, permitting or authorisation requirements in the markets into which we sell
- We are vigilant in watching out for any 'red flags' that may indicate a potential sanctions or export controls violation and report any concerns to the Legal team
- We ensure that our knowledge is up-to-date and we complete any required training
- If we are unsure, we seek assistance from the Legal team before taking any action

⚠ We never:

- Do business in embargoed territories, or supply goods, services or technology to third parties who are sanctioned
- Import or export goods in violation of export controls, or without all required declarations, permits, and licences



FIND OUT MORE

Our Sanctions Policy is available on **Konnect** or from your line manager.



Anti-Money Laundering and Tax Evasion

We are committed to the prevention of money laundering and to avoiding tax evasion facilitation

At Rotork, we stay alert to the risk of third parties trying to exploit us in relation to money laundering and/or tax evasion. We take steps to protect ourselves and ensure that we comply with all applicable laws.

FIND OUT MORE

For further information, speak to your line manager or a member of the Finance team.

What we do:

- We carry out due diligence to make sure we know who we are doing business with
- We recognise the warning signs in relation to money laundering, such as:
 - Difficulty in verifying customers' or suppliers' identity or ownership
 - Requests for payment to or from a bank account not in the name of the customer/supplier
 - Payments in currencies that differ from the currency on the invoice
 - Someone offering to pay above market price when there is no commercial reason for doing so
- We immediately report any concerns of money laundering or tax evasion to the Legal team, as failure to notify can be an offence in itself. It is also important that you do not let the counterparty know of your suspicions

We never:

- Accept money or other assets if we become aware, or suspect, that they are connected with criminal activity
- Assist any third party in money laundering
- Knowingly or wilfully facilitate tax evasion

Money laundering is an illegal activity which makes proceeds of criminal conduct appear to have come from a legitimate source. The proceeds are hidden in otherwise legitimate business dealings, to be 'cleaned', disguising the fact that they were obtained illegally. Money laundering has harmful social effects and is often linked to organised crime.

Tax evasion is an illegal practice where a person or corporation deliberately and fraudulently fails to pay their true tax liability. Rotork could be at risk of criminal prosecution if it fails to prevent its employees, or others working on its behalf, from facilitating tax evasion.





Accuracy and Integrity in Record Keeping

We keep accurate, timely and complete business records in order to help us meet our reporting obligations and manage work effectively

Recording and reporting Company information honestly and accurately is an important legal obligation and is essential to maintaining the trust of our shareholders and other stakeholders.

Our business records include any document, note, or other type of record that is created as part of the regular operations of our business, e.g. financial statements, purchase orders, contracts, invoices, expense reports, timekeeping records, proposals, certifications, test results and technical specifications.

✔ What we do:

- We make sure that records relating to our business, including transactions between Rotork and external parties, expenditure, invoices and labour charges are accurate and complete
- We keep records for as long as required, and in line with our Data Retention Policy
- We prepare our financial records in a timely manner, according to our internal processes and controls and in accordance with local accounting standards and/or International Financial Reporting Standards
- We complete any product inspection and testing documentation accurately and truthfully
- We seek to prevent and detect fraud and report any suspicious activity to our line manager, or using any of the reporting channels set out on page 7

⚠ We never:

- Make a false or deliberately misleading entry in a record, report or expense claim or falsify any claim or corporate record
- Modify or change records to make our manager, a customer or supplier happy even if they say it is important

Q&A

Q. I recently started at Rotork as a service engineer. I was onsite at a job last week as part of my induction. I didn't do any active work and entered my time on my timecard as 'training'. My boss has told me to change the designation to a billable category because he intends to charge my hours to the customer. What should I do?

A. It is wrong of your manager to ask you to do this. Your manager's behaviour is in breach of both our values and policies. You must report this to a more senior manager or raise your concerns using any of the reporting channels set out on page 7.



FIND OUT MORE

For further information speak to your line manager or a member of the Finance team. Our Data Retention Policy and Schedules can be found on **Konnect on our Data Protection SharePoint site.**



Product Quality and Safety

The quality and safety of our products and services for our customers and end users is of paramount importance, and we put this at the heart of what we do

We all need to play our part in making sure that our products are safe and meet high quality standards.

Q&A

Q. I've noticed something is different in one of the parts I'm assembling, but I've been given a daily production quota. Should I just keep going, since the part fits anyway?

A. No. If you notice that something is different in a part or piece of equipment, you should stop and ask your line manager if you should proceed. If the part is defective or not of the required standard it should not be used.

✔ What we do:

- We take responsibility and are accountable for our quality culture, behaviour and performance
- We ensure we abide by product safety standards, laws and regulations at all times
- We maintain compliance to applicable international standards for quality management as part of how we manage our operations
- We are aware of the ways that we can report quality nonconformances so that any potential product safety or quality issues are identified and investigated

⚠ We never:

- Take risks or become complacent with product quality or safety, or cut corners to save time or costs
- Pass a potential or actual quality defect on to the next person
- Turn a blind eye to any potential or actual quality or safety concerns, or wait for someone else to speak up

FIND OUT MORE

Our Quality Policy Statement and related resources can be found on **Konnect on our Quality SharePoint site**, or you can ask your line manager.





A Message from
Kiet Huynh

About our Code
of Conduct

Our Workplace
Culture

Protecting Information
and Assets

Doing Business the
Right Way

Caring for our
Communities

Caring for our Communities



Protecting the Environment

Working in an environmentally sustainable way is good for all of us

We are committed to helping drive the transition to a cleaner future where environmental resources are used responsibly.

We set high standards of environmental conduct for our business and are committed to reducing emissions, energy and water usage and waste to landfill.

We engage with those in our supply chain to meet similar standards, and work to help our customers improve their own environmental performance, including through the provision of our eco-transition portfolio of products that have particular environmental or sustainability benefits.



FIND OUT MORE

For further information, speak to your line manager or your Regional HSE manager.

✔ What we do:

- We comply with the environmental policies, laws and regulations that apply to our business
- We play our part to enable the global energy transition and to deliver a sustainable future
- We support customers' energy and emissions reduction and enable them to incorporate renewable energy into their operations
- We enable sustainable management of water resources and greater water efficiency for our customers
- We are committed to reducing the environmental impact of our own operations
- We work with suppliers to improve their environmental performance
- We report any environmental incident, or actual or suspected breach of environmental policies, laws or regulations
- We innovate our product design to manage our demand on resources and limit our environmental impact

⚠ We never:

- Ignore our environmental impact
- Tolerate wastefulness in our operations





Human Rights and Modern Slavery

We have a responsibility to ensure that modern slavery and human trafficking is not occurring in any part of our business or in our supply chain

We continually look for ways to support the promotion of human rights within our operations and our sphere of influence.

We comply with all applicable laws pertaining to human rights and modern slavery and adhere to the principles set out in the United Nations International Bill of Human Rights and the International Labour Organization's Declaration on Fundamental Principles and Rights at Work, including those relating to forced labour, child labour, non-discrimination, freedom of association and right to collective bargaining.

✔ What we do:

- We monitor the risks of modern slavery, child labour and forced labour within our business and our supply chain and report any suspected incidents or concerns
- We implement controls to mitigate the risks, both in our own business and within our supply chain
- We publish an annual statement setting out the steps we take as a company to ensure modern slavery is not taking place in our business or supply chain
- We investigate any allegations about our business or in our supply chain and take appropriate action

⚠ We never:

- Assume that modern slavery cannot occur in our business
- Knowingly permit or turn a blind eye to our business partners, suppliers, or sub-suppliers being involved in modern slavery

Q&A

Q. I recently read about a company that is alleged to be using forced labour. Rotork uses a supplier in another country that is a subsidiary of this company. Should I raise this as a concern?

A. Yes. Any potential human rights concerns within our operations or supply chain must be reported, so that we can investigate. You should not confront any suspected party directly. Where a concern is substantiated, we will consider the best interests of those impacted when deciding on the appropriate remedial action. Where a case relates to a supplier, depending on the circumstances, actions may include various forms of remediation (including enhanced training or improved processes) or termination of the supply contract.



FIND OUT MORE

Our Modern Slavery Policy is available on **Konnect** or from your line manager. Our Modern Slavery Statement is available on the **Rotork plc website**.

Respecting Communities

We support and respect the communities in which we operate

We are committed to making a positive contribution to the communities in which we operate around the world.

We achieve this by creating jobs, engaging local personnel and suppliers, paying our taxes and supporting social development. We empower local teams to determine the best ways to assist their communities, including by contributing to charitable causes.

✔ What we do:

- We consider how our business decisions may affect our local communities
- We try to employ locally wherever possible
- We minimise the environmental impact of our operations
- We engage with and listen to the views of our local communities

⚠ We never:

- Knowingly show disrespect for local customs or traditions



FIND OUT MORE

For further information, speak to your line manager or your local HR or HSE representative.

rotork[®]

Keeping the World Flowing
for Future Generations