

rotork®

Keeping the World Flowing
for Future Generations

Channel Partner
Code of Conduct



Revision Control

Revision Approval

Revision 1.0

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Document Control

Document Control Statement

This document is the property of Rotork plc ("Rotork"). It applies to all companies within the Rotork corporate group (hereinafter referred to as "Rotork").

Document Classification, Storage, and Handling

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The Rotork Ethics & Compliance team is responsible for the distribution and maintenance of this document. Clear guidance on the latest version of this document will be communicated via Rotork's website, with any obsolete versions of the document being archived. Users must review the latest version on publication and adhere to any amendments.

Purpose and Scope

At Rotork, we have a reputation for integrity, fair dealing and ethical behaviour, which has been earned over many years.

Rotork has a Code of Conduct ("the Code"), published in various languages on our website [here](#) that sets out the standards of behaviour that Rotork expects from anyone acting on Rotork's behalf, including all permanent employees, temporary workers and contractors.

We expect everyone to always follow the Code and act with integrity. Our Channel Partner Code of Conduct sets out our core expectations in terms of ethical values and behaviours of our Channel Partners and any sub-contractors you use. We want our Channel Partners to strive for sustainability in all aspects of their business, and innovation and excellence in their delivery, whilst at all times doing so with integrity.

This document (the "Channel Partner Code of Conduct") does not replace the Rotork Code of Conduct itself or applicable laws, nor does it amend contractual obligations but supplements them and is designed to provide you with a summary of the core principles we expect you to follow as a Rotork Channel Partner. You can always refer to the relevant section of the Rotork Code of Conduct for more guidance or information on a particular topic.

We may ask our Channel Partners to undertake periodic training or to provide an annual confirmation of compliance with their ethical obligations, including compliance with this Channel Partner Code of Conduct.

Breaches of this Channel Partner Code of Conduct will not be tolerated. Where Rotork becomes aware that a Channel Partner has breached the Channel Partner Code of Conduct or committed an illegal or unethical act, we reserve the right to take appropriate action, up to and including immediate termination of the Channel Partner agreement.

Expectations and Commitments

Compliance with Laws and Obligations

Comply with all laws and regulations applicable to your business and the services or products being provided, and to comply in full with your obligations in any agreement with a member of the Rotork group of companies.

Health and Safety

Conduct business in a way that supports Rotork's Health and Safety ("H&S") vision of zero harm to people by taking a systematic approach to managing operating activities and H&S risks, complying with applicable H&S laws and regulations, applicable Rotork policies and procedures and seeking to continuously improve H&S performance. Establish an appropriate health and safety management system and ensure its employees are aware of and receive training about health and safety topics.

At Rotork, we never:

- compromise on our safety standards to meet deadlines or to save money,
- conduct work or use equipment unless we have the proper training and authorisations,
- wait for someone else to report safety risks, or
- keep quiet because speaking up might upset someone.

You should encourage your employees and sub-contractors to report any accident, injury, illness, or unsafe condition to you immediately, and stop work that could be unsafe, so that appropriate action can be taken. You should speak to your Rotork Account Manager or use one of the available options in our Speak Up Programme in case any concern involves Rotork employees (see the Speak Up section below).

Ethics and Compliance Programme and Culture

Have a programme in place to promote awareness and embed ethical business practices and compliance with laws, and the principles contained in this Channel Partner Code of Conduct, in your business activities.

Bribery, Corruption, and Financial Crimes

Promote transparency and accountability in the conduct and administration of business, including having in place effective processes and procedures to identify any breaches and proactively prevent:

- **Bribery and corruption**, including expressly prohibiting the direct or indirect giving, paying, promising or accepting of anything of value to obtain, retain or direct business, to secure an improper advantage or to influence someone, including government officials, to improperly perform their duties or where these actions could be viewed this way by others.

- **Inappropriate provision of gifts, entertainment, or hospitality** to Rotork personnel or third parties. Where gifts or hospitality are offered or received, the Channel Partner must ensure that these are proportionate, appropriate and have a genuine business purpose, and that they do not create any impression that they are offered and/ or received with the intent to influence a third party's decision-making.
- **Political contributions**, which are in any way connected to Rotork, or Rotork products or services. This includes monetary and in-kind contributions to any political campaign, party, candidate or their affiliated organisations, whether directly or via any third party.
- **Money laundering**, including the act of hiding illegal funds (especially those with possible links to terrorism or criminal activity) or giving such funds apparent legitimacy.
- **Terrorist financing**, which involves providing money or other property to groups with the intention, knowledge, or suspicion that those groups will use that money for terrorist purposes. Like money laundering, terrorist financing may also involve receiving money or property that represents a person's benefit from committing terrorist acts. Similarly, concealing, transferring, removing or dealing in "terrorist property" is terrorist financing.
- **Tax evasion**, which means deliberately and fraudulently failing to pay their true tax liability.
- **Facilitation of tax evasion**, which means being knowingly concerned in, or taking steps with a view to, the fraudulent evasion of tax (whether UK tax or tax in a foreign country) by another person, or aiding, abetting, counselling or procuring the commission of that evasion.

Sub-contractors

Channel Partners may only sub-contract or delegate the performance of the services they provide to Rotork if the relevant sub-contractor has been approved by Rotork, agreed to comply with this Channel Partner Code of Conduct and to the incorporation of specific clauses in their sub-contract which reflect the expectations and commitments set out herein and in accordance with the terms of your contract with Rotork.

It is the Channel Partner's responsibility to ensure sub-contractors comply with the expectations, laws and regulations outlined in this Channel Partner Code of Conduct and their contract.

Conflicts of Interest

Disclose any actual or apparent Conflict of Interest ("COI") between personal and business interests, including using Rotork information and resources for improper gains.

COIs include potential or actual personal or political interests by way of a relationship, activity or obligation which are inconsistent or interfere in any way with the interests of Rotork, or the duties and obligations owed to Rotork or which may give the appearance of doing so. In the event a COI exists, it must be disclosed to Rotork as soon as possible, and prior to engaging in the relevant activity where possible, so that the conflict can be appropriately avoided or managed.

Fair Competition

Prevent anti-competitive conduct, including any form of agreement, understanding or exchange of competitively sensitive information with competitors to fix prices, rig bids, allocate customers or restrict supply. Do not share any non-public information provided by Rotork with any third party or provide or attempt to provide any information about Rotork's competitors to Rotork employees.

Sanctions and Export Controls

Comply with applicable sanction restrictions or requirements and international trade laws. Ensure that products are properly classified and that import restrictions and export controls are complied with. This includes compliance with any licensing, permitting or authorisation requirements in the markets you sell into, directly or indirectly, and refusing business in embargoed territories, or supplying goods, services or technology to sanctioned persons.

Accurate Books and Records

Ensure all transactions are properly documented and recorded honestly and accurately in your books and that all records accurately and fairly reflect all payments, expenses and transactions in reasonable detail and a timely manner. Allow Rotork access to books and records related to Rotork business where and to the extent required under your contract.

Notify Rotork immediately if you have information or knowledge of any unrecorded or mischaracterised asset or fund, or any false, misleading, or artificial entry which relates to execution of any services or products provided to Rotork.

Protecting the Environment

Comply with environmental laws and regulations applicable to your business and the services or products being provided. Commit to environmentally and socially responsible practices, reducing the environmental impact of your own operations and the operations of any sub-contractors. Report any environmental incident, or actual or suspected breach of environmental policies, laws or regulations.

Human Rights and Modern Slavery

Respect the human rights and dignity of all people and ensure compliance with all applicable laws pertaining to human rights and modern slavery. This includes the principles set out in the United Nations International Bill of Human Rights and the International Labour Organizations' Declaration on Fundamental Principles and Rights at Work. Take steps to ensure collective bargaining, freedom of association and non-discrimination and that there is no use of forced or compulsory labour, human trafficking, child labour, slavery or servitude in connection with your business activities.

Non-discrimination, Grievance Processes, and Freedom of Association

Provide a workplace which:

- Is free from harassment, intimidation, inhumane treatment and discrimination based on race, ethnicity, religion, national origin, disability, age, sexual orientation, gender or marital status.
- Has mechanisms to allow workers to speak up or raise grievances without fear of retaliation.
- Within the scope of the relevant local legal framework, respects individual choices on trade union or works council membership.

Protecting Confidential Information

Have effective protocols in place for securing and protecting Rotork information, including:

- Respecting the proprietary and intellectual property rights of Rotork;
- Protecting and securing Rotork and third-party confidential information appropriately and ensuring it is only shared when permitted and subject to appropriate controls;
- Implementing appropriate policies and procedures and policies in respect of cybersecurity and meeting any minimum security requirements specifically required by Rotork;
- Collecting and processing any personal data, in whatever form, with care, and in compliance with applicable data privacy laws and deleting any data you hold when it is no longer required; and
- Reporting any suspected or actual information security incidents that impact Rotork information or systems to Rotork, via one of the channels in our Speak Up Policy (see the Speak Up section below).

Speak Up

Rotork has a culture of openness and accountability and expects its employees and stakeholders to uphold the values and principles set out in the Rotork Code of Conduct and raise any issues or concerns.

Channel Partners and their associated sub-contractors have a responsibility to report suspected wrongdoing (including a breach of this Code and any breaches it sees or suspects of the Rotork Code of Conduct by Rotork employees) as soon as possible and to co-operate fully and honestly with any investigation. Concerns will be taken seriously and investigated appropriately.

Our **Speak Up Policy** sets out the ways you can raise a concern. We would like you to feel that you can talk to either your Rotork Account Manager, or a more senior manager. Alternatively, you can use any of the channels listed in our Speak Up Policy (including our external Speak Up Helpline, managed by Safecall where you can remain anonymous if preferred).

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. However we recognise that individuals may sometimes have legitimate concerns about telling us who they are, and so, if you wish to make an anonymous report you may do so and we would prefer that you made a Speak Up report anonymously than not make one at all. We will discuss with you the measures that can be taken to preserve confidentiality, to the extent reasonably possible and allowed by local laws.

Retaliation

We have zero tolerance for retaliation. When you report possible misconduct or take part in an investigation, you are following this Code and doing the right thing. Our zero tolerance for retaliation is intended to ensure that genuine Speak Up reports (made without malice and without a view to personal gain or to cause disruption and damage to Rotork) will not result in any detrimental treatment to the person raising the concern, even if it is a mistake.

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 & Sustainability Officer or Head of Ethics & Compliance.

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Contact us now

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PUB000-416-00

Issue 01/26