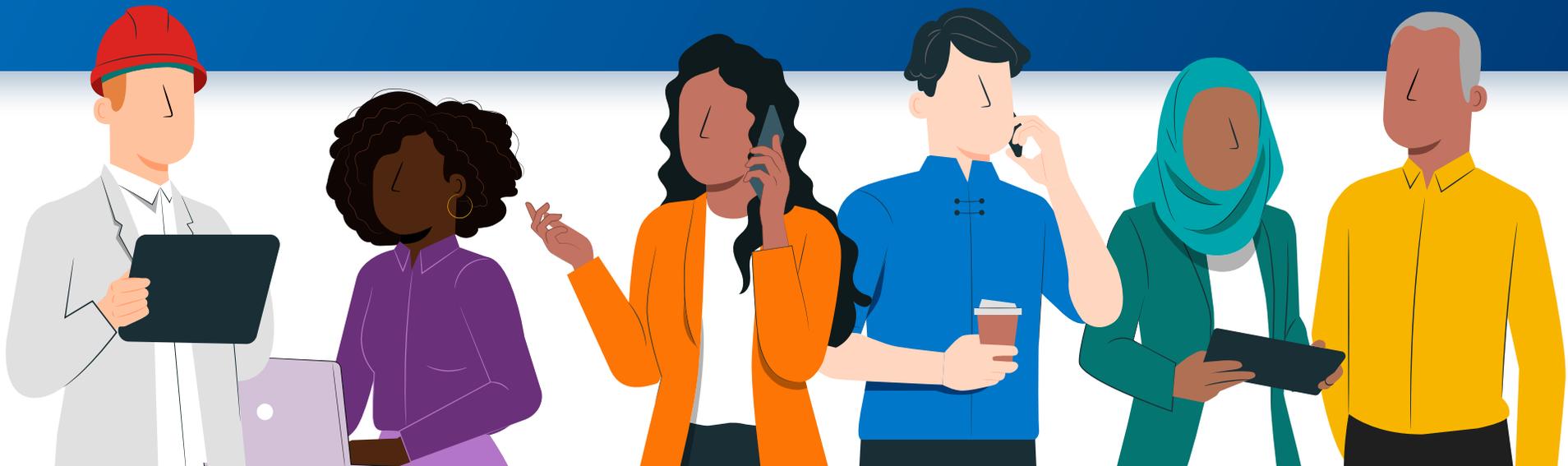


smiths

# Our Code of Business Ethics





## A NOTE FROM **ROLAND CARTER,** OUR CEO

FOR US, ACTING  
WITH INTEGRITY –  
BEING TRUE TO OUR  
SMITHS VALUES –  
**IS NOT A CHOICE.  
IT'S WHO WE ARE.**

### *Colleagues –*

Our company has been built on a foundation of doing business the right way. That is why we are trusted by colleagues, customers, suppliers, investors and other stakeholders. Protecting and nurturing that trust is key to our continued success.

Having an ethical culture – treating people fairly, and being transparent and accountable for business decisions – brings significant benefits to us all. It creates a positive work environment which helps us attract, retain and motivate our staff. And our customers want to deal with partners they can rely on.

Smiths is such a partner. For us, acting with integrity – being true to our Smiths values – is not a choice. It's who we are.

#### **How can we tell if something isn't ethical?**

The reality is that what is right and wrong isn't always crystal clear – there are grey areas. But we all know when something doesn't feel right. Our Code of Business Ethics is here to help us navigate ethical decision-making. It identifies lines that mustn't be crossed, red-flags which need to be carefully reviewed, and resources to help us come to the right decision. While it won't have all the answers,

it is a good starting point and important for us all to know and understand. It is everyone's responsibility to make sure they are familiar with the Smiths Code of Business Ethics

**What if you experience behaviour or activities that don't align with our Code?** Perhaps you're put under pressure to do something you feel isn't right. Or you experience a colleague being treated unfairly. Maybe you've discovered an activity that appears unethical or even illegal. If this is ever the case, the most important thing to remember is that you're not on your own. You can turn to your line manager, local HR representative, or your senior local or Divisional management. And if for whatever reason you feel uncomfortable doing any of these, remember that our Speak Out hotline is always here for that very purpose. Anyone who comes forward with an ethics concern will be supported by Smiths leadership.

Smiths has a bright and exciting future ahead and I am grateful to every one of you for the part you will play. Together, we will continue to drive our business forward in the right way: with Respect, Integrity, Ownership, Passion and Customer Focus.

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**This version of our Code of Business Ethics is effective from July 2023.** It applies to all employees (permanent and temporary), directors, and contractors of Smiths Group plc and its Divisions. It provides the expectations of everyone at Smiths and requires us to be responsible and respectful. Failure to comply with our Code will result in disciplinary action (leading to disciplinary sanctions, up to dismissal, in accordance with applicable laws) and could lead to legal liabilities.

# OUR VALUES

WE DO THE **RIGHT THING**.

WE **RESPECT** OTHERS.

WE TAKE **RESPONSIBILITY**.

WE EARN OUR **CUSTOMERS' TRUST**.

WE ARE UNITED IN **PURPOSE**.

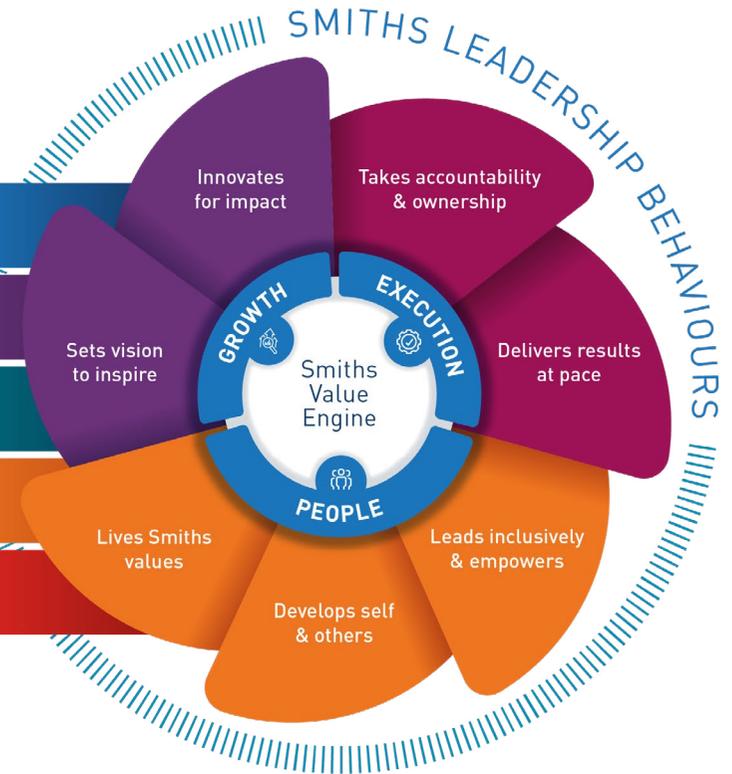
INTEGRITY

RESPECT

OWNERSHIP

CUSTOMER FOCUS

PASSION



# INTEGRITY | WE DO THE RIGHT THING

**We comply with all laws where we operate.** We act within applicable laws and rules and hold our business partners accountable to the same.

**We stand firmly against bribery and corruption.** We never offer or accept bribes, kickbacks, or any other kind of improper payment, including facilitation payments. We only appoint third party representatives (including distributors or agents) who we trust will follow this rule.

## EXAMPLE

Tom is bidding on a contract to supply our equipment to a local airport. The purchasing agent for the airport has contacted Tom and told him that Smiths will win the bid if he can provide the purchasing agent with a payment of 3% of the total contract.

### What should Tom do?

Tom should not make the payment, and he should immediately inform his manager. Smiths does not provide bribes, kickbacks or agree to participate in any bid rigging or other anticompetitive activity. We win through the quality and value of our products and services, and by using fair bidding and business practices.

*\*In the US, Smiths operates a political action committee through which colleagues voluntarily contribute funds to politicians who advocate for causes in line with Smiths business interests.*

**We keep accurate books, records, and data.** We record transactions honestly so that company funds are not used unlawfully. We provide our stakeholders with up-to-date, accurate and complete information in a timely manner. We never commit fraud. We never manipulate data.

### We protect Smiths assets.

We act with vigilance to protect Smiths assets from damage, misuse, fraud, and cyberattacks.

**We get approval before engaging in any political or charitable activities for Smiths.** We obtain necessary approvals before engaging in any lobbying activities, and when appropriate, we make clear that personal views are not those of Smiths.\*

### We follow international trade laws.

We comply with all applicable trade laws – export and import controls, economic sanctions, anti-boycott rules, regulations, policies and procedures – in the countries where we operate or buy, sell or transfer products, services, technology or software.

## HELPFUL RESOURCES

[Anti-Bribery and Corruption Policy 3.33](#)

[International Trade at Smiths](#)

[Fraud, Money Laundering & Financial Irregularity Policy 3.15](#)

[Political Donations Policy 3.24](#)

[Charitable Contributions Policy 3.9](#)

[Anti-Manipulation of Data](#)

# INTEGRITY

## WE DO THE RIGHT THING



### **We never give or receive improper gifts, meals, or hospitality.**

We ensure that such items are not lavish, comply with local laws, and are allowed by our policies and those of our customer or business partner.

#### **EXAMPLE**

Yuki is responsible for buying supplies for her Smiths office. Her brother owns a computer supply business. He offered to sell Yuki the equipment at a discount, and Yuki purchased it without disclosing their relationship to Human Resources.

#### **Is Yuki acting properly?**

No—We always disclose potential conflicts of interest. Yuki should notify Human Resources that her brother is the owner of the computer supply company before buying the equipment (even if her brother is providing the best price and service). Human Resources may allow Yuki to purchase, but the decision will not be impacted by a potential conflict of interest.

### **We avoid, disclose, and manage conflicts of interest.**

We document and manage any conflict of interest. A “conflict of interest” is when your interests compromise (or appear to compromise) your ability to make an unbiased decision at Smiths. Notify your line manager and HR in writing of any situations that create a conflict of interest or the appearance of one, or if you have any doubts.

**We never engage in or assist others with money laundering or unlawful evasion of taxes.** We conduct due diligence on counterparties to assess legal and ethical risks, and we never engage in or assist others with illegal activity involving finances or tax.

### **We compete fairly.**

We do not collude with our competitors to fix prices, rig bids, allocate customers, or restrict supply, or engage in any other improper anticompetitive behavior.

## HELPFUL RESOURCES

[Gifts, Meals, & Hospitality Policy 3.06](#)

[Conflicts of Interest Policy 1.2](#)

[Anti-Tax Evasion Facilitation Policy 7.6](#)

[Fair Competition \(Antitrust\) Policy 1.4](#)

#### **EXAMPLE**

Ricardo received a call from a distributor who is angry that another competing distributor in the same territory is selling our products at a lower price. The distributor asked Ricardo to talk to the competing distributor, to ask them to raise their prices to match the others in the territory.

#### **Should Ricardo do this?**

No—We never seek to influence the price at which our distributors or any other reseller sells our products to end-users. This would likely violate the law and create serious consequences for Ricardo and for Smiths. Ricardo should not agree. He should report the request to his manager and to Legal.

# RESPECT

## WE RESPECT EACH OTHER



**We celebrate diversity, equity, and inclusion.** We treat others with fairness and respect. We recognize that our success depends on the diverse perspectives, beliefs, and cultures that our people bring. We promote and maintain equal opportunity for all and make all employment-related decisions on merit. We never discriminate based on gender, race, ethnicity, sex, sexual orientation, disability, religion, age, cultural backgrounds, life experiences, thoughts, or ideas. We empower and advocate for others. We never harass anyone. We speak out if we see behaviour that is not fair, respectful, or inclusive.

### **We are compassionate.**

We treat others with kindness. We do not tolerate any physical, verbal, or nonverbal forms of abuse or harassment. We follow our values and the Smiths Leadership Behaviours to work with one another. We support the mental wellbeing of colleagues

with respect, understanding and by providing resources (such as the **Employee Assistance Program**).

**We protect human rights.** We respect and protect all human rights. We never tolerate inhumane treatment of anyone who works at Smiths, and we report any suspected human rights abuses to the Speak Out hotline. We select business partners carefully, conducting due diligence to ensure their principles align with ours. We respect the rights of employees to join or not join a trade union or similar organization. We never employ or tolerate any form of forced labour or child labour or withhold identity documents of employees.

### **We safeguard privacy.**

We respect and protect the personal data trusted to us by others. We collect personal data only for lawful and necessary purposes, act transparently in our use of data, store it securely, and delete it when it is no longer needed.

## HELPFUL RESOURCES

[MyHR](#)

[HR Policy Library](#)

[Diversity, Equity, & Inclusion](#)

[Human Rights Policy 11.4](#)

[Human Rights Due Diligence Policy 2.6](#)

[Anti-Modern Slavery Statement](#)

[Supplier Code of Conduct](#)

[Data Collection & Privacy at Smiths](#)

[Social Media Policy 8.3](#)

[Communications with Media Policy 9.2](#)

[Recruitment Policy 11.6](#)

[Fair Employment Policy 11.2](#)

[Employee Assistance Program \(EAP\)](#)

Where personal data is transferred to a third-party provider, we verify that they maintain necessary controls to secure the data and or ensure compliance with applicable local laws.

### **We respect Smiths' reputation.**

We never comment publicly on behalf of Smiths without obtaining appropriate approvals and complying with relevant policies.

# OWNERSHIP | WE TAKE RESPONSIBILITY

**We keep ourselves and others safe.** Safety comes first – nothing is more important. We stop work when it is unsafe to continue. We know and follow safety protocols and emergency procedures, and we report any accident, injury, illness, or unsafe condition immediately. We follow Smiths' **Safety Cardinal Behaviours** and strive to be injury-free. We never work impaired (by alcohol, drugs, fatigue, injury, illness, or otherwise), and we speak out if we observe any unsafe behaviour or unhealthy work environment. We never tolerate threats or violence. We comply with all laws and regulations regarding restricted substances.

**We care for our environment and the future of our planet and society.** We improve the world in meaningful ways. We commercialise technologies that will help transform industries and enhance safety. We use natural resources responsibly and work to reduce energy use and our greenhouse gas emissions to play our part in delivering global sustainability goals. We are proud to commit to **Net Zero** Scope 1 & 2 emissions from our operations by 2040 and Net Zero Scope 3 by 2050. We have an unwavering commitment to strong governance and ethical practice.

**We care about our communities and impact.** We strive to be a trusted neighbour, respecting local cultures and making a positive impact wherever we operate.

## **We continue to learn.**

We continue developing ourselves and our business.



## HELPFUL RESOURCES

[Sustainability at Smiths](#)

[Net Zero Commitment](#)

[Safety Cardinal Behaviours](#)

[Health, Safety, and Environment Policy 10.1](#)



# CUSTOMER FOCUS

## WE EARN CUSTOMER TRUST

**We provide quality products and services.** We help solve the toughest problems for our customers and produce products with high quality standards. We communicate honestly with customers and provide products and services that meet or exceed their expectations. We never bypass processes. We never manipulate tests or data or take other improper actions that would break trust with our customers or business partners.

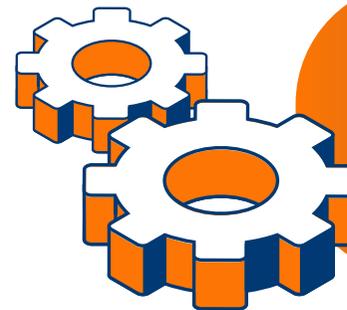
**We commit to continuous improvement.** We embrace new technologies and methods. We strive for solutions to benefit both our customers and business.

**We protect customer assets.**

We protect intellectual property or proprietary information entrusted with us. We only share confidential information with those who need to know it to perform their jobs. We protect personal data of our customers and business partners, and only collect data when appropriate. We never disclose non-public information to any third party except as authorised. We take care of equipment provided by our customers.

**We meet our commitments.**

We honor our contracts and promises with our partners. We deliver results at pace.



### HELPFUL RESOURCES

[Data Protection & Privacy Statement](#)  
[Information & Cybersecurity](#)  
[Anti-Manipulation of Data](#)

# PASSION | WE ARE UNITED IN PURPOSE

## **We are united in purpose.**

We are united by our purpose to be pioneers of progress. We innovate for impact and hold ourselves accountable. We have a strong culture and team that works and stands together. It is what we do, why we do it and how we are charting our course to the future.

## **We are proud to be Smiths.**

We strive to be positive and punctual every day. We share thoughts and give feedback in constructive, helpful ways. We live our values and inspire others. We focus on tasks and work with colleagues to overcome obstacles. Why? Because we are proud to be Smiths.





# THE SPEAK OUT HOTLINE

WE ALL  
HAVE A  
RESPONSIBILITY  
TO SPEAK OUT



**At Smiths, everyone should feel safe and comfortable speaking out if they see something that violates our Code.**

If you see something that violates our Code, you must notify your line manager or HR representative, or you can report through our Speak Out hotline. As employees, we all play a vital role in the success of Smiths. Operating with integrity is key. That's why we each have a responsibility to speak out if we witness unethical behaviour within our business. It's natural to feel hesitant or worry about speaking out - but speaking out is fully supported by Smiths leadership. There are safeguards to protect you.

## WHAT IS THE SPEAK OUT HOTLINE?

The Speak Out hotline is a reporting system managed by the Smiths Group Ethics & Compliance team. This team operates independently of any Smiths' Division or the corporate head office. The hotline is available by web, email, and by telephone in many countries. Other reporting channels may be available, if required by applicable local laws. After you submit a report, a team investigator will review your report and contact you before proceeding.

## WHAT HAPPENS AFTER I SUBMIT A REPORT?





# IT'S SAFE TO SPEAK OUT

SPEAK OUT  
IS A **HIGHLY  
CONFIDENTIAL  
PROCESS**

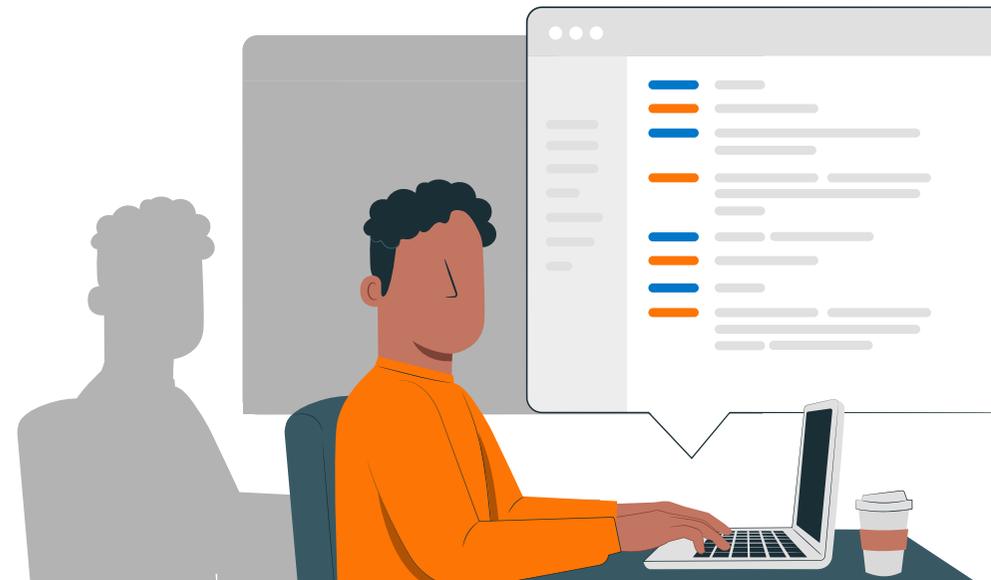


## CONFIDENTIALITY

**Your identity will always be protected.** Only the Smiths Group Ethics & Compliance team investigators have access to reports submitted. The reports go into a highly confidential, password-protected third-party software system – not a Smiths database. No one you work with will be shown or told about your report, including your line manager. Depending on the issue and any language differences, the investigator may need to be supported by a small confidential group. In these circumstances, when you report using your identity, the investigator will ask for your consent before proceeding to ensure you are comfortable. We also have a strict **Non-Retaliation Policy**. Smiths will not tolerate retaliation against any individual for reporting a good-faith concern or complaint or for participating in such an investigation. Strong action will be taken against anyone who attempts to retaliate up to and including termination.

## CAN I REPORT ANONYMOUSLY?

**It's your decision.** You can report anonymously (subject to local laws). But our preference is that you share your identity because it helps the Ethics & Compliance team investigate your concern faster, ask questions, and ensure you are comfortable with the process. However, Smiths would always prefer you raise a concern anonymously than not at all.





# HOW TO SPEAK OUT



WEB

[speakout.smiths.com](http://speakout.smiths.com)



EMAIL

[speakout@smiths.com](mailto:speakout@smiths.com)



TELEPHONE

Scan for local numbers

# POLICY & RESOURCE LINKS

## ANTI-BRIBERY & CORRUPTION

[About: Anti-Bribery & Corruption Anti-Corruption Policy 3.33](#)  
[Anti-Corruption Policy \(China\) 3.22](#)  
[Anti-Facilitation Payments Policy 3.5](#)  
[Agents & Distributors Policy 3.4](#)  
[Charitable Donations Policy 3.9](#)  
[Charitable Donations Register](#)  
[Political Donations Policy 3.24](#)  
[Political Donations Register](#)  
[Invitations to Government Officials Policy 3.7](#)  
[Lobbyists Register](#)  
[Supplier Code of Ethics](#)

## ANTI-FRAUD

[About: Anti-Fraud & Manipulation](#)  
[Anti-Tax Evasion Facilitation Policy 7.6](#)  
[Fraud, Money Laundering & Financial Irregularity Policy 3.15](#)  
[About: Anti-Manipulation of Data](#)

## ANTITRUST

[About: Antitrust](#)  
[Fair Competition \(Antitrust\) Policy 1.4](#)  
[Trade Industry Event Register \(TIER\)](#)

## CONFLICTS OF INTEREST

[About: Conflicts of Interest](#)  
[Conflict of Interest Policy 1.2](#)  
[Conflict of Interest Register](#)

## DATA PROTECTION & PRIVACY

[About: Data Protection & Privacy](#)  
[Data Protection & Privacy Statement](#)  
[Information & Cybersecurity](#)

## DAWN RAID

[About: Dawn Raids](#)  
[Dawn Raid Instructions](#)

## GIFTS, MEALS, & HOSPITALITY

[About: Gifts, Meals & Hospitality](#)  
[Gifts, Meals & Hospitality Policy 3.06](#)  
[Gifts & Meals Between Employees Policy 3.21](#)  
[Gifts, Meals, & Hospitality Register](#)

## HEALTH, SAFETY & ENVIRONMENT

[Sustainability at Smiths](#)  
[Health, Safety, & Environment Policy 10.1](#)  
[Safety Cardinal Behaviours](#)  
[Net Zero Commitment](#)

## HUMAN RIGHTS

[Human Rights at Smiths](#)  
[Anti-Modern Slavery Statement](#)  
[Human Rights Policy 11.4](#)  
[Human Rights Due Diligence Policy 2.6](#)  
[Recruitment Policy 11.6](#)  
[Responsible Minerals Sourcing Policy 2.4](#)

## INTERNATIONAL TRADE

[International Trade at Smiths](#)  
[Export & Import Controls Policy 3.12](#)

## RESPECT

[Diversity, Equity, & Inclusion](#)  
[Smiths Leadership Behaviours](#)  
[Communications with Media Policy 9.2](#)  
[Fair Employment Policy 11.2](#)  
[Social Media Policy 8.3](#)  
[MyHR](#)  
[HR Policy Library](#)  
[Employee Assistance Program](#)

## SPEAK OUT

[About: Speak Out Hotline](#)  
[Submit a Speak Out Report](#)  
[Speak Out Policy 2.5](#)  
[Reporting & Internal Investigations Policy 2.2](#)





smiths

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