

## SUPPLIER CODE OF CONDUCT

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### OUR SUPPLIERS MUST COMPLY WITH THE LAW

At Celeros Flow Technology (“Celeros FT”), corporate responsibility is key to our long-term success and as such, we are determined to ensure the highest standards of responsibility throughout our operations, including our supply chain.

Celeros FT strives to maintain business relationships only with reputable customers, partners, and companies whose activities comply with legal requirements and therefore expects full compliance from its suppliers (“Suppliers”) with all applicable laws and regulations, including the laws of the countries in which operations are managed or services provided.

Wherever Suppliers are located, all business shall be conducted in a manner compatible with this Supplier Code of Conduct. Suppliers are also expected to cascade these principles through their own supply chain.

#### Competition and Anti-Trust:

In adhering to competition and anti-trust international laws, Suppliers must not:

- fix prices or rig bids with their competitors
- exchange current, recent, or future pricing nor any strategic information with competitors
- participate in cartels nor in market or customer allocation
- support or participate in any illegal boycott

#### Global Trade Compliance:

Suppliers must comply with all applicable foreign trade regulations including EU, UK and US sanctions.

- Import and Export: Suppliers must ensure that their business practices are in accordance with all applicable laws, directives and regulations governing the import and export of parts, components, and technical data. Suppliers shall provide truthful and accurate information and obtain export licenses and/or consents whenever necessary.
- Responsible Sourcing of Minerals/ Prohibited Substances: Suppliers must comply with applicable laws and regulations regarding trade with minerals in conflict affected and high-risk areas which include tin, tungsten, tantalum, and gold. Suppliers are required to comply with the Celeros FT Prohibited Substances List available at <https://www.celerosft.com/en-us/disclosure-statements>.

Additionally, Suppliers must establish a policy to ensure that raw materials such as tin, tungsten, tantalum, and gold which may be contained in the products they manufacture are sourced with due respect for human rights and do not directly or indirectly finance or benefit groups who violate human rights. Suppliers must exercise, as may be directed by law, due diligence on the source and chain of custody of these minerals and therefore at a minimum require the same from their next tier suppliers.

#### Counterfeit Parts:

Suppliers are expected to develop, implement, and maintain effective methods and processes appropriate to their products to eliminate the risk of introducing counterfeit parts and materials into deliverable products. In addition, Suppliers must provide notification to recipients of counterfeit product(s) when discovered and exclude them from the delivered product.

### Employment Laws:

Suppliers are expected to ensure that their employees are treated with fairness and dignity and provide a work environment free from all forms of harassment or other abusive conduct.

Suppliers will provide equal employment opportunity to employees and applicants for employment without discrimination of any kind and pay workers at least the minimum compensation required by local law and provide all legally mandated benefits.

Suppliers are expected to respect the rights of workers to associate freely and communicate openly with management regarding working conditions without fear of harassment, intimidation, penalty, or reprisal.

### Environment, Health, And Safety:

Suppliers are expected to establish an appropriate management system for Environment, Health and Safety and comply with all applicable environmental, health, and workplace safety laws and regulations to protect the health, safety, and the welfare of their employees, contractors, visitors, and others who may be affected by their activities.

Suppliers shall operate in a manner that actively manages risk, conserves natural resources, and protects the environment and the communities within which they operate.

### **OUR SUPPLIERS MUST AVOID CONFLICTS OF INTEREST**

Our Suppliers are expected to avoid and report all conflicts of interest or situations giving the appearance of a potential conflict of interest. This includes a conflict between the interests of Celeros FT and personal interests or those of close relatives, friends, or associates.

### **OUR SUPPLIERS MUST ACKNOWLEDGE SPECIAL ETHICAL OBLIGATIONS FOR FINANCIAL REPORTING**

Suppliers are expected to create accurate records, and not alter any record entry to conceal or misrepresent the underlying transaction represented by it.

All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented. Records should be retained based on the applicable legal retention requirements.

Suppliers must not directly or indirectly facilitate money laundering or terrorism financing whether in the form of monetary support or other assets such as goods or merchandise.

### **OUR SUPPLIERS MUST BE FAIR IN THEIR BUSINESS DEALINGS**

Suppliers must endeavor to respect the rights of and deal fairly with Celeros FT, customers, suppliers, competitors, and employees. No supplier's employee, officer or director should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair-dealing practice.

Suppliers and their personnel must not use any material or non-publicly disclosed information obtained in the course of their business relationship with Celeros FT as the basis for trading or for enabling others to trade in the stock or securities of any company.

### **OUR SUPPLIERS MUST PROTECT CONFIDENTIAL INFORMATION**

Confidential Proprietary Information: Suppliers shall properly handle sensitive information, including confidential, proprietary, and personal information. Information should not be used for any purpose (e.g., advertisement, publicity, and the like) other than the business purpose for which it was provided, unless there is prior written authorization from the owner of the information.

Intellectual Property: Suppliers must comply with all the applicable laws governing intellectual property rights assertions, including protection against disclosure, patents, copyrights, and trademarks.

Information Security: Suppliers must protect Celeros FT's confidential and proprietary information, including personal information, from unauthorized access, destruction, cyber-attacks (virus, ransom, etc.), use, modification, and disclosure, through appropriate and up-to-date, physical, and electronic security procedures. Suppliers must comply with applicable data privacy laws.

## **OUR SUPPLIERS MUST COMPLY WITH ALL APPLICABLE ANTI-CORRUPTION LAWS, DIRECTIVES, AND REGULATIONS.**

Suppliers must not offer, make, promise to make, or receive any improper or illegal payments of money or anything of value to government officials, political parties, candidates for public office, customers, suppliers, their agents, representatives, or any other persons. The receipt, payment, and/or promise of sums of money or anything of value, directly or indirectly, intended to confer undue influence or improper advantage is prohibited.

In any business relationship, Suppliers must ensure that the offering or receipt of any gift or business courtesy is permitted by law and regulation, and that these exchanges do not violate the rules and standards of the recipient's organization and are consistent with reasonable industry customs and practices.

Suppliers are expected to perform due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, and the hiring of intermediaries such as agents or consultants.

## **OUR SUPPLIERS MUST NOT ENGAGE IN CHILD LABOUR, FORCED LABOUR, OR HUMAN TRAFFICKING**

Suppliers must adhere to regulations prohibiting human trafficking and comply with all applicable local laws in the country or countries in which they operate. Suppliers must not engage in any practice that utilizes child, slave, prisoner or any other form of forced or involuntary labor or engage in abusive, misleading, or corrupt employment practices resulting in forced labor, slavery or human trafficking, including (i) destroying, concealing, confiscating or otherwise denying access to an individual's identity or immigration documents, such as passports or drivers' licenses, and (ii) failing to disclose during the recruitment process, or making material misrepresentations concerning, key terms and conditions, including wages, benefits, work location, living conditions, housing, transportation and associated costs.

## **OUR SUPPLIERS MUST IMPLEMENT APPROPRIATE POLICIES AND PROCEDURES**

Suppliers are encouraged to implement their own written code of conduct and to flow down their principles to the entities that furnish them with goods and services.

Suppliers are expected to establish management systems to support compliance with laws and regulations, as well as the requirements specified in this Supplier Code of Conduct. Celeros FT expects its Suppliers to maintain effective programs to encourage and train their employees to make ethical, values-driven choices in their business dealings – beyond compliance with laws, regulations, and contract requirements.

Suppliers are expected to provide their employees with avenues for raising legal or ethical issues or concerns without fear of retaliation. Suppliers are also expected to take action to prevent, detect and correct any retaliatory actions.

### **General Disclaimer**

This Supplier Code of Conduct is in no way intended to conflict with or modify the terms and conditions of any existing or future contract between Celeros FT and a Supplier. Unless otherwise stated in such contract, in the event of a conflict, Suppliers shall adhere to the contract terms.

### **Waivers of the Supplier Code of Conduct**

Only the Celeros FT Board of Directors or a committee of the Celeros FT Board of Directors may grant a waiver of this Code. Any waiver will be promptly disclosed as required by law or applicable regulations.

### **Implementation**

Adherence to this Code is the obligation of all Celeros FT Suppliers. Compliance violations can cause serious damage to Celeros FT, its employees and its reputation, and will not be tolerated. In the event that the expectations of this Code are not met, the business relationship may be reviewed and corrective action pursued subject to the terms of the related procurement contract(s.)

**Contact: Celeros Flow Technology, VP Procurement: [Security\\_Supplier.codeofconduct@CelerosFT.com](mailto:Security_Supplier.codeofconduct@CelerosFT.com)**